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Form 990-PF



Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

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▶ Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation WILLIAM E CROSS FOUNDATION INC		A Employer identification number 20-1220528	
Number and street (or P O box number if mail is not delivered to street address) c/o D LINTON201 THOMAS JOHNSON DR		B Telephone number (see instructions)	
City or town, state or province, country, and ZIP or foreign postal code FREDERICK, MD 21702		C If exemption application is pending, check here ▶ ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶ \$ 16,180,739	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	10,840	10,840	10,840	
	4 Dividends and interest from securities.	369,949	369,949	369,949	
	5a Gross rents	16,500	16,500	16,500	
	b Net rental income or (loss) _____ 3,684				
	6a Net gain or (loss) from sale of assets not on line 10	296,059			
	b Gross sales price for all assets on line 6a _____ 3,128,006				
	7 Capital gain net income (from Part IV, line 2)		296,059		
	8 Net short-term capital gain			328,924	
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 1,329			
	12 Total. Add lines 1 through 11	694,677	693,348	726,213	
	13 Compensation of officers, directors, trustees, etc	144,000	144,000		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	 11,673	11,673		
	c Other professional fees (attach schedule)	 11,250	11,250		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 22,793	22,793		
	19 Depreciation (attach schedule) and depletion	 4,490	4,490		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	 42,024	42,024		
	24 Total operating and administrative expenses. Add lines 13 through 23	236,230	236,230		0
	25 Contributions, gifts, grants paid.	642,000			642,000
	26 Total expenses and disbursements. Add lines 24 and 25	878,230	236,230		642,000
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-183,553			
	b Net investment income (if negative, enter -0-)		457,118		
	c Adjusted net income (if negative, enter -0-)			726,213	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	72,576	151,800	151,800
	2	Savings and temporary cash investments	488,258	388,045	388,045
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	20,000	☒ 20,000	20,039
	b	Investments—corporate stock (attach schedule)	235,448		
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	12,321,658	☒ 12,599,510	15,615,460
	14	Land, buildings, and equipment basis ▶ _____ 130,000 Less accumulated depreciation (attach schedule) ▶ _____ 14,780	119,710	☒ 115,220	
15	Other assets (describe ▶ _____)	☒ 205,873	☒ 5,395	☒ 5,395	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	13,463,523	13,279,970	16,180,739	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)	☒ 1,350	☒ 1,350	
	23	Total liabilities (add lines 17 through 22)	1,350	1,350	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	13,462,173	13,278,620	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	13,462,173	13,278,620	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	13,463,523	13,279,970	

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	13,462,173
2	Enter amount from Part I, line 27a	2	-183,553
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	13,278,620
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	13,278,620

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	296,059
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	328,924

Part V

Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	538,540	12,841,244	0 04194
2011	270,750	10,936,955	0 02476
2010	7,100	5,389,718	0 00132
2009	9,993	156,541	0 06384
2008	9,917	195,128	0 05082

2	Total of line 1, column (d).	2	0 18267
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 03653
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	14,157,674
5	Multiply line 4 by line 3.	5	517,236
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	4,571
7	Add lines 5 and 6.	7	521,807
8	Enter qualifying distributions from Part XII, line 4.	8	642,000

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See
the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)			
1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	4,571
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2.		3	4,571
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	4,571
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	4,136	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d.		7	4,136
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	7
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	442
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ☒ Refunded ☐		11	

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		1b	No
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file Form 1120-POL for this year?.		1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		2	No
If "Yes," attach a detailed description of the activities.			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?.		4b	No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5	No
If "Yes," attach the statement required by General Instruction T.			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either - By language in the governing instrument, or - By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.		7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ MD			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10	No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of DONALD LINTON CPA Telephone no (301) 663-5122 Located at 201 THOMAS JOHNSON DR FREDERICK MD ZIP+4 21702			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.		15	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.).	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	☐ Yes	☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		No
	Organizations relying on a current notice regarding disaster assistance check here.			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		No

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DONALD C LINTON	PRESIDENT/DIRE	48,000		12,000
201 THOMAS JOHNSON DRIVE FREDERICK, MD 21702	1 00			
ARTHUR B BRISKER	VICE-PRES/DIREC	48,000		12,000
932 HUNGERFORD DRIVE STE 22-A ROCKVILLE, MD 20850	1 00			
REBECCA LINTON	Treasurer/DIREC	12,000		
201 THOMAS JOHNSON DRIVE FREDERICK, MD 21702	1 00			
HAZEL BRISKER	Secretary/DIREC	12,000		
932 HUNGERFORD DRIVE STE 22-A ROCKVILLE, MD 20850	1 00			
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3	

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	13,826,485
b	Average of monthly cash balances.	1b	546,788
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	14,373,273
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	14,373,273
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	215,599
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,157,674
6	Minimum investment return. Enter 5% of line 5.	6	707,884

Part XI

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	707,884
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	4,571
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,571
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	703,313
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	703,313
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	703,313

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	642,000
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	642,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	4,571
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	637,429
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				703,313
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			637,022	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 642,000				
a Applied to 2012, but not more than line 2a			637,022	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				4,978
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				698,335
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

Part XIV

Private Operating Foundations (see instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed					
d	Amounts included in line 2c not used directly for active conduct of exempt activities					
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

b

List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a

The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

DONALD LINTON
201 THOMAS JOHNSON DRIVE
FREDERICK,MD 21702
(301) 662-9200

b

The form in which applications should be submitted and information and materials they should include

WRITTEN REQUEST INCLUDING DESCRIPTION OF NON-PROFIT ACTIVITIES AND CHARITABLE STATUS

c

Any submission deadlines

DECEMBER 1

d

Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

MUST BE A NON-PROFIT ENTITY

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	642,000
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Form **990-PF** (2013)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
422 266 SHARES AMERICAN CENTURY EQUITY GROWTH	P	2010-07-30	2013-02-25
1018 201 SHARES ARTISAN MID CAP	P	2010-07-09	2013-02-25
8953 433 SHARES MAINSTAY LARGE CAP GROWTH	P	2010-07-13	2013-02-25
SEE ATTACHED- UBS	P	2013-01-01	2013-01-01
SEE ATTACHED-UBS	P	2001-01-01	2013-01-01
NUVEEN MD PREM INC MUNI	P	2001-01-01	2013-03-14
LINN ENERGY	P	2013-01-01	2013-03-14
LINN ENERGY	P	2013-01-01	2013-03-14
CAPITAL GAIN DISTRIBUTIONS	P	2013-01-01	2013-03-14
CLASS ACTION SUIT	P	2001-01-01	2013-01-01
283 57 SHARES DFA US VECTOR EQUITY	P	2010-08-11	2013-01-01
147 959 SHARES DFA US CORE EQUITY	P	2010-08-11	2013-01-01
27 49 SHARES DFA INTERNATIONAL SMALL COMP	P	2010-08-11	2013-01-01
37 026 SHARES DFA INTERNATIONAL SMALL CAP	P	2010-08-11	2013-01-01
118 6 SHARES DFA US LARGE CAP VALUE	P	2010-08-11	2013-01-01
4 158 SHARES DFA REAL ESTATE SEC	P	2010-08-11	2013-06-14
41 119 SHARES DFA INTERNATIONAL VALUE	P	2010-08-11	2013-01-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
10,810		8,063	2,747
39,496		26,848	12,648
71,717		52,277	19,440
487,405		536,330	-48,925
2,085,609		2,173,359	-87,750
15,002		15,002	
12,501			12,501
		12,501	-12,501
377,849			377,849
15,599			15,599
4,260		2,515	1,745
2,234		1,351	883
509		390	119
707		535	172
3,411		2,034	1,377
116		81	35
781		661	120

