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**Return of Private Foundation**

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

Department 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](http://www.irs.gov/form990pf)

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>HOFFBERGER FOUNDATION, INC.</b>		A Employer identification number <b>52-0794249</b>
Number and street (or P O box number if mail is not delivered to street address) <b>4851 HOLABIRD AVENUE</b>	Room/suite	B Telephone number <b>410-558-3830</b>
City or town, state or province, country, and ZIP or foreign postal code <b>BALTIMORE, MD 21224</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <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) <b>\$ 21,670,847.</b>	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))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	246.	246.		STATEMENT 1
	4 Dividends and interest from securities	391,830.	391,830.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,248,018.			
	b Gross sales price for all assets on line 6a	6,180,831.			
	7 Capital gain net income (from Part IV line 2)		1,248,018.		
	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)				
	11 Other income	<1,130.>	<1,130.>		STATEMENT 3
	12 Total Add lines 1 through 11	1,638,964.	1,638,964.		
	13 Compensation of officers directors trustees etc	84,000.	8,400.		75,600.
	14 Other employee salaries and wages	30,500.	3,050.		27,450.
	15 Pension plans, employee benefits	20,262.	2,026.		18,236.
	16a Legal fees				
	b Accounting fees STMT 4	18,448.	13,836.		4,612.
	c Other professional fees STMT 5	36,214.	33,664.		2,550.
	17 Interest				
	18 Taxes STMT 6	42,844.	9,304.		10,305.
	19 Depreciation and depletion	842.	842.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	21,595.	12,114.		9,481.
	24 Total operating and administrative expenses Add lines 13 through 23	254,705.	83,236.		148,234.
	25 Contributions, gifts, grants paid	821,650.			821,650.
	26 Total expenses and disbursements Add lines 24 and 25	1,076,355.	83,236.		969,884.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	562,609.			
	b Net investment income (if negative enter -0-)		1,555,728.		
	c Adjusted net income (if negative enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash - non-interest-bearing		107,615.	86,521.	86,521.	
	2	Savings and temporary cash investments		71,122.	366,727.	366,727.	
	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					
	7	Other notes and loans receivable ▶					
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges			4,675.	2,125.	2,125.
	10a	Investments - U.S. and state government obligations					
	b	Investments - corporate stock	STMT 8		10,241,901.	11,413,958.	15,328,549.
	c	Investments - corporate bonds	STMT 9		3,106,595.	1,290,102.	1,335,095.
	11	Investments - land, buildings and equipment basis ▶					
	Less: accumulated depreciation ▶						
12	Investments - mortgage loans						
13	Investments - other	STMT 10		3,239,347.	4,184,873.	4,549,916.	
14	Land, buildings, and equipment: basis ▶	7,039.					
	Less: accumulated depreciation	STMT 11 ▶	5,125.	0.	1,914.	1,914.	
15	Other assets (describe ▶)						
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item 1)			16,771,255.	17,346,220.	21,670,847.	
Liabilities	17	Accounts payable and accrued expenses		22,883.	23,845.		
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe ▶ STATEMENT 12)			2,058.	13,452.	
23	<b>Total liabilities</b> (add lines 17 through 22)			24,941.	37,297.		
Net Assets or Fund Balances	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			0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds			16,746,314.	17,308,923.		
30	<b>Total net assets or fund balances</b>			16,746,314.	17,308,923.		
31	<b>Total liabilities and net assets/fund balances</b>			16,771,255.	17,346,220.		

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	16,746,314.
2	Enter amount from Part I, line 27a	2	562,609.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	17,308,923.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6	17,308,923.

