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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2013Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation HERMAN & WALTER SAMUELSON FOUNDATION, INC.		A Employer identification number 45-2402050
Number and street (or P O box number if mail is not delivered to street address) 409 WASHINGTON AVENUE, SUITE 900	Room/suite	B Telephone number (see instructions) 410-494-0100
City or town, state or province, country, and ZIP or foreign postal code TOWSON MD 21204		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 15,578,201 (Part I, column (d) must be on cash basis)	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	10	10		
4 Dividends and interest from securities	215,890	215,890		
5a Gross rents	68,812	68,812		
b Net rental income or (loss)	68,812			
6a Net gain or (loss) from sale of assets not on line 10	232,265			
b Gross sales price for all assets on line 6a	852,410			
7 Capital gain net income (from Part IV, line 2)		232,265		
8 Net short-term capital gain			0	
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)				
12 Total. Add lines 1 through 11	516,977	516,977	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	59,966	41,976		17,990
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) SEE STMT #1	14,000	14,000		
b Accounting fees (attach schedule) STMT #1	7,000	7,000		
c Other professional fees (attach schedule) STMT #1	13,217	13,217		
17 Interest STMT #1				
18 Taxes (attach schedule) (see instructions) STMT #1	2,174	174		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (att sch) STMT #1	14	14		
24 Total operating and administrative expenses. Add lines 13 through 23	96,371	76,381	0	17,990
25 Contributions, gifts, grants paid	655,500			655,500
26 Total expenses and disbursements. Add lines 24 and 25	751,871	76,381	0	673,490
27 Subtract line 26 from line 12	-234,894			
a Excess of revenue over expenses and disbursements		440,596		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

DAA

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ENVELOPE DATE MAY 05 2014

SCANNED MAY 10 2014

2014

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					
	2	Savings and temporary cash investments			116,275	200,301	200,301
	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 (att. schedule) ▶					
		Less: allowance for doubtful accounts ▶	0				
	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) SEE STMT #2	8,124,032	7,805,042	14,768,900		
	c	Investments – corporate bonds (attach schedule)					
	Liabilities	11	Investments – land, buildings, and equipment basis ▶ 459,520				
		Less: accumulated depreciation (attach sch.) ▶ STMT #2	459,450	459,520	609,000		
12		Investments – mortgage loans					
13		Investments – other (attach schedule)					
14		Land, buildings, and equipment basis ▶					
		Less: accumulated depreciation (attach sch.) ▶					
15		Other assets (describe ▶)					
16		Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	8,699,757	8,464,863	15,578,201		
17		Accounts payable and accrued expenses					
18		Grants payable					
Net Assets or Fund Balances	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			
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>					
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
27	Capital stock, trust principal, or current funds	8,699,757	8,464,863				
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 instructions)	8,699,757	8,464,863				
31	Total liabilities and net assets/fund balances (see instructions)	8,699,757	8,464,863				

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	8,699,757
2	Enter amount from Part I, line 27a	2	-234,894
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	8,464,863
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	8,464,863

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 PUBLICLY TRADED SECURITIES				
b TYCO INTL - SECURITIES LITIGATION		P	VARIOUS	06/18/13
c WORLDCOM - SECURITIES LITIGATION		P	VARIOUS	12/20/13
d CAPITAL GAIN DISTRIBUTIONS				
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 629,805		620,145	9,660
b 75			75
c 44			44
d 222,486			222,486
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV 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			9,660
b			75
c			44
d			222,486
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	232,265
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	N/A

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 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	595,111	12,269,537	0.048503
2011		1,402,097	
2010			
2009			
2008			

2 Total of line 1, column (d)	2	0.048503
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	0.024252
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	14,035,147
5 Multiply line 4 by line 3	5	340,380
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,406
7 Add lines 5 and 6	7	344,786
8 Enter qualifying distributions from Part XII, line 4 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.	8	673,490