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,747
			12,648
			19,440
			-48,925
			-87,750
			12,501
			-12,501
			377,849
			15,599
			1,745
			883
			119
			172
			1,377
			35
			120

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SALVATION ARMY 223 WEST 5TH STREET FREDERICK, MD 21701	NONE	EXEMPT	FOR CHARITABLE PURPOSES ONLY	10,000
FANNIN CHRISTIAN CENTER 2324 E FIRST ST BLUE RIDGE, GA 30513	NONE	Public	FOR CHARITABLE PURPOSES, NO RESTRICTION	50,000
FIDOS FOR FREEDOM INC PO BOX 5508 LAUREL, MD 20726	NONE	EXEMPT	CHARITABLE USE	5,000
HEARTLY HOUSE INC PO BOX 857 FREDERICK, MD 21705	NONE	EXEMPT	CHARITABLE USE	10,000
SECOND CHANCE WILDLIFE CENTER 7101 BARCELONA DRIVE GAITHERSBURG, MD 20879	NONE	EXEMPT	CHARITABLE USE	3,000
THE COMMUNITY FOUNDATION OF FREDERI 312 EAST CHURCH STREET FREDERICK, MD 21701	NONE	EXEMPT	CHARITABLE USE	27,000
GAITHERSBURG COMMUNITY SOUP KITCHEN 201 SOUTH FREDERICK AVENUE GAITHERSBURG, MD 20877	NONE	Public	FOR CHARITABLE PURPOSES, NO RESTRICTION	25,000
FREDERICK RESCUE MISSION PO BOX 338 FREDERICK, MD 21705	NONE	Public	FOR CHARITABLE PURPOSES, NO RESTRICTION	17,500
NATIONAL MUSEUM OF CIVIL WAR MEDICI 48 EAST PATRICK STREET FREDERICK, MD 21705	NONE	Public	FOR CHARITABLE PURPOSES, NO RESTRICTION	5,000
ACE MENTOR PROGRAM- FREDERICK AFFIL 5275 WESTVIEW DRIVE FREDERICK, MD 21703	NONE	Public	FOR CHARITABLE PURPOSES, NO RESTRICTION	2,500
MANNA FOOD CENTER INC 9311 GAITHER RD GAITHERSBURG, MD 20877	NONE	Public	FOR CHARITABLE PURPOSES, NO RESTRICTION	20,000
ARC OF FREDERICK COUNTY 620A RESEARCH DRIVE FREDERICK, MD 21703	NONE	EXEMPT	CHARITABLE USE	20,000
BOYS AND GIRLS CLUB OF FREDERICK CO 413 BURCK ST FREDERICK, MD 21701	NONE	EXEMPT	CHARITABLE USE	5,000
BRETHERN DISASTER MINISTRIES PO BOX 480 NEW WINDSOR, MD 21776	NONE	EXEMPT	CHARITABLE USE	10,000
BROTHERHOOD OF JUNGLE COOK INC 706 ORCHARD WAY SILVER SPRING, MD 20904	NONE	EXEMPT	CHARITABLE USE	3,500
Total  3a				642,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CASA OF FREDERICK COUNTY 263 WEST PATRICK ST FREDERICK, MD 21701	NONE	EXEMPT	CHARITABLE USE	5,000
CELEBRATE FREDERICK 121 NORTH BENTZ ST FREDERICK, MD 21701	NONE	EXEMPT	CHARITABLE USE	5,000
FAMILY JUSTICE CENTER FOUNDATION PO BOX 10692 ROCKVILLE, MD 20849	NONE	EXEMPT	CHARITABLE USE	14,000
FMH CANCER PATIENT ASSISTANCE FUND 501 WEST SEVENTH ST FREDERICK, MD 21701	NONE	EXEMPT	CHARITABLE USE	1,000
FREDERICK COMMUNITY COLLEGE FOUND I 7932 OPPOSSUMTOWN PIKE FREDERICK, MD 21702	NONE	EXEMPT	CHARITABLE USE	15,000
FREDERICK COUNTY MENTAL HEALTH ASSO 263 WEST PATRICK ST FREDERICK, MD 21701	NONE	EXEMPT	CHARITABLE USE	10,000
FREDERICK MEMORIAL HOSPITAL 400 WEST PATRICK ST FREDERICK, MD 21701	NONE	EXEMPT	CHARITABLE USE	10,000
HABITAT FOR HUMANITY- FREDERICK COUN 2 EAST CHURCH ST FREDERICK, MD 21701	NONE	EXEMPT	CHARITABLE USE	5,000
HOSPICE OF FREDERICK COUNTY PO BOX 1799 FREDERICK, MD 21702	NONE	EXEMPT	CHARITABLE USE	5,000
HUMANE SOCIETY OF WASHINGTON COUNTY 13011 MAUGANSVILLE RD HAGERSTOWN, MD 21740	NONE	EXEMPT	CHARITABLE USE	3,000
INTERFAITH HOUSING ALLIANCE 731 NORTH MARKET ST FREDERICK, MD 21701	NONE	EXEMPT	CHARITABLE USE	5,000
JOHNS HOPKINS UNIVERISTY HOSPITAL 600 NORTH WOLFE ST BALTIMORE, MD 21287	NONE	EXEMPT	CHARITABLE USE	10,000
MISSION OF MERCY 22 SOUTH MARKET ST SUITE 6D FREDERICK, MD 21701	NONE	EXEMPT	CHARITABLE USE	15,000
THE MONOCACY FOUNDATION 620B RESEARCH DR FREDERICK, MD 21703	NONE	EXEMPT	CHARITABLE USE	2,500
MONTGOMERY COUNTY HUMANE SOCIETY 14645 ROTHGEB DR ROCKVILLE, MD 20850	NONE	EXEMPT	CHARITABLE USE	5,000
Total  3a				642,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
MONTGOMERY HOSPICE FOUNDATION 1355 PICCARD DR SUITE 9418 GAITHERSBURG,MD 20898	NONE	EXEMPT	CHARITABLE USE	15,000
NEELSVILLE PREBYTERIAN CHURCH 20701 NORTH FREDERICK RD GERMANTOWN,MD 20876	NONE	EXEMPT	CHARITABLE USE	11,000
PATTY POLLATOS FUND INC 11102 EAGLE TRACE DR NEW MARKET,MD 21774	NONE	EXEMPT	CHARITABLE USE	15,000
REHOBETH BEACH MAIN STREET INC PO BOX 50 REHOBETH BEACH,DE 19971	NONE	EXEMPT	CHARITABLE USE	5,500
SECOND CHANCES GARAGE INC 1528 NORTH MARKET ST FREDERICK,MD 21701	NONE	EXEMPT	CHARITABLE USE	3,000
ST MARTINS PANTRY 201 SOUTH FREDERICK AVE GAITHERSBURG,MD 20879	NONE	EXEMPT	CHARITABLE USE	9,500
UNIVERSITY OF BALTIMORE SCHOOL OF L 1420 NORTH CHARLES ST BALTIMORE,MD 21201	NONE	EXEMPT	CHARITABLE USE	5,000
AMERICAN VET DOGS 371 EAST JERICO TURNPIKE SMITHTOWN,NY 11787	NONE	EXEMPT	CHARITABLE USE	10,000
WOMEN'S GIVING CIRCE OF FREDERICK C 31 EAST CHURCH ST FREDERICK,MD 21701	NONE	EXEMPT	CHARITABLE USE	4,000
