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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

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

▶ **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
RHONA'S PLACE FOUNDATION

A Employer identification number
27-4477606

Number and street (or P O box number if mail is not delivered to street address)
22 WEST PENNSYLVANIA AVENUE NO 606

Room/suite

B Telephone number (see instructions)
(410) 339-7313

City or town, state or province, country, and ZIP or foreign postal code
TOWSON, MD 21204

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 ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 7,961,067

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	206	188		
	4	Dividends and interest from securities	117,020	117,020		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	88,768			
	b	Gross sales price for all assets on line 6a 1,603,546				
	7	Capital gain net income (from Part IV, line 2)		88,768		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	51,577	57,409		
	12	**Total.** Add lines 1 through 11	257,571	263,385		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	40,061	2,003		38,058
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	22,763	4,553		18,210
	b	Accounting fees (attach schedule)	7,000	350		6,650
	c	Other professional fees (attach schedule)	52,456	52,456		0
	17	Interest	90	90		0
	18	Taxes (attach schedule) (see instructions)	1,049	1,049		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	15	3		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	123,434	60,504		62,918
	25	Contributions, gifts, grants paid	230,030			230,030
	26	**Total expenses and disbursements.** Add lines 24 and 25	353,464	60,504		292,948
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-95,893			
	b	**Net investment income** (if negative, enter -0-)		202,881		
	c	**Adjusted net income** (if negative, enter -0-)				

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	348,226	104,441	104,441
	2	Savings and temporary cash investments	579,389	900,776	900,776
	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)			
	b	Investments—corporate stock (attach schedule)	743,571	932,363	932,363
	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)	5,848,201	5,978,279	5,978,279
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	134,823	45,208	45,208
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	7,654,210	7,961,067	7,961,067
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 ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
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	7,654,210	7,961,067	
	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)	7,654,210	7,961,067	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	7,654,210	7,961,067	

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	7,654,210
2	Enter amount from Part I, line 27a	2	-95,893
3	Other increases not included in line 2 (itemize) ▶	3	402,750
4	Add lines 1, 2, and 3	4	7,961,067
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	7,961,067

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) 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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
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	88,768
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	

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	272,480	7,449,122	0 036579
2011	169,707	4,836,143	0 035091
2010			
2009			
2008			

2	**Total** of line 1, column (d).	2	0 071670
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 035835
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	7,680,179
5	Multiply line 4 by line 3.	5	275,219
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,029
7	Add lines 5 and 6.	7	277,248
8	Enter qualifying distributions from Part XII, line 4.	8	292,948

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 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	1	2,029
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	0
3	Add lines 1 and 2	3	2,029
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	2,029
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 2,907		
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	2,907
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	878
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 878 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
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 ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
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		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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)*

			Yes	No
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 ▶JERRY D FOCAS Telephone no ▶(410) 339-7313

Located at ▶22 W PENNSYLVANIA AVENUE SUITE 606 TOWSON MD ZIP+4 ▶21204

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 | |

			Yes	No
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		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? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ **Yes** ☐ **No**			
	(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)? ☐ **Yes** ☑ **No**			
	(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). ☐ **Yes** ☑ **No**			
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)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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? ☐ **Yes** ☑ **No**			
	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		
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? ☐ **Yes** ☑ **No**			
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		
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**

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? ☐ Yes ☐ No

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? ☐ Yes ☑ No

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? ☐ Yes ☑ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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
JERRY D FOCAS 22 WEST PENNSYLVANIA AVE STE 606 TOWSON, MD 21204	TRUSTEE 2 00	40,061	0	0

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 ▶ 0

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. . . . . ▶		0

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 . . . . ▶	0

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	5,211,341
b	Average of monthly cash balances	1b	297,542
c	Fair market value of all other assets (see instructions)	1c	2,288,253
d	**Total** (add lines 1a, b, and c)	1d	7,797,136
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	0
3	Subtract line 2 from line 1d	3	7,797,136
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	116,957
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,680,179
6	**Minimum investment return.** Enter 5% of line 5	6	384,009

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	384,009
2a	Tax on investment income for 2013 from Part VI, line 5 2a 2,029		
b	Income tax for 2013 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	2,029
3	Distributable amount before adjustments Subtract line 2c from line 1	3	381,980
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	381,980
6	Deduction from distributable amount (see instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	381,980

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	292,948
b	Program-related investments—total from Part IX-B	1b	0
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	292,948
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	2,029
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	290,919