**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 ATTACHED STATEMENT #15	P	03/22/13	11/21/13
b	SEE ATTACHED STATEMENT #15	P	10/20/08	12/05/13
c	PASS THROUGH FROM BALTIMORE FUND K1	P		
d	CAPITAL GAINS DIVIDENDS			
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	297,489.		257,576.	39,913.
b	5,393,176.		4,675,237.	717,939.
c	5,406.			5,406.
d	484,760.			484,760.
e				

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	
a			39,913.
b			717,939.
c			5,406.
d			484,760.
e			

2	Capital gain net income or (net capital loss) <span style="font-size: 2em;">}</span> <span style="font-size: 2em;">{</span> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	1,248,018.
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). 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	973,771.	19,300,322.	.050454
2011	1,033,614.	19,869,037.	.052021
2010	581,108.	18,901,310.	.030744
2009	967,561.	16,883,081.	.057310
2008	1,219,445.	20,713,126.	.058873

2	Total of line 1, column (d)	2	.249402
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	.049880
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	20,409,116.
5	Multiply line 4 by line 3	5	1,018,007.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	15,557.
7	Add lines 5 and 6	7	1,033,564.
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	969,884.

**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 type="checkbox"/> and enter 1% of Part I, line 27b	1	31,115.
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	31,115.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	<b>Tax based on investment income</b> . Subtract line 4 from line 3. If zero or less, enter -0-	5	31,115.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	17,826.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	10,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	27,826.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	118.
9	<b>Tax due</b> . If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	3,407.
10	<b>Overpayment</b> . If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	
11	Enter the amount of line 10 to be: <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		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 ► <u>WWW.HOFFBERGERFOUNDATION.ORG</u>	13	X	
14	The books are in care of ► <u>MR. LEROY E. HOFFBERGER</u> Telephone no. ► <u>410-558-3830</u> Located at ► <u>4851 HOLABIRD AVENUE, BALTIMORE, MD</u> ZIP+4 ► <u>21224</u>			
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		N/A
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 type="checkbox"/> Yes <input checked="" 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"/> N/A	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1c	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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

(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)?  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)?  Yes  No  
Organizations relying on a current notice regarding disaster assistance check here  N/A

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)  N/A

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?  Yes  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?  Yes  No

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

**1** List all officers, directors, trustees, foundation managers and their compensation.

(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
SEE STATEMENT 13		84,000.	12,600.	0.

**2** Compensation of five highest-paid employees (other than those included on line 1). 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. 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 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

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	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 ▶ 0.

**Part X**

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	20,441,472.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	278,443.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	20,719,915.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	20,719,915.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	310,799.
<b>5</b>	<b>Net value of noncharitable-use assets</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	20,409,116.
<b>6</b>	<b>Minimum investment return</b> Enter 5% of line 5	<b>6</b>	1,020,456.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	1,020,456.
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	31,115.
<b>b</b>	Income tax for 2013. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	31,115.
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	989,341.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	989,341.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	989,341.

**Part XII**

**Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	969,884.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	969,884.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4	<b>6</b>	969,884.

**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				989,341.
2 Undistributed income if any as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013.				
a From 2008	165,959.			
b From 2009	140,397.			
c From 2010				
d From 2011	46,443.			
e From 2012	25,457.			
f Total of lines 3a through e	378,256.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	969,884.			
a Applied to 2012, but not more than line 2a			0.	
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				969,884.
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))	19,457.			19,457.
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	358,799.			
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 instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	146,502.			
9 Excess distributions carryover to 2014 Subtract lines 7 and 8 from line 6a	212,297.			
10 Analysis of line 9:				
a Excess from 2009	140,397.			
b Excess from 2010				
c Excess from 2011	46,443.			
d Excess from 2012	25,457.			
e Excess from 2013				

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

N/A

- 1 a 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 foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2 a 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 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).)

NONE

- 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.

NONE

**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:

ANN BILLINGSLEY, 410-369-9336, ABILLINGSLEY@HOFFBERGER  
101 W. MT ROYAL AVENUE, BALTIMORE, MD 21201

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

FULL PROPOSAL

- c Any submission deadlines:

MARCH 1

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

NO GRANTS TO INDIVIDUALS. ONLY GRANTS TO LOCAL CHARITIES.

**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)				
<b>a</b> Paid during the year				
SEE ATTACHED SCHEDULE #14-	NONE	PUBLIC	UNRESTRICTED	821,650.
<b>Total</b>			▶ 3a	821,650.
<b>b</b> Approved for future payment				
NONE				
<b>Total</b>			▶ 3b	0.





FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
K-1 FROM ACL ALTERNATIVE FUND	207.	207.	
K-1 FROM THE BALTIMORE FUND LLC	4.	4.	
MORGAN STANLEY / SMITH BARNEY	35.	35.	
TOTAL TO PART I, LINE 3	246.	246.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY / SMITH BARNEY	840,770.	484,760.	356,010.	356,010.	
MORGAN STANLEY / SMITH BARNEY	4,496.	0.	4,496.	4,496.	
SKYBRIDGE MA HDGE FD	31,324.	0.	31,324.	31,324.	
TO PART I, LINE 4	876,590.	484,760.	391,830.	391,830.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BALTIMORE FUND K1	<447.>	<447.>	
ACL ALTERNATIVE FUND K1	<683.>	<683.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<1,130.>	<1,130.>	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	18,448.	13,836.		4,612.	
TO FORM 990-PF, PG 1, LN 16B	18,448.	13,836.		4,612.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT ADVISORY FEES	33,664.	33,664.		0.	
CONSULTANT	2,550.	0.		2,550.	
TO FORM 990-PF, PG 1, LN 16C	36,214.	33,664.		2,550.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAYROLL TAXES	11,450.	1,145.		10,305.	
FEDERAL TAXES	23,235.	0.		0.	
FOREIGN TAXES	8,159.	8,159.		0.	
TO FORM 990-PF, PG 1, LN 18	42,844.	9,304.		10,305.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DUES AND SUBSCRIPTIONS	2,670.	0.		2,670.	
INSURANCE	5,921.	592.		5,329.	
OFFICE EXPENSES	1,976.	494.		1,482.	
ACL ALTERNATIVE FUND K1	11,028.	11,028.		0.	
TO FORM 990-PF, PG 1, LN 23	21,595.	12,114.		9,481.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
SEE ATTACHED SCHEDULE #16	11,413,958.	15,328,549.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	11,413,958.	15,328,549.		

FORM 990-PF	CORPORATE BONDS		STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
SEE ATTACHED SCHEDULE #17	1,290,102.	1,335,095.		
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,290,102.	1,335,095.		

FORM 990-PF	OTHER INVESTMENTS			STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE		
SEE ATTACHED SCHEDULE #18	COST	4,184,873.	4,549,916.		
TOTAL TO FORM 990-PF, PART II, LINE 13		4,184,873.	4,549,916.		

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE EQUIPMENT	3,724.	3,724.	0.
SCANNER	559.	559.	0.
DESKTOP COMPUTER	730.	223.	507.
DESKTOP COMPUTER	731.	223.	508.
LAPTOP COMPUTER	1,295.	396.	899.
TOTAL TO FM 990-PF, PART II, LN 14	7,039.	5,125.	1,914.

FORM 990-PF OTHER LIABILITIES STATEMENT 12

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
FEDERAL EXCISE TAX PAYABLE	2,058.	13,452.
TOTAL TO FORM 990-PF, PART II, LINE 22	2,058.	13,452.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DOUGLAS HOFFBERGER 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	PRESIDENT 0.00	0.	0.	0.
LOIS HALPERT 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	VICE PRESIDENT 0.00	0.	0.	0.
ALLISON FASS 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	SECRETARY 0.00	0.	0.	0.
SCOTT KURSMAN 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	TREASURER 0.00	0.	0.	0.
LOUISE GOODMAN 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	DIRECTOR 0.00	0.	0.	0.
LEROY E. HOFFBERGER 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	CHAIRMAN OF THE BOARD 0.00	0.	0.	0.
DAVID HOFFBERGER 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	DIRECTOR 0.00	0.	0.	0.
MARGO PYES 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	DIRECTOR 0.00	0.	0.	0.
SUZANNE GROSS 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	DIRECTOR 0.00	0.	0.	0.
HARRY HALPERT 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	DIRECTOR 0.00	0.	0.	0.
BRUCE HOFFBERGER 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	DIRECTOR 0.00	0.	0.	0.

HOFFBERGER FOUNDATION, INC.