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	4,406
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	4,406
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	4,406
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	3,766
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	3,766
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	640
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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		X
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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
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?	X	
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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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	X	
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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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		X
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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► LOUIS F. FRIEDMAN 409 WASHINGTON AVE., SUITE 900 Located at ► TOWSON MD ZIP+4 ► 21204 Telephone no ►			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
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? N/A	1c	
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 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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) N/A	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
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	X

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 ☒ **X**


(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 ☒ **X**

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes ☐ No ☒ **X**

(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 ☒ **X**

(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 ☒ **X**

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)? **N/A** **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? **N/A** 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 ☒ **X**

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** **X**

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 ☒ **X**

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A** **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
LOUIS F. FRIEDMAN 409 WASHINGTON AVENUE, SUITE 900 TOWSON MD 21204	PRES. /SECR. 3.00	29,983	0	0
ROBERT DAMIE 12240 ROUNDWOOD ROAD, UNIT 304 TIMONIUM MD 21093	VP/TREAS. 3.00	29,983	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

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 N/A	
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 N/A	
2	
All other program-related investments. See 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	13,510,176
b	Average of monthly cash balances	1b	129,704
c	Fair market value of all other assets (see instructions)	1c	609,000
d	Total (add lines 1a, b, and c)	1d	14,248,880
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	14,248,880
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	213,733
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,035,147
6	Minimum investment return. Enter 5% of line 5	6	701,757

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	701,757
2a	Tax on investment income for 2013 from Part VI, line 5	2a	4,406
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,406
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	697,351
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	697,351
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	697,351

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	673,490
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	673,490
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	4,406
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	669,084

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				697,351
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			589,705	
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 ▶ \$ 673,490				
a Applied to 2012, but not more than line 2a			589,705	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2013 distributable amount				83,785
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				613,566
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**N/A****b** Check box to indicate whether the foundation is a private operating foundation described in section

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

(a) 2013

(b) 2012

(c) 2011

(d) 2010

(e) Total

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 foundation 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))**N/A****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**N/A****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**N/A****b** The form in which applications should be submitted and information and materials they should include**N/A****c** Any submission deadlines**N/A****d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors**N/A**

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 ATTACHED STATEMENT #3				655,500
Total			▶ 3a	655,500
b Approved for future payment SEE ATTACHED STATEMENT #4				2,805,000
Total			▶ 3b	2,805,000

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

- 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
 - (2)** Other assets
- b** Other transactions
- (1)** Sales of assets to a noncharitable exempt organization
 - (2)** Purchases of assets from a noncharitable exempt organization
 - (3)** Rental of facilities, equipment, or other assets
 - (4)** Reimbursement arrangements
 - (5)** Loans or loan guarantees
 - (6)** Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- 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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 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
N/A		

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) is based on all information of which preparer has any knowledge.