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				381,980
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			161,182	
b Total for prior years 20___, 20___, 20___		0		
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.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 292,948				
a Applied to 2012, but not more than line 2a			161,182	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				131,766
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
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.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				250,214
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
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)

	Tax year	Prior 3 years			
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	**(e) Total**
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	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
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				230,030
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	206	
4 Dividends and interest from securities. . . .			14	117,020	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			14	51,577	
8 Gain or (loss) from sales of assets other than inventory			18	88,768	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		257,571	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 257,571

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

****** | 2014-11-14 | ******

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
MARK STEINBERG				P01345125
Firm's name ▶ HERTZBACH & COMPANY PA			Firm's EIN ▶ 52-1158459	
Firm's address ▶ 800 RED BROOK BOULEVARD SUITE 300 OWINGS MILLS, MD 21117			Phone no (410) 363-3200	

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)
PUBLICLY TRADED SECURITIES			
PUBLICLY TRADED SECURITIES			
PUBLICLY TRADED SECURITIES			
PUBLICLY TRADED SECURITIES			
PUBLICLY TRADED SECURITIES			
PUBLICLY TRADED SECURITIES			
PUBLICLY TRADED SECURITIES			
PUBLICLY TRADED SECURITIES			
PUBLICLY TRADED SECURITIES			
PUBLICLY TRADED SECURITIES			
ENERGY TRANSFER PARTNERS LP	P		
REGENCY ENERGY PARTNERS LP	P		
CAPITAL GAINS DIVIDENDS	P		

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)
12,063		12,334	-271
26,052		25,582	470
14,500		9,815	4,685
20,965		21,124	-159
12,077		14,961	-2,884
214,544		167,076	47,468
1,193,507		1,189,830	3,677
3,574		3,161	413
49,273		58,936	-9,663
9,771		12,000	-2,229
			100
			-59
47,220			47,220

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	
			-271
			470
			4,685
			-159
			-2,884
			47,468
			3,677
			413
			-9,663
			-2,229
			100
			-59
			47,220

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

Recipient Name and address (home or business)	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
a *Paid during the year*				
APLASTIC ANEMIA & MDS INTERNATIONAL FOUNDATION 100 PARK AVE SUITE 108 ROCKVILLE, MD 20850	N/A	PUBLIC CHARITY	RESTRICTED CONTRIBUTION TO SUPPORT THE FUNDING THE BONE MARROW GARDEN WEBINAR	15,000
BALTIMORE SQUASHWISE 3600 CLIPPER MILL ROAD BALTIMORE, MD 21211	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING ACTIVITIES	500
BE THE MATCH 3001 BROADWAY ST NE SUITE 601 MINNEAPOLIS, MN 55413	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	5,000
BELIEVE IN TOMORROW CHILDREN'S FOUNDATION 6601 FREDERICK RD BALTIMORE, MD 21228	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	5,000
CATHOLIC CHARITIES 320 CATHEDRAL STREET BALTIMORE, MD 21201	N/A	PUBLIC CHARITY	TO SUPPORT ST VINCENT'S VILLA AND VILLA MARIA	5,000
CENTRAL SCHOLARSHIP BUREAU 6 PARK CENTER COURT SUITE 211 OWINGS MILLS, MD 21117	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	15,250
CHARM CITY YOUTH LACROSSE LEAGUE PO BOX 1346 BALTIMORE, MD 21203	N/A	PUBLIC CHARITY	UNRESTICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	7,500
CHESAPEAKE BAY FOUNDATION 6 HERNDON AVE ANNAPOLIS, MD 21403	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	2,000
ENDURING HEARTS 3600 DALLAS HWY SUITE 230 MARIETTA, GA 30064	N/A	PUBLIC CHARITY	UNRESTRICTTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	2,500
GBMC FOUNDATION 6701 NORTH CHARLES STREET BALTIMORE, MD 21204	N/A	PUBLIC CHARITY	SUPPORT ALUMNI RESEARCH SUPPORT FUND	60,080
GBMC - LEGACY CHASE 6701 NORTH CHARLES STREET BALTIMORE, MD 21204	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	5,000
GILCHIST HOSPICE CARE - GILCHRIST KIDS 11311 MCCORMICK ROAD STE 350 HUNT VALLEY, MD 21031	N/A	PUBLIC CHARITY	TO HELP SUPPORT THE SALARY OF CHILD LIFE SPECIALIST	25,000
GREYHOUND RESCUE INC 862 CRESSEN DRIVE GERRARDSTOWN, WV 25420	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	1,000
HOSPICE CUP INC PO BOX 1443 ANNAPOLIS, MD 21401	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	1,500
IMMUNE DEFICIENCY FOUNDATION 40 WEST CHESAPEAKE AVE STE 308 TOWSON, MD 21204	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	4,500
Total . . . . ▶ **3a**				230,030