ADVOCATES FOR HOMELESS FAMILIES 216 ABRECHT PLACE FREDERICK,MD 21701	NONE	EXEMPT	CHARITABLE USE	5,000
BEEBE MEDICAL FOUNDATION 902 SAVANNAH RD LEWES,DE 19958	NONE	EXEMPT	CHARITABLE USE	10,000
BERNIE SCHOLARHIP AWARDS PROGRAM PO BOX 2514 ROCKVILLE,MD 20847	NONE	EXEMPT	CHARITABLE USE	5,000
THE COMMUNITY LIVING INC 620-B RESEARCH CT FREDERICK,MD 21703	NONE	EXEMPT	CHARITABLE USE	10,000
FAHRNEY KEEDY HOME AND VILLAGE 8507 MAPLEVILLE RD BOONSBORO,MD 21713	NONE	EXEMPT	CHARITABLE USE	5,000
FAMILIES PLUS INC 35 EAST CHURCH ST FREDERICK,MD 21701	NONE	EXEMPT	CHARITABLE USE	5,000
Total  3a				642,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FMH HURWITZ BREAST CANCER FUND 400 WEST PATRICK STREET FREDERICK,MD 21701	NONE	EXEMPT	CHARITABLE USE	5,000
FREDERICK CO 4-H THERAPEUTIC RIDING 11515 ANGLEBERGER RD THURMONT,MD 21788	NONE	EXEMPT	CHARITABLE USE	5,000
FREDERICK CHORALE 605 WEST SECOND STREET FREDERICK,MD 21701	NONE	EXEMPT	CHARITABLE USE	2,000
FREDERICK COMMUNITY ACTION AGENCY 100 SOUTH MARKET STREET FREDERICK,MD 21701	NONE	EXEMPT	CHARITABLE USE	10,000
FREDERICKTOWNE PLAYERS PO BOX 1479 FREDERICK,MD 21702	NONE	EXEMPT	CHARITABLE USE	2,000
GALE HOUSE RECOVERY INC 608 EAST PATRICK STREET FREDERICK,MD 21701	NONE	EXEMPT	CHARITABLE USE	2,000
GOODWILL INDUSTRIES INC 400 EAST CHURCH STREET FREDERICK,MD 21701	NONE	EXEMPT	CHARITABLE USE	10,000
HABITAT FOR HUMANITY MONTGOMERY CO 9100 GAITHER RD GAITHERSBURG,MD 20877	NONE	EXEMPT	CHARITABLE USE	5,000
HEBREW HOME OF GREATER WASHINGTON 6121 MONTROSE RD ROCKVILLE,MD 20852	NONE	EXEMPT	CHARITABLE USE	8,000
HOME OF OUR TROOPS 6 MAIN STREET TAUNTON,MA 02780	NONE	EXEMPT	CHARITABLE USE	10,000
HOUSE OF RUTH MARYLAND 2201 ARGONNE DRIVE BALTIMORE,MD 21218	NONE	EXEMPT	CHARITABLE USE	5,000
MARYLAND SCHOOL FOR THE DEAF PO BOX 636 FREDERICK,MD 21705	NONE	EXEMPT	CHARITABLE USE	2,500
MONTGOMERY CO MULTIPLE SCLEROSIS ONE MONTERRA COURT ROCKVILLE,MD 20850	NONE	EXEMPT	CHARITABLE USE	4,500
MONTGOMERY COLLEGE FOUNDATION 40 WEST GUDE DR SUITE 200 ROCKVILLE,MD 20850	NONE	EXEMPT	CHARITABLE USE	20,000
PROJECT ALIVE 209 MADISON STREET FREDERICK,MD 21701	NONE	EXEMPT	CHARITABLE USE	5,000
Total  3a				642,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RELIGIOUS COALITION ALAN LINTON SHEL 27 DEGRANGE STREET FREDERICK,MD 21701	NONE	EXEMPT	CHARITABLE USE	5,000
RELIGIOUS COALITION FOR EMERGENCY NE 27 DEGRANGE STREET FREDERICK,MD 21701	NONE	EXEMPT	CHARITABLE USE	10,000
SALVATION ARMY-MONTGOMERY COUNTY 20021 AIRCRAFT DRIVE GERMANTOWN,MD 20874	NONE	EXEMPT	CHARITABLE USE	10,000
UNITED TO SAVE ANIMALS PO BOX 1064 FREDERICK,MD 21702	NONE	EXEMPT	CHARITABLE USE	2,000
USO OF METRO WASHINGTON PO BOX 1710 FORT MYER,VA 22211	NONE	EXEMPT	CHARITABLE USE	5,000
VICTIMS RIGHT FOUND INC 814 WEST DIAMOND AVE STE 200 GAITHERSBURG,MD 20878	NONE	EXEMPT	CHARITABLE USE	5,000
WOMEN WHO CARE 19634 CLUB HOUSE RD STE 32 MONTGOMERY VILLAGE,MD 20886	NONE	EXEMPT	CHARITABLE USE	5,000
YMCA OF FREDERICK COUNTY 1000 NORTH MARKET STREET FREDERICK,MD 21701	NONE	EXEMPT	CHARITABLE USE	5,000
ARTS FOR AGING-MARYLAND INC 12320 Parklawn Drive Rockville,MD 20852	NONE	EXEMPT	CHARITABLE USE	1,000
CHURCH OF WORLD SERVICE PO BOX 968 ELKHART,IN 46515	NONE	EXEMPT	CHARITABLE USE	10,000
DAYBREAK ADULT DAY SERVICE 7819 ROCKY SPRINGS RD FREDERICK,MD 21702	NONE	EXEMPT	CHARITABLE USE	5,000
DOWNTOWN FREDERICK PARTNERSHIP 19 EAST CHURCH STREET FREDERICK,MD 21701	NONE	EXEMPT	CHARITABLE USE	5,000
EASALS OF FREDERICK COUNTY PO BOX 3087 FREDERICK,MD 21705	NONE	EXEMPT	CHARITABLE USE	1,000
GARRETT PARK ELEMENTARY FOUND 11128 KENILWORTH AVE GARRETT PARK,MD 20896	NONE	EXEMPT	CHARITABLE USE	2,500
GUIDING EYES 611 GRANTIE SPRINGS RD YORKTOWN HEIGHTS,NY 10598	NONE	EXEMPT	CHARITABLE USE	5,500
Total  3a				642,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HEARTS AND HOMES FOR YOUTH 1320 FENWICK LANE SUITE 800 SILVER SPRING,MD 20910	NONE	EXEMPT	CHARITABLE USE	5,000
HELP OUR WOUNDED 402 WPALM VALLEY BLVD ROUND ROCK,TX 78664	NONE	EXEMPT	CHARITABLE USE	2,000
JOHN HANSON NATIONAL MEMORIAL 2455 BALLENGER CREEK ADAMSTOWN,MD 21710	NONE	EXEMPT	CHARITABLE USE	1,000
LITERACY COUNCIL OF FREDERICK CO MD 110 EAST PATRICK ST FREDERICK,MD 21701	NONE	EXEMPT	CHARITABLE USE	1,000
MEALS OF WHEELS- HYATSVILLE 6201 BELCREST RD HYATTSVILLE,MD 20782	NONE	EXEMPT	CHARITABLE USE	3,000
MEALS OF WHEELS-FREDERICK 198 THOMAS JOHNSON DRIVE FREDERICK,MD 21702	NONE	EXEMPT	CHARITABLE USE	5,000
SOPHIE AND MADIGAN'S PLAYGROUND PO BOX 1628 FREDERICK,MD 21702	NONE	EXEMPT	CHARITABLE USE	10,000
Total  3a				642,000