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

Paid
Preparer
Use Only

Print/Type preparer's name

Preparer's signature

Date: _____

Check ☐ if self-employed

LOUIS F. FRIEDMAN

Firm's name ▶

FRIEDMAN & FRIEDMAN, LLP

PTIN

P00282449

Firm's address

409 WASHINGTON AVENUE, SUITE 900
TOWSON, MD 21204

Firm's EIN |

52-0818026

Phone no

410-494-0100

THE HERMAN & WALTER SAMUELSON FOUNDATION, INC
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SUPPORTING SCHEDULE

PAGE 1, PART I, LINE 16a - LEGAL FEES	COL (a)	COL (b)	COL (d)
FRIEDMAN & FRIEDMAN, LLP - TAX PREPARATION & LEGAL FEES	14,000 00	14,000 00	0 00
TOTAL LEGAL FEES	14,000 00	14,000 00	0 00
PAGE 1, PART I, LINE 16b - ACCOUNTING FEES	COL (a)	COL (b)	COL (d)
ROBERT DAMIE, CPA, P A - ACCOUNTING FEES	7,000 00	7,000 00	0 00
TOTAL ACCOUNTING FEES	7,000 00	7,000 00	0 00
PAGE 1, PART I, LINE 16c - MANAGEMENT FEES	COL (a)	COL (b)	COL (d)
T ROWE PRICE - FINANCIAL MANAGEMENT	13,216 74	13,216 74	0 00
TOTAL ACCOUNTING FEES	13,216 74	13,216 74	0 00
PAGE 1, PART I, LINE 18 - TAXES	COL (a)	COL (b)	COL (d)
UNITED STATES TREASURY - 2013 FORM 990-PF ESTIMATED TAX PAYMENT	2,000 00	0.00	0 00
FOREIGN TAXES PAID ON DIVIDENDS	174 49	174 49	0 00
TOTAL TAXES	2,174 49	174 49	0 00
PAGE 1, PART I, LINE 23 - OTHER EXPENSES	COL (a)	COL (b)	COL (d)
ADR FEES	14 10	14 10	0 00
TOTAL OTHER EXPENSES	14 10	14 10	0 00

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SAVINGS & TEMPORARY CASH INVESTMENTS - PART II, LINE 2			
DESCRIPTION	COST	MARKET	
JANNEY MONTGOMERY SCOTT - CASH & MONEY MARKET	76,520 11	76,520 11	
DREYFUS INSTITUTIONAL RESERVES MONEY FUND	72,900 97	72,900 97	
T ROWE PRICE SUMMIT CASH RESERVES	50,880 37	50,880 37	
TOTAL SAVINGS & TEMPORARY CASH INV	200,301 45	200,301 45	

STOCKS/MUTUAL FUNDS - PART II, LINE 10b			
NO SHARES	DESCRIPTION	COST	MARKET
1,000 000	ABBOTT LABORATORIES	17,131 66	38,330 00
1,000 000	ABBVIE, INC	18,577 82	52,810 00
2,000 000	AETNA, INC.	17,375 00	137,180 00
1,400 000	AT&T, INC	34,624 63	49,224 00
6,000 000	BANK OF AMERICA CORP	162,353 68	93,420 00
2,296 000	BP PLC	86,508 50	111,608 56
3,000 000	CAPITAL ONE FINANCIAL	44,931 38	229,830 00
1,232 000	CHEVRON CORP	51,500 00	153,889 12
6,000 000	CIGNA, INC	31,889 41	524,880 00
2,000 000	CISCO SYSTEMS, INC	68,544 50	44,860 00
3,000 000	COLGATE-PALMOLIVE CO	85,982 75	195,630 00
1,800 000	DISNEY, WALT COMPANY	48,385 34	137,520 00
700 000	DISNEY, WALT COMPANY	14,878 76	53,480 00
4,650 000	EXELON CORPORATION	147,224 67	127,363 50
4,000 000	EXXON MOBIL CORP	68,538 32	404,800 00
1,000 000	FEDEX CORP	41,000 00	143,770 00
3,200 000	FMC CORP	19,262 65	241,472 00
5,500 000	FMC TECHNOLOGIES INC	15,770 02	287,155 00
1,000 000	GENERAL ELECTRIC CO	26,707 50	28,030 00
2,000 000	GENERAL ELECTRIC CO	22,889 96	56,060 00
2,000 000	INTEL CORP.	43,437 50	51,910 00
500 000	INTL BUSINESS MACHINES	46,250 00	93,785 00
3,000 000	JOHNSON & JOHNSON	50,675 53	274,770 00
1,200 000	JOHNSON & JOHNSON	59,025 00	109,908 00
1,000 000	J P MORGAN & CHASE CO	21,347 50	58,480 00
1,000 000	J P MORGAN & CHASE CO	30,367 50	58,480 00
1,500 000	MARATHON OIL CORP	16,867 83	52,950 00
1,000 000	MARATHON OIL CORP	30,747 84	35,300 00
750 000	MARATHON PETROLEUM CORP	11,410 17	68,797 50
500 000	MARATHON PETROLEUM CORP	20,799 24	45,865 00
1,250 000	MICROSOFT CORP	50,468 75	46,762 50
2,000 000	MICROSOFT CORP	91,669 50	74,820 00
4,000 000	MONSANTO CO	63,551 29	466,200 00
1,000 000	OCCIDENTAL PETROLEUM CORP	29,401 00	95,100 00
4,600 000	ORACLE CORP	23,817 13	175,996 00
1,000 000	PROCTER & GAMBLE CO	55,026 00	81,410 00
1,000 000	SCHLUMBERGER LTD	33,291 00	90,110 00
4,000 000	SUNTRUST BANK	42,641 61	147,240 00
2,000 000	TARGET CORP	58,562 50	126,540 00
3,384 000	VERIZON COMMUNICATIONS CO	74,693 69	166,289 76
1,200 000	WABCO HOLDINGS, INC	14,110 63	112,092 00