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PETER HOFFBERGER 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	DIRECTOR 0.00	0.	0.	0.
ANN BILLINGLEY 101 W. MT. ROYAL AVE. BALTIMORE, MD 21201	EXECUTIVE DIRECTOR 40.00	84,000.	12,600.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		<u>84,000.</u>	<u>12,600.</u>	<u>0.</u>

**The Hoffberger Foundation, Inc.**  
**Part XV Supplementary Information**  
**3a Grants and Contributions Paid During the Year**

52-0794249  
 2013 990 PF

Statement #14

Name	Address	Purpose	Amount
Access Art, Inc	2446 Washington Blvd, Baltimore, MD 21230	General Support	\$ 20,000 00
Allied Jewish Federation of Colorado	300 S Dahlia Street, Suite 300, Denver, CO 80246	General Support	5,000 00
American Jewish Joint Distribution	P O Box 4124, New York, NY 10163	General Support	250 00
American Visionary Arts Museum	800 Key Highway Baltimore, MD 21230	General Support	500 00
ACOPA Foundation	421 Aviation Way, Frederick, MD 21701	General Support	400 00
Arts Every Day	1800 North Charles Street, Baltimore, MD 21201	General Support	35,000 00
Associated Jewish Community Federation	101 W Mt Royal Avenue, Baltimore, MD 21201	General Support	103,600 00
Association of Baltimore Area Grantmakers	2 E Read Street, Baltimore, MD 21202	General Support	5,250 00
Baltimore Chamber Orchestra	11 West Mt Vernon Place, Baltimore, MD 21201	General Support	250 00
Baltimore Hebrew Congregation	7401 Park Heights Avenue, Baltimore, MD 21215	General Support	1,000 00
Baltimore Squashwise	3600 Clipper Mill Road, Ste 107, Baltimore, MD 21211	General Support	33,250 00
Baltimore Symphony Orchestra	1212 Cathedral Street, Baltimore, MD 21201	General Support	20,000 00
The BELL Foundation, Inc	60 Clayton Street, Dorchester, MA 02122	General Support	20,000 00
Boys Hope Girls Hope	3700 E Northern Parkway, Baltimore, MD 21206	General Support	35,000 00
Catholic Charities	320 Cathedral Street, Baltimore, MD 21201	General Support	2,500 00
Chris Fascetta and John Olson Memorial Fund	P O Box 744, Budd Lake, NJ 07828	General Support	1,000 00
Chrohn's and Colitis Foundation	386 Park Avenue South, New York, NY 10016	General Support	250 00
Days End Farm Horse Rescue, Inc	P O Box 309, Lisbon, MD 21765	General Support	500 00
Grantmakers for Education	720 SW Washington St, Ste 605, Portland, OR 97205	General Support	500 00
Hand in Hand	P O Box 80102, Portland, OR 97280	General Support	250 00
Hebrew Friendship Cemetery Co	3600 East Baltimore Street, Baltimore, MD 21201	Maintenance	1,000 00
Higher Achievement Program, Inc	1500 Union Avenue, Ste 2600, Baltimore, MD 21211	General Support	25,000 00
Institute for Christian and Jewish Studies	1316 Park Avenue, Baltimore, MD 21217	General Support	250 00
Institute for Integrative Health	1407 Fleet Street, Baltimore, MD 21231	General Support	2,500 00
Irvine Natural Science Center	11201 Garrison Forest Road, Owings Mills, MD 21117	General Support	2,750 00