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

Recipient Name and address (home or business)	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
a *Paid during the year*				
LEADERSHIP THROUGH ATHLETICS 2900 HAMMONDS FERRY RD LANDSDOWNE,MD 21227	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	1,000
MARIPOSA CHILD SUCCESS PROGRAMS 1500 UNION AVE STE 1310 BALTIMORE,MD 21211	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	2,000
MARYLAND SPCA 3300 FALLS ROAD BALTIMORE,MD 21211	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	4,000
MCDONOGH FOREVER CAMPAIGN 8600 MCDONOGH ROAD OWINGS MILLS,MD 21117	N/A	PUBLIC CHARITY	SUPPORT CONSTRUCTION OF INFIRMARY	25,000
NFTE BALTIMORE 300 EAST LOMBARD STREET SUITE 1111 BALTIMORE,MD 21202	N/A	PUBLIC CHARITY	TO SUPPORT EXPANSION OF YOUTH ENTREPRENEUERSHIP PROGRAMS	2,000
PATHFINDERS FOR AUTISM 303 INTERNATIONAL CIR STE 110 HUNT VALLEY,MD 21030	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	4,500
PENN-MAR FOUNDATION 310 OLD FREELAND ROAD FREELAND,MD 21053	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO PROVIDE SUPPORT FOR ADULTS WITH DISABILITIES	10,000
PENN-MAR FOUNDATION 310 OLD FREELAND ROAD FREELAND,MD 21053	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	5,000
PHILOXENIA HOUSE INC 601 SOUTH PONCA STREET BALTIMORE,MD 21224	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	500
STEVENSON UNIVERSITY 1525 GREENSPRING VALLEY RD STEVENSON,MD 21153	N/A	PUBLIC CHARITY	TO HELP SUPPORT MISSION I'M HOME	3,000
THE BALTIMORE STATION 140 W WEST STREET BALTIMORE,MD 21230	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	650
THE BALTIMORE STATION PO BOX 27144 140 W WEST STREET BALTIMORE,MD 21211	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	3,300
THE HEALING HANDS FOUNDATION 7 SCOTTS MANOR COURT BALTIMORE,MD 21053	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	2,750
THE MARYLAND ZOO IN BALTIMORE 1876 MANSION HOUSE DRIVE BALTIMORE,MD 21217	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	1,000
THE ULMAN CANCER FUND FOR YOUNG ADULTS 921 E FORT AVE STE 325 BALTIMORE,MD 21230	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	4,500
Total . . . . ▶ **3a**				230,030

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

Recipient Name and address (home or business)	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
a *Paid during the year*				
US LACROSS FOUNDATION 113 WEST UNIVERSITY PARKWAY BALTIMORE,MD 21210	N/A	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION TO SUPPORT ONGOING OPERATIONS	2,000
WASHINGTON HOSPITAL CENTER FOUNDATION 110 IRVING STREET NW WASHINGTON,DC 20010	N/A	PUBLIC CHARITY	MEDICAL- FISTULA MISSON	4,000
Total . . . . ▶ **3a**				230,030

TY 2013 Accounting Fees Schedule

Name: RHONA'S PLACE FOUNDATION

EIN: 27-4477606

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	7,000	350		6,650

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TY 2013 Investments Corporate Stock Schedule