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STOCKS/MUTUAL FUNDS (CONTINUED) - PART II, LINE 10b

NO. SHARES	DESCRIPTION	COST	MARKET
500 000	AON PLC	24,540 00	41,945 00
600 000	ACCENTURE PLC	22,815 36	49,332 00
100 000	ACCENTURE PLC	5,879 43	8,222 00
250 000	AMAZON COM, INC	17,727 45	99,697 50
700 000	AMERICAN EXPRESS COMPANY	27,499 36	63,511 00
800 000	AMERICAN TOWER CORP	33,557 76	63,856 00
600 000	AMGEN, INC	27,881 10	68,448 00
200 000	APPLE, INC	17,950 70	112,204 00
500 000	AUTOMATIC DATA PROCESSING, INC	21,104 50	40,399 50
200 000	AUTOMATIC DATA PROCESSING, INC	8,319 50	16,159 80
700 000	CVS CAREMARK CORPORATION	20,182 61	50,099 00
400 000	CHEVRON CORPORATION	39,477 16	49,964 00
1,200 000	COCA-COLA COMPANY	31,926 72	49,572 00
900 000	COLGATE-PALMOLIVE CO	30,842 68	58,689 00
1,000 000	DANAHER CORP	39,830 45	77,200 00
900 000	WALT DISNEY COMPANY	33,192 36	68,760 00
450 000	ECOLAB, INC	31,827 78	46,921 50
500 000	EMERSON ELECTRIC COMPANY	27,311 30	35,090 00
200 000	EMERSON ELECTRIC COMPANY	9,460 10	14,036 00
600 000	EXPEDITORS INTL WASH, INC	25,957 68	26,550 00
200 000	EXPEDITORS INTL WASH, INC	7,058 00	8,850 00
100 000	EXPEDITORS INTL WASH, INC	3,861 33	4,425 00
600 000	EXPRESS SCRIPTS, INC, CL A	28,928 04	42,144 00
500 000	EXXON MOBIL CORPORATION	43,776 95	50,600 00
900 000	FRANKLIN RESOURCES, INC	29,774 82	51,957 00
700 000	GENERAL MILLS, INC	24,012 38	34,937 00
100 000	GENERAL MILLS, INC	5,028 00	4,991 00
900 000	GILEAD SCIENCES, INC	20,130 66	67,590 00
300 000	GILEAD SCIENCES, INC	6,937 65	22,530 00
150 000	GOLDMAN SACHS GROUP, INC	27,443 25	26,589 00
100 000	GOLDMAN SACHS GROUP, INC	9,715 36	17,726 00
50 000	GOOGLE, INC	26,998 25	56,035 50
50 000	GOOGLE, INC	16,671 34	56,035 50
500 000	HOME DEPOT, INC	25,093 75	41,170 00
300 000	HOME DEPOT, INC	7,533 00	24,702 00
200 000	INTL BUSINESS MACHINES	23,861 06	37,514 00
800 000	JP MORGAN CHASE & CO	30,151 76	46,784 00
400 000	JP MORGAN CHASE & CO	8,656 00	23,392 00
600 000	JOHNSON & JOHNSON	38,803 02	54,954 00
1,200 000	JUNIPER NETWORKS, INC	26,574 00	27,084 00
600 000	JUNIPER NETWORKS, INC	10,337 64	13,542 00
550 000	KOHL'S CORPORATION	29,383 86	31,212 50
50 000	KOHL'S CORPORATION	2,351 90	2,837 50
100 000	KOHL'S CORPORATION	4,940 49	5,675 00
1,000 000	MARRIOTT INTERNATIONAL, CL A	25,226 14	49,351 00
100 000	MASTERCARD, INC	25,007 33	83,546 00
300 000	MCDONALD'S CORPORATION	25,719 39	29,109 00
100 000	MCDONALD'S CORPORATION	9,210 10	9,703 00
700 000	MEDTRONIC, INC	36,215 20	40,173 00
800 000	MERCK & COMPANY, INC	29,559 36	40,040 00
200 000	MERCK & COMPANY, INC	6,456 00	10,010 00
1,000 000	MICROSOFT CORP	27,818 20	37,410 00
500 000	MICROSOFT CORP	13,116 00	18,705 00
250 000	MONSANTO COMPANY	28,705 00	29,137 50