Johns Hopkins University-Peabody Institute	1 East Mount Vernon Place, Baltimore, MD 21202	General Support	25,000 00
The League	1111 E Cold Spring Lane, Baltimore, MD 21239	General Support	2,500 00
Living Classrooms Foundation	802 S Caroline Street, Baltimore, MD 21231	General Support	25,000 00
Maryland Association of Nonprofit Organization	190 N Ostend Street, Baltimore, MD 21230	General Support	1,000 00
Maryland Institute College of Art	1300 W Mt Royal Avenue, Baltimore, MD 21217	General Support	50,000 00
Mercy Health Foundation	301 St Paul Place, Baltimore, MD 21202	General Support	81,500 00
National Center for Family Philanthropy	1101 Connecticut Avenue NW, Washington, DC 20036	General Support	900 00
National Kidney Fdn Of Maryland	1104 Kenilworth Drive, Ste 202, Towson, MD 21204	General Support	2,500 00
National Multiple Sclerosis Society	11403 Cronhill Dr, Ste E, Owings Mills, MD 21117	General Support	2,500 00
New Leaders	1500 Union Avenue, Baltimore, MD 21211	General Support	35,000 00
Oklahoma City Community Foundation	P O Box 1146, Oklahoma City, OK 73101	General Support	5,000 00
Outward Bound Baltimore	1900 Eagle Drive, Baltimore, MD 21207	General Support	2,000 00
PACT	7000 Tudsbury Road, Baltimore, MD 21244	General Support	500 00
Pro Bono Counseling Project	110 West Road, Suite 202, Baltimore, MD 21204	General Support	250 00
Saint Frances Academy	501 East Chase Street, Baltimore, MD 21202	General Support	500 00
The SEED School of Maryland	200 Font Hill Avenue, Baltimore, MD 21223	General Support	500 00
Shepherd's Clinic	2800 Kirk Avenue, Baltimore, MD 21218	General Support	25,000 00
Southwest Baltimore Charter School	1300 Herkimer Street, Baltimore, MD 21223	General Support	20,000 00
St Ignatius Loyola Academy, Inc	300 East Gittings Street, Baltimore, MD 21230	General Support	30,000 00
Teach for America	2601 N Howard Street, Baltimore, MD 21218	General Support	50,000 00
Tourette Syndrome Association	42-40 Bell Boulevard, Suite 205, Bayside, NY 11361	General Support	500 00
UJA Federation of New York	130 E 59th Street, New York, NY 10022	General Support	2,500 00
UMMS Foundation, Inc	110 South Paca St, 9th Floor, Baltimore, MD 21201	General Support	47,500 00
Urban Teacher Center	1500 Union Avenue, Baltimore, MD 21211	General Support	40,000 00
Walters Art Museum	600 North Charles Street, Baltimore, MD 21201	General Support	500 00
Wide Angle Youth Media	2601 North Howard Street, Baltimore, MD 21218	General Support	10,000 00
Writers in Baltimore (Fusion Partnerships)	1601 Guilford Avenue, Baltimore, MD 21202	General Support	15,000 00
Young Audiences of Maryland	2600 North Howard Street, Baltimore, MD 21218	General Support	30,000 00
<b>Total Grants Paid</b>			<b>821,650 00</b>
The Baltimore Fund	701 St Paul Street, Baltimore, MD 21202		-
<b>Total grants for 990 preparation</b>			<b>\$ 821,650 00</b>