TY 2013 Accounting Fees Schedule**Name:** WILLIAM E CROSS FOUNDATION INC**EIN:** 20-1220528**Software ID:** 13000170**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	11,673	11,673	0	0

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: WILLIAM E CROSS FOUNDATION INC

EIN: 20-1220528

Software ID: 13000170

Software Version: 2013v3.1

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
CONDO	2010-09-18	123,500	10,290	85	3 64 %	4,490	4,490		

TY 2013 Investments Government Obligations Schedule

Name: WILLIAM E CROSS FOUNDATION INC

EIN: 20-1220528

Software ID: 13000170

Software Version: 2013v3.1

**US Government Securities - End of
Year Book Value:**

**US Government Securities - End of
Year Fair Market Value:**

**State & Local Government
Securities - End of Year Book
Value:**

20,000

**State & Local Government
Securities - End of Year Fair
Market Value:**

20,039

TY 2013 Investments - Other Schedule

Name: WILLIAM E CROSS FOUNDATION INC

EIN: 20-1220528

Software ID: 13000170

Software Version: 2013v3.1

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SEE ATTACHED-VARIOUS INVESTMENT ACCOUNTS	AT COST	12,599,510	15,615,460

TY 2013 Land, Etc. Schedule

Name: WILLIAM E CROSS FOUNDATION INC

EIN: 20-1220528

Software ID: 13000170

Software Version: 2013v3.1

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Buildings	123,500	14,780	108,720	
Land	6,500		6,500	

TY 2013 Other Assets Schedule**Name:** WILLIAM E CROSS FOUNDATION INC**EIN:** 20-1220528**Software ID:** 13000170**Software Version:** 2013v3.1

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INCOME RECEIVABLE	4,523	4,045	4,045
SECURITY DEPOSIT	1,350	1,350	1,350

TY 2013 Other Expenses Schedule**Name:** WILLIAM E CROSS FOUNDATION INC**EIN:** 20-1220528**Software ID:** 13000170**Software Version:** 2013v3.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	29	29		
Board of Directors' Meeting Exp	880	880		
BROKER FEES	31,192	31,192		
Insurance	1,095	1,095		
Office Expense	502	502		
Rental Expenses	8,326	8,326		

TY 2013 Other Income Schedule**Name:** WILLIAM E CROSS FOUNDATION INC**EIN:** 20-1220528**Software ID:** 13000170**Software Version:** 2013v3.1

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other Investment Income	1,329		

TY 2013 Other Liabilities Schedule

Name: WILLIAM E CROSS FOUNDATION INC

EIN: 20-1220528

Software ID: 13000170

Software Version: 2013v3.1

Description	Beginning of Year - Book Value	End of Year - Book Value
SECURITY DEPOSIT	1,350	1,350

TY 2013 Other Professional Fees Schedule**Name:** WILLIAM E CROSS FOUNDATION INC**EIN:** 20-1220528**Software ID:** 13000170**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DIRECTORS FEES	11,250	11,250	0	0

TY 2013 Taxes Schedule**Name:** WILLIAM E CROSS FOUNDATION INC**EIN:** 20-1220528**Software ID:** 13000170**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	7,643	7,643		
FORIEGN TAXES	5,673	5,673		
PAYROLL TAXES	9,477	9,477		

William E. Cross Foundation Inc.

As of December 31, 2013

Family Heritage Trust @ Cost	Cost	F M V
DFA Emerg. Mkts Small Cap	3,294 04	3,216 47
DFA Emerg. Mkts Value	2,643 97	2,402 82
DFA Emerging mkts	2,486 44	2,404 23
DFA Int'l Small Cap	2,926 05	4,038 74
DFA Int'l Small Company	3,057 33	4,031 10
DFA Int'l Value	6,469 93	8,036 11
DFA Large-Cap Value	8,834 72	15,934 23
DFA Real Estate Sec	6,363 77	7,906 78
DFA US Core Equity	6,875 03	11,955 81
DFA US Vector Equity	11,102 72	19,913 00
DFA 2yr fixed	13,521 20	13,231 83
DFA 5-year Global Fixed	13,864 23	13,218 61
DFA Short Term Government	13,668 12	13,218 61
DFA One-Year Fixed Inc	13,269 95	13,218 61
1199 · Lincoln		
Artisan Int'l	635,583 07	922,736 40
Fidelity Advisor	212,231 35	213,131 29
1101 · Lincoln-American Beacon Int'l	646,838 37	875,788 89
1102 · Lincoln-American Century Equity	548,355 36	840,175 68
1103 · Lincoln-Artisan Mid Cap	126,163 05	211,144 17
1107 · Lincoln-Pimco Total	240,104 73	228,596 03
1111 · Lincoln-Eaton Vanceq	572,264 62	817,243 44
1112 · Lincoln-Hartford Small	62,500 77	90,039 34
1113 · Lincoln-Mainstay	522,170 44	870,638 57
1114 · Lincoln-Perkins Small Cap	195,028 46	231,823 29
1116 · Lincoln-Templeton	99,764 95	97,322 60
1299 · UBS		
Closed End Funds		
Kayne Anderson	129,994 64	171,753 50
Tortiose MLP	336 26	355 35
Closed End Funds & Exchange tra		
Blackrock Multi Sector Equity	149,226 50	152,279 00
Doubleline Income Solutions	123,176 45	128,121 75
Pimco Dynamic CR Income	125,318 53	125,326 00
Corporate Bond or Note		
Wachovia Capital- 5.569%	47,749 25	45,750 00
Equities- Mutual Funds		
Am Fds Growth Fund of America	138,550 45	184,003 75
Am. Fds- Capital World & Growth	264,654 76	332,591 70
Am. Fds- Investment Co of Am-A	258,707 98	306,636 94

William E. Cross Foundation Inc.