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STOCKS/MUTUAL FUNDS (CONTINUED) - PART II, LINE 10b

NO	SHARES	DESCRIPTION	COST	MARKET
100	000	MONSANTO COMPANY	7,131 00	11,655 00
400	000	NORTHERN TRUST CORPORATION	30,334 04	24,756 00
250	000	NORTHERN TRUST CORPORATION	10,481 90	15,472 50
600	000	OMNICOM GROUP, INC	27,411 48	44,622 00
200	000	OMNICOM GROUP, INC	8,648 00	14,874 00
600	000	PEPSICO, INC	38,452 32	49,764 00
100	000	PEPSICO, INC	6,682 00	8,294 00
400	000	PRAXAIR, INC	34,665 76	52,012 00
50	000	PRICELINE COM	23,261 66	58,120 00
10	000	PRICELINE COM	4,973 50	11,624 00
700	000	PROCTER & GAMBLE CO	44,041 20	56,987 00
600	000	ROCHE HOLDINGS LTD	24,114 00	42,120 00
400	000	SCHLUMBERGER LTD	43,110 00	36,044.00
100	000	SCHLUMBERGER LTD	9,947 00	9,011 00
900	000	SPECTRA ENERGY CORPORATION	25,310 43	32,058 00
300	000	SPECTRA ENERGY CORPORATION	8,805 00	10,686 00
600	000	STARBUCKS CORP	32,066 34	47,034 00
500	000	STRYKER CORP	31,043 95	37,570 00
400	000	3M COMPANY	29,177 32	56,100 00
300	000	UNION PACIFIC CORPORATION	27,618 39	50,400 00
400	000	UNITED PARCELS SVC, INC , CL B	25,206 00	42,032 00
100	000	UNITED PARCELS SVC, INC , CL B	6,362 00	10,508 00
400	000	UNITED TECHNOLOGIES CORP	27,294 00	45,520 00
600	000	UNITEDHEALTH GROUP, INC	27,372 66	45,180 00
500	000	WAL-MART STORES, INC	28,745 85	39,345 00
700	000	WELLS FARGO & CO	19,201 00	31,780 00
300	000	WELLS FARGO & CO	4,650 00	13,620 00
700	000	WHOLE FOODS MARKET, INC	41,023 22	40,481 00
800	000	XILINX, INC	21,615 44	36,736 00
5,481	430	GROWTH FUND AMERICA	130,327 41	235,701 49
9,129	067	NEW PERSPECTIVE FUND	209,819 08	342,887 76
5,852	664	OAKMARK INTL GLOBAL FUND	101,100 53	176,457 82
41,165	520	T ROWE PRICE BALANCED FUND	783,094 10	955,863 37
34,647	264	T ROWE PRICE GROWTH & INCOME FD	747,395 48	1,028,330 80
4,134	561	T ROWE PRICE MID-CAP GROWTH FD	149,708 27	300,913 35
2,672	945	T ROWE PRICE MID-CAP VALUE FD	44,401 05	80,322 00
52,072	063	T ROWE PRICE NEW HORIZONS FD	1,387,890 19	2,409,374 35
5,824	941	T ROWE PRICE SMALL-CAP VALUE FD	205,415 20	293,402 27
22,431	803	T ROWE PRICE SPECTRUM INTL FD	302,567 91	286,005 48
TOTAL STOCKS/MUTUAL FUNDS			7,805,041 67	14,768,899 93