Hoffberger Foundation, Inc.

52-0794249

Realized Gains and Losses

2013 990 PF

Statement # 15

Date Sold	Date Purchased	Days Held	No. Shares	Description	Proceeds	Cost	Gain / Loss	Reported on 1099
5/1/2013	2/1/2013	89	977 305	Guggenheim Mngd Commod St	14,718 22	17,386 26	(2,668 04)	y
5/22/2013	5/7/2013	15	10	Vanguard Total Bond Market	831 08	837 38	(6 30)	y
10/22/2013	8/26/2013	57	29 956	EV Floating Rate I	274 40	274 10	0 30	
10/22/2013	8/26/2013	57	85 781	Lord Abbett Sht Duration Inc	392 02	389 44	2 58	
10/22/2013	8/26/2013	57	10 816	Natixis ASG Global Alternative	125 79	123 09	2 70	
11/21/2013	12/19/2012	337	815 12	American Gw Fd of America	35,963 09	28,089 03	7,874 06	
11/21/2013	3/22/2013	244	44 395	Prudential Glb Real Estate Z	985 57	1,004 66	(19 09)	
11/21/2013	6/28/2013	146	137	Vanguard Mega Cap Growth E1	9,510 76	8,678 11	832 65	y
11/21/2013	7/1/2013	143	4725 898	Davis New York Venture Fund	200,000 00	176,908 68	23,091 32	
12/5/2013	8/26/2013	101	5482 456	Lord Abbett Sht Duration Inc	25,000 00	24,890 30	109 70	
11/21/2013	3/22/2013	244	44 395	Prudential Glb Real Estate Z	(985 57)	(1,004 66)	19 09	Wash sale
		STCG		Spider Gold Tr Shrs	293 99		293 99	
				ACL Alternative Fund K1	10,380 00		10,380 00	
Total Short-Term Gains / Losses					297,489 35	257,576 39	39,912 96	