As of December 31, 2013

Am. Fds- Washington Mutual A	279,247 29	361,980 49
Am. Fds Europacific	109,348 52	126,366 63
Am. Fds New World	120,523 27	131,058 20
Blackrock Equity Div	364,641 13	503,091 31
Blackrock Global Smallcap	247,059 05	289,454 26
Blackrock Health Sci	309,960 36	407,656 68
Blackrock US Opport	275,499 45	279,760 33
Prud Global Real estate	103,998 79	109,669 70
Prud Jenn 20/20 Focus	332,764 89	353,563 07
Prud Jenn Equity Inc	513,054 42	650,696 93
Prud Jenn Equity Opport.	273,274 55	374,042 59
Prud Jenn Midcap	314,511 79	412,715 47
Prud Jenn Select Growth	387,946 03	543,740 08
Prud Jenn Small Co	241,619 11	303,279 63
Prud. Finl Services	227,116 04	240,479 99
Prud. Int'l Equity	83,602 71	86,304 79
Prud. Int'l Value	82,873 61	86,135 01
Prud. Jenn. Natural resources	261,076 29	230,339 77

Fixed Income- Mutual Funds

Alliance Bernstein High Inc. B	213 10	223 76
Blackrock High Yield Bond A	136,908 79	142,883 95
Prud. High yeild A	306,571 02	318,758 68
Prud. Short Duration- High Yiel	78,505 25	79,301 83
Stone HBR Emerg Mkts Income	37,918 05	36,969 76
Stone HBR Emerging Mkts	37,863 85	38,020 00

Other-Mutual Funds

Am. Fds Capital Income Bldr	740,645 08	830,024 06
Amer. Fds- Income Fc of Amer- A	835,102 46	967,698 37
1206 · FT-Franklin Income A	639,337 34	682,185 12

Preferred Securities

BB & T Corp-5.625%	51,229 85	50,875 00
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Total Other Investments

<u>12,599,509 58</u>	<u>15,615,460 10</u>
----------------------	----------------------

Municipal Securities

Montgomery Co MD 070120	15,000 00	15,032 40
Montgomery Co MD 070126	5,000 01	5,006 50

Total Bonds

<u>20,000 01</u>	<u>20,038 90</u>
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1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Payer:
WILLIAM E CROSS FOUNDATION
C/O DON LINTON, LSWG
201 THOMAS JOHNSON DR
FREDERICK MD 21702-5166

Account Number: WE 26708 FO
Tax Identification Number: 20-1220528

Short-term transactions for covered securities, included in Box 2a

Activity type	Quantity / face value (Box 1e)	Original cost basis (\$)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) (\$)	Cost or other basis (Box 3) (\$)	Wash sale loss disallowed (Box 5) (\$)	Federal income tax withheld (Box 4) (\$)	Loss not allowed (Box 2b)	Gain/Loss (\$)
Description (Box 8) BLACKROCK CAPITAL APPRECIATION INV A					CUSIP 09251R107		Symbol (Box 1d) MDFGX			
Sell	16.8350		12/06/12	10/02/13	483.49	397.31				86.18
Description (Box 8) BLACKROCK GLOBAL ALLOCATION FUND INC A					CUSIP 09251T103		Symbol (Box 1d) MDLOX			
Sell	99.6620		12/19/12	08/20/13	2,086.89	1,965.33				121.56
Description (Box 8) BLACKROCK INTERNATIONAL OPPORTUNITIES A					CUSIP 091929307		Symbol (Box 1d) BREAX			
Sell	61.0440		12/13/12	08/14/13	2,216.39	1,963.18				253.21
Description (Box 8) BLACKROCK LONG-HORIZON EQUITY FUND CLASS A					CUSIP 09251W106		Symbol (Box 1d) MDEGX			
Sell	555 2670		12/19/12	08/14/13	7,618.02	6,790.92				827.10
Sell	468 7910		12/19/12	08/14/13	6,431.61	5,733.32				698.29
Sub Total	1,024.0580				14,049.63	12,524.24				1,525.39
Description (Box 8) BLACKROCK MULTI SECTOR INCOME TR					CUSIP 09258A107		Symbol (Box 1d) BIT			
Sell	7,500.0000		02/25/13	11/06/13	126,341.99	149,114.78				(22,772.79)
Description (Box 8) DELAWARE FOUNDATION MODERATE ALLOCATION FD CLASS A					CUSIP 245918503		Symbol (Box 1d) DFBAX			
Sell	33 1400		06/22/12	04/08/13	402.61	359.90				42.71
Sell	6 5920		09/21/12	04/08/13	80.09	76.53				3.56

continued next page

UBS Financial Services Inc.

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2013 Informational Statement

Account Number: WE 26708 FO

Tax Identification Number: 20-1220528

Proceeds from Broker Transactions (continued)

Short-term transactions for covered securities, included in Box 2a (continued)

Activity type	Quantity / face value (Box 1e)	Original cost basis (\$)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) (\$)	Cost or other basis (Box 3) (\$)	Wash sale loss disallowed (Box 5) (\$)	Federal income tax withheld (Box 4) (\$)	Loss not allowed (Box 2b)	Gain/Loss (\$)
Description (Box 8) DELAWARE FOUNDATION MODERATE ALLOCATION FD CLASS A										
					CUSIP 245918503					Symbol (Box 1d) DFBAX
Sell	23 2620		12/21/12	04/08/13	282 61	270 77				11 84
Sell	29 6890		03/22/13	04/08/13	360 69	359 24				1 45
Sub Total	92.6830				1,126.00	1,066.44				59.56
Description (Box 8) DOUBLELINE INCOME SOLUTIONS FD										
					CUSIP 258622109					Symbol (Box 1d) DSL
Sell	4,800.0000		04/25/13	11/06/13	100,867.79	120,000.00				(19,132.21)
Description (Box 8) FT MUTUAL EUROPEAN A										
					CUSIP 628380834					Symbol (Box 1d) TEMIX
Sell	33 0470		09/07/12	04/08/13	699 54	675 48				24 06
Sell	42 7940		12/20/12	04/08/13	905 86	888 83				17 03
Sell	57 5850		12/20/12	04/08/13	1,218 96	1,196 05				22 91
Sub Total	133.4260				2,824.36	2,760.36				64.00
Description (Box 8) FT MUTUAL GLOBAL DISCOVERY FUND CLASS A										
					CUSIP 628380859					Symbol (Box 1d) TEDIX
Sell	31 1950		12/20/12	11/25/13	1,084 88	890 62				194 26
Sell	13 6610		12/20/12	11/25/13	475 10	390 01				85 09
Sell	87 0050		12/20/12	11/25/13	3,025 80	2,484 00				541 80
Sell	1 9170		09/06/13	11/25/13	66 67	62 40				4 27
Sell	0 8800		09/06/13	11/25/13	30 60	28 64				1 96
Sell	7 8450		09/06/13	11/25/13	272 83	255 37				17 46
Sub Total	142.5030				4,955.88	4,111.04				844.84

continued next page

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FREDERICK MD 21702-5166

2013 Informational Statement

Account Number: WE 26708 FO

Tax Identification Number: 20-1220528

Proceeds from Broker Transactions (continued)

Short-term transactions for covered securities, included in Box 2a (continued)

Activity type	Quantity / face value (Box 1e)	Original cost basis (\$)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) (\$)	Cost or other basis (Box 3) (\$)	Wash sale loss disallowed (Box 5) (\$)	Federal income tax withheld (Box 4) (\$)	Loss not allowed (Box 2b)	Gain/Loss (\$)
<i>Description (Box 8)</i> NUVEEN MD PREM INC MUN FD <i>CUSIP</i> 67061Q107 <i>Symbol (Box 1d)</i> NMY										
Sell	3,8891		04/02/12	03/14/13	56.13	57.56				(1.43)
<i>Description (Box 8)</i> PIMCO DYNAMIC CR INCOME FD <i>CUSIP</i> 72202D106 <i>Symbol (Box 1d)</i> PCI										
Sell	4,550 0000		01/28/13	11/06/13	101,641.30	113,750.00				(12,108.70)
<i>Description (Box 8)</i> QWEST CORPORATION (CTL) 7 000% DUE 07/01/52 CALLABLE <i>CUSIP</i> 74913G501 <i>Symbol (Box 1d)</i> CTU										
Sell	2,000 0000		06/14/12	02/14/13	52,305 57	50,000.00				2,305.57
Total	20,424.1001				\$408,955.42	\$457,710.24				\$(48,754.82)