Name: RHONA'S PLACE FOUNDATION

EIN: 27-4477606

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AGL RES INC	11,808	11,808
ALTRIA GROUP INC	31,672	31,672
ALTRIA GROUP INC	10,365	10,365
AMERICAN ELECTRIC POWER INC	8,881	8,881
ASSOCIATED ESTATES RLTY CORP	10,914	10,914
AT&T INC COM	10,548	10,548
AT&T INC COM	9,142	9,142
ATMOS ENERGY CORP COM	9,992	9,992
B&G FOODS INC NEW COM	33,910	33,910
B&G FOODS INC NEW COM	8,138	8,138
BERKSHIRE HATHAWAY B NEW CL B	59,280	59,280
BRISTOL MYERS SQUIBB CO	79,725	79,725
BRISTOL MYERS SQUIBB CO	12,756	12,756
BROOKFIELD INFRAST PARTNERS LP	11,766	11,766
CATERPILLAR INC	31,784	31,784
CINCINNATI FINL CORP COM	14,140	14,140
CISCO SYSTEMS INC	8,972	8,972
CONSOLIDATED COMMUNICATIONS HLDGS	8,048	8,048
CONSOLIDATED EDISON INC	22,112	22,112
DOMINION RES INC VA NEW COM	12,291	12,291
DR PEPPER SNAPPLE GROUP INC	9,744	9,744
DUKE ENERGY CORP NEW	8,971	8,971
ENERGY TRANSFER PARTNERS LP UNIT REP L P INTEREST	5,725	5,725
EPR PPTYS	10,815	10,815
GENERAL ELECTRIC COMPANY	42,045	42,045
GOVERNMENT PPTYS INCOME TR REIT	32,305	32,305
HEALTHCARE REIT INC	7,500	7,500
HEALTHCARE TR AMER INC CL A	1,279	1,279
KINDER MORGAN INC	10,440	10,440
KRAFT FOODS GROUP	23,343	23,343

Name of Stock	End of Year Book Value	End of Year Fair Market Value
KRAFT FOODS GROUP	12,184	12,184
MONDELEZ INTL INC CL A	7,060	7,060
NATIONAL HEALTH INVS INC	9,537	9,537
NATIONAL RETAIL PPTYS INC	10,009	10,009
NORTHEAST UTILITIES COM	9,453	9,453
NUCOR CORP	26,690	26,690
PAYCHEX INC	11,383	11,383
PHILIP MORRIS INTL INC	26,139	26,139
PHILIP MORRIS INTL INC	8,713	8,713
PROCTER & GAMBLE	48,846	48,846
REGENCY ENERGY PARTNER	26,260	26,260
SCANA CORP	7,978	7,978
SELECT INCOME REIT COM SH BEN INT	6,952	6,952
SPECTRA ENERGY CORP COM	39,894	39,894
SPECTRA ENERGY CORP COM	12,823	12,823
TRANSCANADA CORP COM	7,762	7,762
UIL HLDG CORP COM	8,525	8,525
VECTOR GROUP LTD COM	12,048	12,048
VECTREN CORP COM	9,230	9,230
VERIZON COMMUNICATIONS COM	49,140	49,140
VERIZON COMMUNICATIONS COM	13,268	13,268
XCEL ENERGY INC COM	10,058	10,058

TY 2013 Investments - Other Schedule

Name: RHONA'S PLACE FOUNDATION
EIN: 27-4477606

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ALPS TRUST ETF	FMV	19,569	19,569
AMERICAN FD EUROPACIFIC GWTH FD CL F2	FMV	103,059	103,059
AMERICAN FD WASHINGTON MUTUAL INV FD CL F2	FMV	119,549	119,549
ANNALY CAPITAL MANAGEMENT INC	FMV	9,970	9,970
BARON SMALL CAP FD	FMV	99,707	99,707
BLACKROCK EQTY DIVIDEND FUND INSTL	FMV	181,526	181,526
BLACKROCK EQTY DIVIDEND FUND INSTL	FMV	8	8
BLACKROCK GLOBAL ALLOCATION FD INC INSTL	FMV	70,976	70,976
COLUMBIA ACORN INTL SELECT FD CL Z	FMV	11,333	11,333
DAVIS NEW YORK VENTURE FD CL A	FMV	54,642	54,642
DREYFUS APPRECIATION FD	FMV	101,452	101,452
DWS REEF REAL ESTATE SEC CL S	FMV	28,012	28,012
FEDERATED SHORT TERM INCOME INST SHARE	FMV	100,665	100,665
FIDELITY ADVISOR STATEGIC INC FD CL I	FMV	169,122	169,122
GOVERNMENT PPTYS INCOME TR COM SHS BEN INT	FMV	8,449	8,449
HUSSMAN STRATEGIC TOTAL RETURN	FMV	46,234	46,234
INVESCO DEVELOPING MARKETS FD CL Y	FMV	72,561	72,561
ISHARES 1-3YR CR BD ETF	FMV	10,546	10,546
ISHARES TR RUSSELL 2000 ETF	FMV	11,536	11,536
ISHARES RUSSELL 1000 GROWTH	FMV	39,021	39,021
ISHARES RUSSELL 1000 VALUE	FMV	51,323	51,323
JOHN HANCOCK FLOATING RATE INCM I	FMV	105,991	105,991
JOHN HANCOCK3 GLOBAL SHAREHOLDER YEILD CL A	FMV	107,379	107,379
JOHN HANCOCK2 STRATEGIC INCM OPPTY I	FMV	167,486	167,486
JOHN HANCOCK CLASSIC VALUE FUND CL I	FMV	143,884	143,884
LIBERTY PROPERTY TRUST SH BEN INT	FMV	8,806	8,806
LTC PPTYS INC	FMV	7,078	7,078
MAINSTAY LARGE CAP GROWTH FUND CL I	FMV	201,673	201,673
MFS INTL NEW DISCOVERY I	FMV	39,301	39,301
MONDELEZ INTL INC CL A	FMV	52,950	52,950