2/1/2013	6/23/2009	1,319	729 131	Diamond Hill Long-Short	14,334 72	10,390 12	3,944 60	
2/1/2013	5/2/2011	641	98 747	Forward Tactical Growth M	2,582 23	2,717 52	(135 29)	
2/1/2013	6/23/2009	1,319	223 108	Gateway Fund Y	6,177 87	5,250 02	927 85	
2/1/2013	6/23/2009	1,319	2530 032	Guggenheim Mngd Futrs Strat F	54,269 19	68,310 86	(14,041 67)	
2/1/2013	3/18/2010	1,051	414 795	Guggenheim Mngd Futrs Strat F	8,897 35	10,676 82	(1,779 47)	
2/1/2013	6/23/2009	1,319	135 719	Merger Fund	2,136 21	2,033 07	103 14	
2/1/2013	6/23/2009	1,319	77	Spdr Gold Tr Gold Shs	12,436 00	6,987 39	5,448 61	
2/1/2013	5/2/2011	641	1015 732	Virtus Prem Alphasector	14,301 50	13,458 45	843 05	
5/1/2013	5/2/2011	730	3083 473	Guggenheim Mngd Commod St	46,437 10	88,372 36	(41,935 26)	
5/1/2013	12/14/2011	504	162 652	Guggenheim Mngd Commod St	2,449 54	4,084 19	(1,634 65)	
5/22/2013	12/8/2011	531	53647 102	Vanguard Total Bond Market	438,906 86	440,822 43	(1,915 57)	
5/22/2013	1/11/2012	497	92 898	Vanguard Total Bond Market	7,720 66	7,770 65	(49 99)	y
6/17/2013	3/26/1999	5,197	1711 437	Davis New York Venture Fund	70,785 02	283 23	70,501 79	
7/3/2013	6/25/2004	3,295	4488 33	American High Income Trst Fd	50,000 00	53,859 96	(3,859 96)	
7/3/2013	4/16/2008	1,904	2284 148	Prudential Glb Real Estate Z	49,999 99	51,393 33	(1,393 34)	
8/15/2013	6/25/2004	3,338	818 506	American High Income Trst Fd	9,200 01	9,822 07	(622 06)	
8/19/2013	10/21/2004	3,224	35 729	American Gw Fd of America	1,425 93	901 11	524 82	
8/27/2013	10/21/2004	3,232	4395 881	American Gw Fd of America	175,000 02	110,867 15	64,132 87	
8/20/2013	6/17/2008	1,890	43975 61	Pimco Total Return Fd	468,780 00	464,822 20	3,957 80	
8/20/2013	5/2/2008	1,936	41052 772	Natixis Loomis Say Inv Gr Bd \	495,096 02	484,403 41	10,692 61	
8/20/2013	6/5/2008	1,902	211 228	Natixis Loomis Say Inv Gr Bd \	2,547 41	2,473 36	74 05	
8/20/2013	7/1/2008	1,876	6736 083	Natixis Loomis Say Inv Gr Bd \	81,237 57	77,257 89	3,979 68	
9/17/2013	10/21/2004	3,253	892 007	American Gw Fd of America	37,499 99	22,497 03	15,002 96	
9/24/2013	10/21/2004	3,260	448 115	American Gw Fd of America	18,861 18	11,301 77	7,559 41	
9/26/2013	9/17/2008	1,835	19694 444	Pimco Total Return Fd	212,700 00	206,077 44	6,622 56	
9/26/2013	7/1/2008	1,913	20931 373	Natixis Loomis Say Inv Gr Bd \	256,200 00	240,067 36	16,132 64	
10/22/2013	10/21/2004	3,288	32 13	American Gw Fd of America	1,403 78	810 34	593 44	
10/28/2013	10/21/2004	3,294	11415 525	American Gw Fd of America	500,000 00	287,907 42	212,092 58	
10/22/2013	2/25/2008	2,066	32 739	Thornburg Intl Value I	1,034 22	1,031 62	2 60	
10/22/2013	12/10/2008	1,777	16 217	Pimco Total Return Fd	176 76	160 55	16 21	
10/28/2013	3/26/1999	5,330	4848 485	Davis New York Venture Fund	200,000 00	802 38	199,197 62	
11/21/2013	12/19/2007	2,164	2584 699	American Gw Fd of America	114,036 91	84,509 92	29,526 99	
11/1/2013	6/25/2004	3,416	35026 27	American High Income Trst F2	400,000 00	410,893 26	(10,893 26)	
11/1/2013	6/25/2004	3,416	65146 58	Oppenheimer Intl Bond Y	400,000 00	356,351 79	43,648 21	
11/21/2013	4/16/2008	2,045	22478 128	Prudential Glb Real Estate Z	499,014 43	505,757 88	(6,743 45)	
11/1/2013	8/18/2009	1,536	6899 724	Pimco Total Return Fd	75,000 00	71,841 86	3,158 14	
11/1/2013	7/1/2008	1,949	8103 728	Natixis Loomis Say Inv Gr Bd \	100,000 00	92,850 52	7,149 48	
11/21/2013	7/18/2011	857	1973 511	Vanguard Mega Cap Growth E1	137,004 27	97,126 83	39,877 44	
11/21/2013	4/5/2012	595	49 489	Vanguard Mega Cap Growth E1	3,435 61	2,742 03	693 58	y
12/5/2013	5/14/2009	1,666	8818 342	American High Income Trust F2	100,000 00	73,062 25	26,937 75	
12/5/2013	6/25/2004	3,450	12396 694	Oppenheimer Intl Bond Y	75,000 00	71,238 89	3,761 11	
12/5/2013	8/18/2009	1,570	11552 68	Pimco Total Return Fd	125,000 00	123,382 62	1,617 38	
12/5/2013	10/20/2008	1,872	10245 902	Natixis Loomis Say Inv Gr Bd \	125,000 00	97,865 43	27,134 57	
		STCG		ACL Alternative Fund K1	(2,912 00)		(2,912 00)	
				Cap gain distrib per MSSB 1099's	484,759 82		484,759 82	
Total Long-Term Gains					5,877,936 17	4,675,236 78	1,202,699 39	