Short-term transactions for noncovered securities, included in Box 2a

Activity type	Quantity / face value (Box 1e)	Original cost basis (\$)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) (\$)	Cost or other basis (Box 3) (\$)	Wash sale loss disallowed (Box 5) (\$)	Federal income tax withheld (Box 4) (\$)	Loss not allowed (Box 2b)	Gain/Loss (\$)
<i>Description (Box 8)</i> BARCLAYS BANK PLC NTS 06 278% 122949 DTD060805 FC121505 B/E <i>CUSIP</i> 06738C828 <i>Symbol (Box 1d)</i> BCBAY										
Sell	45,000 0000		09/07/12	09/06/13	41,532 11	40,394 10				1,138 01
Sell	40,000 0000		09/21/12	09/06/13	36,917 42	38,225 25				(1,307 83)
Sub Total	85,000.0000				78,449.53	78,619 35				(169.82)
Total	85,000.0000				\$78,449.53	\$78,619.35				\$(169.82)

continued next page

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2013 Informational Statement

Account Number: WE 26708 FO
Tax Identification Number: 20-1220528

Proceeds from Broker Transactions (continued)

Long-term transactions for covered securities, included in Box 2a

Activity type	Quantity / face value (Box 1e)	Original cost basis (\$)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) (\$)	Cost or other basis (Box 3) (\$)	Wash sale loss disallowed (Box 5) (\$)	Federal income tax withheld (Box 4) (\$)	Loss not allowed (Box 2b)	Gain/Loss (\$)
Description (Box 8) BLACKROCK GLOBAL ALLOCATION FUND INC A					CUSIP 09251T103		Symbol (Box 1d) MDLOX			
Sell	120 8280		07/19/12	08/20/13	2,530 11	2,276.40				253.71
Description (Box 8) CENTURYLINK INC					CUSIP 156700106		Symbol (Box 1d) CTL			
Sell	735.0000		04/08/11	11/11/13	22,921.63	30,316.30				(7,394.67)
Description (Box 8) DELAWARE FOUNDATION MODERATE ALLOCATION FD CLASS A					CUSIP 245918503		Symbol (Box 1d) DFBAX			
Sell	21.4610		03/22/12	04/08/13	260.73	242.29				18.44
Description (Box 8) EATON VANCE RISK-MANAGED DIVERSIFIED EQUITY INCOME FUND					CUSIP 27829G106		Symbol (Box 1d) ETJ			
Sell	19.0000		01/31/12	12/18/13	208.84	169.81				39.03
Description (Box 8) EATON VANCE TAX MANAGED GLOBAL BUY WRITE OPPORTUNITIES FUND					CUSIP 27829C105		Symbol (Box 1d) ETW			
Sell	81.0000		03/30/12	12/18/13	949.81	771.22				178.59
Description (Box 8) FRANKLIN/TEMPLETON GLOBAL BOND FUND CLASS A					CUSIP 880208103		Symbol (Box 1d) TPINX			
Sell	159 9140		01/17/12	08/20/13	2,042 07	2,021 31				20 76
Sell	154 2030		02/15/12	08/20/13	1,969 15	2,029 31				(60 16)
Sell	154 2030		03/15/12	08/20/13	1,969 15	2,037 02				(67 87)
Sub Total	468.3200				5,980.37	6,087.64				(107.27)

continued next page

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2013 Informational Statement

Account Number: WE 26708 FO

Tax Identification Number: 20-1220528

Proceeds from Broker Transactions (continued)

Long-term transactions for covered securities, included in Box 2a (continued)

Activity type	Quantity / face value (Box 1e)	Original cost basis (\$)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) (\$)	Cost or other basis (Box 3) (\$)	Wash sale loss disallowed (Box 5) (\$)	Federal income tax withheld (Box 4) (\$)	Loss not allowed (Box 2b)	Gain/Loss (\$)
<i>Description (Box 8)</i> FT MUTUAL GLOBAL DISCOVERY FUND CLASS A <i>CUSIP</i> 628380859 <i>Symbol (Box 1d)</i> TEDIX										
Sell	2 7850		09/07/12	11/25/13	96 86	82 59				14 27
Sell	25 2260		09/07/12	11/25/13	877 29	748 20				129 09
Sub Total	28.0110				974.15	830.79				143.36
<i>Description (Box 8)</i> NUVEEN MD PREM INC MUN FD <i>CUSIP</i> 67061Q107 <i>Symbol (Box 1d)</i> NMY										
Sell	3 8891		02/01/12	03/14/13	56 13	59 08				(2 95)
Sell	3 8890		03/01/12	03/14/13	56 13	58 85				(2 72)
Sub Total	7.7781				112.26	117.93				(5.67)
<i>Description (Box 8)</i> STONE HBR EMERGING MKTS <i>CUSIP</i> 86164W100 <i>Symbol (Box 1d)</i> EDI										
Sell	4,000.0000		10/25/12	11/06/13	76,673.41	100,000.00				(23,326.59)
<i>Description (Box 8)</i> WELLS FARGO AND COMPANY (WFC) 5 200% PREF CLBL PAR VALUE - 25 00 USD <i>CUSIP</i> 949746747 <i>Symbol (Box 1d)</i> WFC PRN										
Sell	2,000.0000		08/09/12	11/15/13	40,734.73	50,000.00				(9,265.27)
Total	7,481.3981				\$151,346.04	\$190,812.38				\$(39,466.34)

continued next page

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2013 Informational Statement

Account Number: WE 26708 FO

Tax Identification Number: 20-1220528

Proceeds from Broker Transactions (continued)

Long-term transactions for noncovered securities, included in Box 2a

Activity type	Quantity / face value (Box 1e)	Original cost basis (\$)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) (\$)	Cost or other basis (Box 3) (\$)	Wash sale loss disallowed (Box 5) (\$)	Federal income tax withheld (Box 4) (\$)	Loss not allowed (Box 2b)	Gain/Loss (\$)
Description (Box 8) BLACKROCK CAPITAL APPRECIATION INV A										
					CUSIP 09251R107		Symbol (Box 1d) MDFGX			
Sell	6,790 4030		11/22/10	10/02/13	195,015 99	150,005 25				45,010 74
Sell	1,327 4340		03/18/11	10/02/13	38,123 05	30,005 25				8,117 80
Sub Total	8,117.8370				233,139.04	180,010.50				53,128.54
Description (Box 8) BLACKROCK GLOBAL ALLOCATION FUND INC A										
					CUSIP 09251T103		Symbol (Box 1d) MDLOX			
Sell	125 6138		02/09/04	08/20/13	2,630 32	1,948 53				681 79
Sell	1 9525		07/27/04	08/20/13	40 88	29 84				11 04
Sell	9 7624		12/20/04	08/20/13	204 42	159 00				45 42
Sell	1 9525		07/27/05	08/20/13	40 89	33 00				7 89
Sell	25 3822		12/19/05	08/20/13	531 49	431 60				99 89
Sell	1 9525		07/19/06	08/20/13	40 89	34 40				6 49
Sell	20 5010		08/24/06	08/20/13	429 28	358 05				71 23
Sell	6 8337		12/14/06	08/20/13	143 10	123 83				19 27
Sell	0 9763		12/15/06	08/20/13	20 44	17 76				2 68
Sell	2 9287		07/20/07	08/20/13	61 33	58 62				2 71
Sell	0 9762		07/23/07	08/20/13	20 44	19 59				0 85
Sell	24 4060		12/17/07	08/20/13	511 06	478 25				32 81
Sell	1 9525		12/18/07	08/20/13	40 88	38 02				2 86
Sell	0 8064		07/17/08	08/20/13	16 89	15 18				1 71
Sell	19 1528		12/15/08	08/20/13	401 05	275 84				125 21
Sell	0 1513		07/23/09	08/20/13	3 17	2 48				0 69
Sell	2 2561		12/18/09	08/20/13	47 24	40 10				7 14
Sell	10,487 6770		11/22/10	08/20/13	219,608 98	200,005 25				19,603 73

continued next page

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2013 Informational Statement