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INVESTMENTS - LAND (NON-DEPRECIABLE) - PART II, LINE 11		
DESCRIPTION	COST	MARKET
100% INT (LEASED LAND) 7134 RITCHIE HIGHWAY	152,500 00	260,000 00
50% INT (LEASED LAND) ANNE ARUNDEL COUNTY, MARYLAND (RITCHMOUNT PARTNERSHIP)	307,020 39	349,000 00
TOTAL INVESTMENTS IN LAND	459,520 39	609,000 00
TOTAL ASSETS	8,464,863 51	15,578,201 38

THE HERMAN & WALTER SAMUELSON FOUNDATION, INC
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PAGE 11, PART XV, LINE 3a - GRANTS AND CONTRIBUTIONS PAID

NAME/ADDRESS	RELATED INDIVIDUAL ?	FOUNDATION STATUS	PURPOSE	AMOUNT
AHAVAS YISRAEL CHARITY FUND 6400 CROSS COUNTRY BLVD BALTIMORE, MD 21215	NO	PUBLIC	OPERATIONS	6,000 00
MT WASHINGTON PEDIATRIC HOSPITAL 1708 WEST ROGERS AVENUE BALTIMORE, MD 21209	NO	PUBLIC	INTERFAITH CHAPEL	10,000 00
SINAI HOSPITAL OF BALTIMORE 2401 WEST BELVEDERE AVENUE BALTIMORE, MD 21215	NO	PUBLIC	CAPITAL IMPROVEMENTS (EMERGENCY ROOM)	125,000 00
TALMUDICAL ACADEMY OF BALTIMORE 4445 OLD COURT ROAD BALTIMORE, MD 21208	NO	PUBLIC	CAPITAL FUND	30,000 00
UNIVERSITY OF MARYLAND MEDICAL SYSTEMS FOUNDATION 110 SOUTH PACA STREET, 9TH FLOOR BALTIMORE, MD 21201	NO	PUBLIC	CAPITAL FUND	25,000.00
BETH ISRAEL CONGREGATION 2204 MORGANTON ROAD FAYETTEVILLE, NC 28303	NO	PUBLIC	OPERATIONS	5,000 00
CASA OF BALTIMORE COUNTY, INC 305 W CHESAPEAKE AVENUE, SUITE 117 TOWSON, MD 21204	NO	PUBLIC	OPERATIONS	2,500 00
LEVINDALE HEBREW GERIATRIC CENTER AND HOSPITAL 2401 WEST BELVEDERE AVENUE BALTIMORE, MD 21215	NO	PUBLIC	CAPITAL IMPROVEMENTS (MEZZANINE)	20,000 00
TORAH INSTITUTE OF BALTIMORE 35 ROSEWOOD LANE OWINGS MILLS, MD 21117	NO	PUBLIC	BASEBALL FIELD	5,000 00
CARSON SCHOLARS FUND 305 W CHESAPEAKE AVENUE SUITE 310 TOWSON, MD 21204	NO	PUBLIC	SCHOLARSHIP ENDOWMENT	15,000 00