Total Realized Gains / Losses 6,175,425 52 4,932,813 17 1,242 612 35

Hoffberger Foundation, Inc.  
Part II - Balance Sheets  
Line 10 Investments

52-0794249  
2013 990 PF

Statement #16

	No. Shares	Beg of Year	End of Year	
		Book Value	Book Value	Mkt Value
Government obligations		-	-	-
Total government obligations		-	-	-
Corporate stock and mutual funds				
Davis NY Venture Fund CI Y	42,587.845	113,012.63	155,083.17	1,784,856.58
Diamond Hills Funds Long-Short Fd	4,325.623	66,359.09	64,089.56	97,413.03
AQR Managed Futures Strategy I	8,272.007	-	84,572.44	87,600.55
American Euro Pac Growth Fund 2	25,742.940	772,529.55	787,145.03	1,260,889.20
EV Floating Rate I	60,240.834	-	553,426.04	555,827.66
Federated Prudent Bear Fund IS	23,378.626	85,809.01	116,283.67	62,420.93
First Eagle Overseas Fund	18,548.978	387,154.98	412,908.20	435,900.98
Forward Tactical Growth Fund	3,558.478	81,630.93	96,977.07	94,548.76
Gateway Fund CI A	3,029.308	69,534.67	73,214.92	87,819.64
American Growth Fund America, Fd 2	56,706.199	1,883,552.01	1,494,985.72	2,435,531.25
Lazard Emerging Mkts Port Inst'l Shrs	35,533.677	559,246.82	683,633.12	663,413.75
Lord Abbett Sht Duration Inc. F	167,232.641	-	762,782.67	763,221.31
Merger Fund (no load)	5,361.532	73,210.82	81,144.47	85,838.13
natixis ASG Global Alternat Y	16,749.384	-	190,626.85	191,445.46
Pimco Total Return Fund CI A	63,267.403	1,518,393.57	688,367.30	677,220.44
Prudential Global Real Estate Fund CI Z	29,537.575	1,125,098.45	589,703.80	650,417.40
Royce Pennsylvania Fund	41,321.007	313,640.02	519,436.47	608,658.43
RS Value Fund CI A	6,723.870	141,306.77	147,831.08	235,268.21
Guggenheim Managed Futures Fund	-	78,987.66	-	-
Guggenheim SGI Long/Short Commodities	-	92,456.55	-	-
Ishares Russell 2000 Growth ETF	2,997.000	-	398,810.49	406,123.47
Oakmark Internatl I	36,529.707	-	975,912.14	961,461.89
T Rowe Price Midcap Growth Fd	9,965.792	357,492.84	547,013.52	709,165.76
Thornburg International Value Fund CI I	34,925.527	1,052,149.72	1,065,327.23	1,119,712.40
Vanguard Bd Index Fund	-	448,593.08	-	-
Vanguard Mega Cap 300 Growth	17,201.000	936,593.70	841,988.12	1,251,991.76
Virtis Premium Alphasector Fund	6,140.019	85,148.07	82,694.97	101,801.52
Total corporate stock and mutual funds		10,241,900.94	11,413,958.05	15,328,548.51
Corporate bonds				
American High Income T1 CI F	26801.818	793,413.06	290,180.94	304,468.65
Natixis Loomis Sayles Investment Grade Bc	60833.164	1,596,726.98	684,548.66	723,914.65
Oppenheimer Int'l Bond Fund CI Y	50428.123	716,454.81	315,372.07	306,711.56
Total corporate bonds		3,106,594.85	1,290,101.67	1,335,094.86
Other investments				
The Baltimore Fund		14,983.50	13,239.80	13,308.80
ACL Alt Fund Ltd		547,389.00	543,353.00	502,705.40
Goldman Sach Private Eq Ptr X Off		576,265.19	593,571.36	652,329.58
GS Vintage VI Offshore		-	75,000.00	75,000.00
Hedged Strategies Ltd - A1		1,250,000.00	1,250,000.00	1,621,198.00
Permal Macro Hldgs Ltd A USD		500,000.00	500,000.00	536,406.23
Skybridge Mul-Advisers		-	931,323.52	931,317.29
Spdr Gold Tr Gold Shrs	513	48,185.76	49,520.32	59,569.56
UBP ARV Ltd Series I		302,523.36	228,864.67	158,080.68
Total other investments		3,239,346.81	4,184,872.67	4,549,915.54
Total investments		16,587,842.60	16,888,932.39	21,213,558.91

2013 DEPRECIATION AND AMORTIZATION REPORT  
FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
4	OFFICE EQUIPMENT	010102SL		5.00	16	3,724.			3,724.	3,724.		0.
6	SCANNER	020206SL		5.00	16	559.			559.	559.		0.
7	(D) COMPUTER EQUIPMENT	122106SL		5.00	16	786.			786.	786.		0.
8	(D) LAPTOP COMPUTER	022709SL		3.00	16	728.			728.	728.		0.
9	DESKTOP COMPUTER	020513SL		3.00	16	730.			730.	730.		223.
10	DESKTOP COMPUTER	020513SL		3.00	16	731.			731.	731.		223.
11	LAPTOP COMPUTER	020513SL		3.00	16	1,295.			1,295.	1,295.		396.
	* TOTAL 990-PF PG 1 DEPR					8,553.		0.	8,553.	5,797.	0.	842.

## Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

Department of the Treasury  
Internal Revenue Service

▶ File a separate application for each return.  
▶ Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
  - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)
- Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868*
- Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*

**Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).**

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

		Enter filer's identifying number
<b>Type or print</b>	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	HOFFBERGER FOUNDATION, INC.	52-0794249
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	4851 HOLABIRD AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	BALTIMORE, MD 21224	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**MR. LEROY E. HOFFBERGER**

- The books are in the care of ▶ **4851 HOLABIRD AVENUE - BALTIMORE, MD 21224**  
Telephone No ▶ **410-558-3830** Fax No. ▶ \_\_\_\_\_
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box  If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014** to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
▶  calendar year **2013** or  
▶  tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

**2** If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period

<b>3a</b> If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	27,826.
<b>b</b> If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	17,826.
<b>c</b> Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	10,000.

**Caution.** If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

5-13-14