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OPPENHEIMER DEVELOPING MKTS FD CL Y	FMV	10,884	10,884
PIMCO ENHANCED SHORT MATURITY ETF	FMV	77,206	77,206
PIMCO TOTAL RETURN INSTL CL	FMV	160,629	160,629
PIONEER STRATEGIC INCOME FD CL Y	FMV	82,491	82,491
PNC ULTRA SHORT BOND FUND CL I	FMV	83,569	83,569
PRUDENTIAL JENNISON NATURAL RESOURCES Z	FMV	47,524	47,524
PRUDENTIAL SHORT TERM CORP BD FD CL Z	FMV	157,189	157,189
PRUDENTIAL SHORT TERM CORP BD FD CL Z	FMV	71,613	71,613
RIDGEWORTH SEIX FLOAT RATE HIGH INC I	FMV	110,616	110,616
ROYCE PA MUTUAL FUND INVSTMENT CL	FMV	37,658	37,658
SPDR S&P 500 ETF	FMV	3,509	3,509
T ROWE PRICE EMERGING MKTS STOCK FD	FMV	35,752	35,752
THE OAKMARK INTL FUND	FMV	71,696	71,696
THORNBURG INTL VALUE FD CL I	FMV	61,523	61,523
VANGUARD TOTAL BOND MARKET ETF	FMV	38,424	38,424
VANGUARD FTSE ALL WORLD EX US ETF	FMV	25,973	25,973
VANGUARD FTSE DEVELOPED MKTS ETF	FMV	81,776	81,776
VANGUARD HIGH DIVIDEND YIELD ETF	FMV	141,653	141,653
VANGUARD HIGH YEILD CORP INVESTOR CL	FMV	87,396	87,396
VANGUARD FTSE EMERGING MARKETS ETF	FMV	24,849	24,849
VANGUARD SHORT TERM CORP BOND ETF	FMV	21,700	21,700
VANGUARD SHORT TERM INFLATION PROTECTED SECURITIES ETF	FMV	25,898	25,898
VANGUARD WELLESLEY INCOME INVESTOR CL	FMV	89,147	89,147
WASHINGTON REAL ESTATE INV TR SBI REIT	FMV	9,344	9,344
WELLS FARGO ADV SMALL CAP VALUE FD CL ADMIN	FMV	65,484	65,484
WMS CHESTNUT FUND	FMV	665,106	665,106
WMS FAIRMOUNT FUND, LLC	FMV	1,545,862	1,545,862

TY 2013 Legal Fees Schedule

Name: RHONA'S PLACE FOUNDATION

EIN: 27-4477606

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	22,763	4,553		18,210

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TY 2013 Other Assets Schedule

Name: RHONA'S PLACE FOUNDATION

EIN: 27-4477606

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
OTHER ASSETS	134,823	0	0
DISTRIBUTION RECEIVABLE	0	45,208	45,208

TY 2013 Other Expenses Schedule

Name: RHONA'S PLACE FOUNDATION

EIN: 27-4477606

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS	15	3		0

TY 2013 Other Income Schedule

Name: RHONA'S PLACE FOUNDATION

EIN: 27-4477606

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PASSTHROUGH INCOME FROM PTP	51,577	57,409	51,577

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TY 2013 Other Increases Schedule

Name: RHONA'S PLACE FOUNDATION

EIN: 27-4477606

Description	Amount
UNREALIZED GAIN/LOSS ON SECURITIES HELD FOR INVESTMENT	402,750

TY 2013 Other Professional Fees Schedule

Name: RHONA'S PLACE FOUNDATION

EIN: 27-4477606

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISOR FEES	52,456	52,456		0

TY 2013 Taxes Schedule

Name: RHONA'S PLACE FOUNDATION

EIN: 27-4477606

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	1,049	1,049		0