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Proceeds from Broker Transactions (continued)

Long-term transactions for noncovered securities, included in Box 2a (continued)

Activity type	Quantity / face value (Box 1e)	Original cost basis (\$)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) (\$)	Cost or other basis (Box 3) (\$)	Wash sale loss disallowed (Box 5) (\$)	Federal income tax withheld (Box 4) (\$)	Loss not allowed (Box 2b)	Gain/Loss (\$)
Description (Box 8) BLACKROCK GLOBAL ALLOCATION FUND INC A					CUSIP 09251T103		Symbol (Box 1d) MDLOX			
Sell	92 0870		12/21/10	08/20/13	1,928 28	1,758 86				169 42
Sell	1 1920		12/21/10	08/20/13	24 96	22 80				2 16
Sell	4,933 3990		04/06/11	08/20/13	103,303 97	100,005 25				3,298 72
Sell	1,965 6020		07/07/11	08/20/13	41,159 15	40,005 25				1,153 90
Sell	133 3980		07/21/11	08/20/13	2,793 31	2,702 64				90 67
Sell	0 8240		07/21/11	08/20/13	17 26	16 70				0 56
Sell	191 6060		12/20/11	08/20/13	4,012 17	3,393 34				618 83
Sell	194 6230		12/20/11	08/20/13	4,075 35	3,446 77				628 58
Sell	1 5698		12/20/11	08/20/13	32 87	27 83				5 04
Sell	2 8213		12/20/11	08/20/13	59 08	50 03				9 05
Sub Total	18,252.3560				382,199.15	355,498.81				26,700.34
Description (Box 8) BLACKROCK INTERNATIONAL OPPORTUNITIES A					CUSIP 091929307		Symbol (Box 1d) BREAX			
Sell	1,470 3100		11/22/10	02/14/13	50,000 00	48,317 77				1,682 23
Sell	812 1000		11/22/10	08/14/13	29,485 83	26,687 48				2,798 35
Sell	19 2260		12/15/10	08/14/13	698 06	637 34				60 72
Sell	908 2650		03/18/11	08/14/13	32,977 41	30,005 25				2,972 16
Sell	931 0990		05/03/11	08/14/13	33,806 46	33,338 58				467 88
Sell	76 5860		12/13/11	08/14/13	2,780 70	2,135 98				644 72
Sub Total	4,217.5860				149,748.46	141,122.40				8,626.06

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Proceeds from Broker Transactions (continued)

Long-term transactions for noncovered securities, included in Box 2a (continued)

Activity type	Quantity / face value (Box 1e)	Original cost basis (\$)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) (\$)	Cost or other basis (Box 3) (\$)	Wash sale loss disallowed (Box 5) (\$)	Federal income tax withheld (Box 4) (\$)	Loss not allowed (Box 2b)	Gain/Loss (\$)
Description (Box 8) BLACKROCK LONG-HORIZON EQUITY FUND CLASS A					CUSIP 09251W106		Symbol (Box 1d) MDEGX			
Sell	3,928 1420		11/22/10	02/14/13	50,000 00	47,415 99				2,584 01
Sell	2,285 6110		11/22/10	03/07/13	29,642 02	27,589 26				2,052 76
Sell	44 6710		12/21/10	03/07/13	579 33	547 67				31 66
Sell	2,758 7890		02/01/11	03/07/13	35,778 65	35,452 92				325 73
Sell	3,077 7870		02/01/11	08/14/13	42,225 90	39,552 33				2,673 57
Sell	1,944 0120		02/03/11	08/14/13	26,670 99	25,005 25				1,665 74
Sell	2,396 1660		03/18/11	08/14/13	32,874 36	30,005 25				2,869 11
Sell	3,067 4850		05/12/11	08/14/13	42,084 56	40,005 25				2,079 31
Sell	536 1310		12/20/11	08/14/13	7,355 48	5,811 66				1,543 82
Sub Total	20,038.7940				267,211.29	251,385.58				15,825.71
Description (Box 8) BP PLC SPON ADR					CUSIP 055622104		Symbol (Box 1d) BP			
Sell	355 0000		02/02/10	12/18/13	16,104 73	19,946 69				(3,841 96)
Sell	180 0000		03/05/10	12/18/13	8,165 78	10,242 85				(2,077 07)
Sub Total	535.0000				24,270.51	30,189.54				(5,919.03)
Description (Box 8) CENTURYLINK INC					CUSIP 156700106		Symbol (Box 1d) CTL			
Sell	750.0000		10/20/10	11/11/13	23,389.42	30,492.75				(7,103.33)
Description (Box 8) CITIGROUP INC					CUSIP 172967424		Symbol (Box 1d) C			
Sell	245.0000		10/31/08	11/06/13	11,766.98	94,164.77				(82,397.79)

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UBS Financial Services Inc.

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Payer:

WILLIAM E CROSS FOUNDATION
C/O DON LINTON, LSWG
201 THOMAS JOHNSON DR
FREDERICK MD 21702-5166

2013 Informational Statement

Account Number: WE 26708 FO

Tax Identification Number: 20-1220528

Proceeds from Broker Transactions (continued)

Long-term transactions for noncovered securities, included in Box 2a (continued)

Activity type	Quantity / face value (Box 1e)	Original cost basis (\$)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) (\$)	Cost or other basis (Box 3) (\$)	Wash sale loss disallowed (Box 5) (\$)	Federal income tax withheld (Box 4) (\$)	Loss not allowed (Box 2b)	Gain/Loss (\$)
<i>Description (Box 8)</i> DELAWARE FOUNDATION MODERATE ALLOCATION FD CLASS A										
					CUSIP 245918503					<i>Symbol (Box 1d)</i> DFBAX
Sell	4,965 4240		02/15/11	04/08/13	60,324 86	55,414 13				4,910 73
Sell	40 1880		06/22/11	04/08/13	488 24	446 89				41 35
Sell	7 9140		09/22/11	04/08/13	96 15	80 09				16 06
Sell	34 0860		12/23/11	04/08/13	414 11	360 97				53 14
Sub Total	5,047.6120				61,323.36	56,302.08				5,021.28
<i>Description (Box 8)</i> EATON VANCE RISK-MANAGED DIVERSIFIED EQUITY INCOME FUND										
					CUSIP 27829G106					<i>Symbol (Box 1d)</i> ETJ
Sell	600 0000		05/06/10	12/18/13	6,594 87	8,689 37				(2,094 50)
Sell	16 0000		07/29/11	12/18/13	175 87	149 85				26 02
Sell	18 0000		10/31/11	12/18/13	197 84	155 32				42 52
Sub Total	634.0000				6,968.58	8,994.54				(2,025.96)
<i>Description (Box 8)</i> EATON VANCE TAX MANAGED GLOBAL BUY WRITE OPPORTUNITIES FUND										
					CUSIP 27829C105					<i>Symbol (Box 1d)</i> ETW
Sell	2,840 0000		01/10/08	12/18/13	33,302 09	45,313 46				(12,011 37)
Sell	70 0000		06/30/11	12/18/13	820 83	723 01				97 82
Sell	90 0000		09/30/11	12/18/13	1,055 34	707 45				347 89
Sell	86 0000		12/30/11	12/18/13	1,008 45	743 24				265 21
Sub Total	3,086.0000				36,186.71	47,487.16				(11,300.45)
<i>Description (Box 8)</i> FRANKLIN/TEMPLETON GLOBAL BOND FUND CLASS A										
					CUSIP 880208103					<i>Symbol (Box 1d)</i> TPINX
Sell	3,544 2390		09/13/10	08/20/13	45,259 38	47,989 00				(2,729 62)
Sell	0 1370		09/16/10	08/20/13	1 75	1 85				(0 10)