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PAGE 11, PART XV, LINE 3a - GRANTS AND CONTRIBUTIONS PAID

NAME/ADDRESS	RELATED INDIVIDUAL ?	FOUNDATION STATUS	PURPOSE	AMOUNT
JOHNS HOPKINS MEDICINE 100 N CHARLES STREET SUITE 234 BALTIMORE, MD 21201	NO	PUBLIC	PROFESSORSHIP ENDOWMENT	50,000 00
ASSISTANCE CENTER OF TOWSON CHURCHES, INC 120 W PENNSYLVANIA AVENUE TOWSON, MD 21204	NO	PUBLIC	OPERATIONS	1,000 00
ASSOCIATED JEWISH COMMUNITY FEDERATION 5721 PARK HEIGHTS AVENUE BALTIMORE, MD 21215	NO	PUBLIC	CHANA PROGRAM	1,000 00
GILCHRIST HOSPICE CARE 11311 MCCORMICK ROAD, SUITE 350 HUNT VALLEY, MD 21031	NO	PUBLIC	CAPITAL IMPROVEMENTS (PATIENT/FAMILY LOUNGE)	10,000 00
SINAI HOSPITAL OF BALTIMORE 2401 WEST BELVEDERE AVENUE BALTIMORE, MD 21215	NO	PUBLIC	CAPITAL IMPROVEMENTS (CHILDREN'S HOSPITAL)	350,000 00
TOTAL GRANTS				655,500 00

THE HERMAN & WALTER SAMUELSON FOUNDATION, INC
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PAGE 11, PART XV, LINE 3b - GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

NAME/ADDRESS	RELATED INDIVIDUAL ?	FOUNDATION STATUS	PURPOSE	AMOUNT
GILCHRIST HOSPICE CARE 11311 MCCORMICK ROAD, SUITE 350 HUNT VALLEY, MD 21031	NO	PUBLIC	CAPITAL IMPROVEMENTS (PATIENT/FAMILY LOUNGE)	20,000 00
SINAI HOSPITAL OF BALTIMORE 2401 WEST BELVEDERE AVENUE BALTIMORE, MD 21215	NO	PUBLIC	CAPITAL IMPROVEMENTS (CHILDREN'S HOSPITAL)	1,200,000.00
TORAH INSTITUTE OF BALTIMORE 35 ROSEWOOD LANE OWINGS MILLS, MD 21117	NO	PUBLIC	BASEBALL FIELD	15,000 00
MT WASHINGTON PEDIATRIC HOSPITAL 1708 WEST ROGERS AVENUE BALTIMORE, MD 21209	NO	PUBLIC	INTERFAITH CHAPEL	40,000.00
LEVINDALE HEBREW GERIATRIC CENTER AND HOSPITAL 2401 WEST BELVEDERE AVENUE BALTIMORE, MD 21215	NO	PUBLIC	CAPITAL IMPROVEMENTS (MEZZANINE)	40,000.00
SINAI HOSPITAL OF BALTIMORE 2401 WEST BELVEDERE AVENUE BALTIMORE, MD 21215	NO	PUBLIC	CAPITAL IMPROVEMENTS (EMERGENCY ROOM)	875,000.00
TALMUDICAL ACADEMY OF BALTIMORE 4445 OLD COURT ROAD BALTIMORE, MD 21208	NO	PUBLIC	CAPITAL FUND	150,000 00
CARSON SCHOLARS FUND 305 W CHESAPEAKE AVENUE SUITE 310 TOWSON, MD 21204	NO	PUBLIC	SCHOLARSHIP ENDOWMENT	15,000 00
JOHNS HOPKINS MEDICINE 100 N CHARLES STREET SUITE 234 BALTIMORE, MD 21201	NO	PUBLIC	PROFESSORSHIP ENDOWMENT	450,000 00
TOTAL APPROVED FUTURE GRANTS				2,805,000 00