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2013 Informational Statement

Account Number: WE 26708 FO

Tax Identification Number: 20-1220528

Proceeds from Broker Transactions (continued)

Long-term transactions for noncovered securities, included in Box 2a (continued)

Activity type	Quantity / face value (Box 1e)	Original cost basis (\$)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) (\$)	Cost or other basis (Box 3) (\$)	Wash sale loss disallowed (Box 5) (\$)	Federal income tax withheld (Box 4) (\$)	Loss not allowed (Box 2b)	Gain/Loss (\$)
Description (Box 8) FRANKLIN/TEMPLETON GLOBAL BOND FUND CLASS A					CUSIP 880208103		Symbol (Box 1d) TPINX			
Sell	13 0880		09/17/10	08/20/13	167 13	177 21				(10 08)
Sell	12 8700		10/19/10	08/20/13	164 35	177 86				(13 51)
Sell	13 1360		11/17/10	08/20/13	167 74	178 52				(10 78)
Sell	48 5720		12/17/10	08/20/13	620 26	651 84				(31 58)
Sell	13 4120		01/20/11	08/20/13	171 27	181 60				(10 33)
Sell	13 4620		02/17/11	08/20/13	171 90	182 28				(10 38)
Sell	13 6530		03/17/11	08/20/13	174 35	182 95				(8 60)
Sell	13 2200		04/19/11	08/20/13	168 82	183 63				(14 81)
Sell	13 3640		05/16/11	08/20/13	170 65	184 29				(13 64)
Sell	13 3740		06/15/11	08/20/13	170 79	184 96				(14 17)
Sell	13 3740		07/15/11	08/20/13	170 78	185 63				(14 85)
Sell	23,043 1600		08/12/11	08/20/13	294,257 54	315,005 25				(20,747 71)
Sell	97 4840		08/15/11	08/20/13	1,244 86	1,338 46				(93 60)
Sell	100 9260		09/15/11	08/20/13	1,288 81	1,343 33				(54 52)
Sell	103 8810		10/19/11	08/20/13	1,326 54	1,348 38				(21 84)
Sell	4,750 0580		10/24/11	08/20/13	60,657 50	61,990 31				(1,332 81)
Sell	152 6430		11/17/11	08/20/13	1,949 23	1,961 46				(12 23)
Sell	791 4790		12/19/11	08/20/13	10,107 06	9,735 19				371 87
Sell	252 9410		12/19/11	08/20/13	3,230 02	3,111 17				118 85
Sub Total	33,018.4730				421,640.73	446,295.17				(24,654.44)

Description (Box 8) FT MUTUAL EUROPEAN A					CUSIP 628380834		Symbol (Box 1d) TEMIX			
Sell	2,361 6630		09/13/10	04/08/13	49,991 69	47,989 00				2,002 69
Sell	37 7550		12/21/10	04/08/13	799 20	797 76				1 44

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2013 Informational Statement

Account Number: **WE 26708 FO**

Tax Identification Number: **20-1220528**

Proceeds from Broker Transactions (continued)

Long-term transactions for noncovered securities, included in Box 2a (continued)

Activity type	Quantity / face value (Box 1e)	Original cost basis (\$)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) (\$)	Cost or other basis (Box 3) (\$)	Wash sale loss disallowed (Box 5) (\$)	Federal income tax withheld (Box 4) (\$)	Loss not allowed (Box 2b)	Gain/Loss (\$)
Description (Box 8)	FT MUTUAL EUROPEAN A				CUSIP	628380834	Symbol (Box 1d)	TEMIX		
Sell	54 2120		09/02/11	04/08/13	1,147 56	996 96				150 60
Sell	39 8390		12/20/11	04/08/13	843 31	713 52				129 79
Sub Total	2,493.4690				52,781.76	50,497.24				2,284.52
Description (Box 8)	FT MUTUAL GLOBAL DISCOVERY FUND CLASS A				CUSIP	628380859	Symbol (Box 1d)	TEDIX		
Sell	1,711 4480		09/13/10	11/25/13	59,519 63	47,989 00				11,530 63
Sell	28 2940		12/21/10	11/25/13	983 99	819 96				164 03
Sell	33 0710		09/02/11	11/25/13	1,150 13	874 39				275 74
Sell	10 8900		09/02/11	11/25/13	378 72	287 93				90 79
Sell	0 2110		09/02/11	11/25/13	7 34	5 58				1 76
Sell	31 2170		12/20/11	11/25/13	1,085 64	821 32				264 32
Sub Total	1,815.1310				63,125 45	50,798.18				12,327.27
Description (Box 8)	LINN ENERGY LLC UNITS REPSTG LTD LIABILITY CO INTS				CUSIP	536020100	Symbol (Box 1d)	LINE		
Sell	1,080 0000		06/17/11	03/14/13	41,101 14	40,193 68				907 46
Sell	1,000 0000		01/12/12	03/14/13	38,056 61	35,950 00				2,106 61
Sub Total	2,080.0000				79,157.75	76,143.68				3,014.07
Description (Box 8)	LLOYDS BANKING GROUP PLC SPON ADR				CUSIP	539439109	Symbol (Box 1d)	LYG		
Sell	1,486.0000		04/11/08	11/06/13	7,054.99	50,285.04				(43,230.05)

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Account Number: WE 26708 FO
Tax Identification Number: 20-1220528

Long-term transactions for noncovered securities, included in Box 2a (continued)

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Account Number: WE 26708 FO

Tax Identification Number: 20-1220528

Proceeds from Broker Transactions (continued)

Term undetermined transactions for noncovered securities, included in Box 2a

Activity type	Quantity / face value (Box 1e)	Original cost basis (\$)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) (\$)	Cost or other basis (Box 3) (\$)	Wash sale loss disallowed (Box 5) (\$)	Federal income tax withheld (Box 4) (\$)	Loss not allowed (Box 2b)	Gain/Loss (\$)
Description (Box 8) NUVEEN MD PREM INC MUN FD					CUSIP 67061Q107		Symbol (Box 1d) NMY			
Sell	1,039.4424			03/14/13	15,002.40					Not Calculated
Total	1,039.4424				\$15,002.40					
Total					\$2,588,016.52					