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Department of the Treasury  
Internal Revenue ServiceReturn of Private Foundation  
or Section 4947(a)(1) Trust Treated as Private Foundation

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OMB No. 1545-0052

2013

For calendar year 2013, or tax year beginning , 2013, and ending

Name of foundation <b>The Henry and Ruth Blaustein Rosenberg Foundation, Inc.</b>		<b>A</b> Employer identification number 52-6038384
Number and street (or P O box number if mail is not delivered to street address) <b>One North Charles St, 22nd Fl</b>	Room/suite	<b>B</b> Telephone number (see the instructions) (410) 347-7066
City or town, state or province, country, and ZIP or foreign postal code <b>Baltimore MD 21201</b>		<b>C</b> If exemption application is pending, check here. <input type="checkbox"/>
<b>G</b> Check all that apply:		<b>D</b> 1 Foreign organizations, check here. . . . . <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial Return of a former public charity	2 Foreign organizations meeting the 85% test, check here and attach computation. . . . . <input type="checkbox"/>
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here. . . . . <input type="checkbox"/>
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. . . . . <input type="checkbox"/>
<b>H</b> 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		
<b>I</b> Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 28,763,464.	<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

## 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)
<b>1</b> Contributions, gifts, grants, etc., received (att sch) . . . . .	0.			
<b>2</b> Ck <input checked="" type="checkbox"/> If the foundn is not req to att Sch B				
<b>3</b> Interest on savings and temporary cash investments. . . . .				
<b>4</b> Dividends and interest from securities. . . . .	662,726.	662,726.		
<b>5a</b> Gross rents. . . . .				
<b>b</b> Net rental income or (loss). . . . .				
<b>6a</b> Net gain/(loss) from sale of assets not on line 10	979,985.			
<b>b</b> Gross sales price for all assets on line 6a. . . . . 3,887,087.				
<b>7</b> Capital gain net income (from Part IV, line 2) . . . . .		979,985.		
<b>8</b> Net short-term capital gain. . . . .				
<b>9</b> Income modifications. . . . .				
<b>10a</b> Gross sales less returns and allowances. . . . .				
<b>b</b> Less Cost of goods sold. . . . .				
<b>c</b> Gross profit/(loss) (att sch) . . . . .				
<b>11</b> Other income (attach schedule) . . . . .				
See Line 11 Stmt	18,132.	18,132.		
<b>12</b> Total. Add lines 1 through 11. . . . .	1,660,843.	1,660,843.		
<b>13</b> Compensation of officers, directors, trustees, etc. . . . .				
<b>14</b> Other employee salaries and wages. . . . .	105,075.			105,075.
<b>15</b> Pension plans, employee benefits. . . . .				
<b>16a</b> Legal fees (attach schedule). . . . .				
<b>b</b> Accounting fees (attach sch) - L-16b Stmt.	89,000.	35,600.		53,400.
<b>c</b> Other pro fees (attach sch) - L-16c Stmt.	89,219.	89,219.		
<b>17</b> Interest. . . . .				
<b>18</b> Taxes (attach schedule) (see instructions) - L-18 Stmt.	57,906.	22,994.		
<b>19</b> Depreciation (attach sch) and depletion. . . . .				
<b>20</b> Occupancy. . . . .	10,757.			10,757.
<b>21</b> Travel, conferences, and meetings. . . . .	22,613.			22,613.
<b>22</b> Printing and publications. . . . .				
<b>23</b> Other expenses (attach schedule)				
Bank Fees & Safe Deposit Box	322.			322.
<b>24</b> Total operating and administrative expenses. Add lines 13 through 23. . . . .	374,892.	147,813.		192,167.
<b>25</b> Contributions, gifts, grants paid. . . . .	1,161,750.			1,161,750.
<b>26</b> Total expenses and disbursements. Add lines 24 and 25. . . . .	1,536,642.	147,813.		1,353,917.
<b>27</b> Subtract line 26 from line 12:				
<b>a</b> Excess of revenue over expenses and disbursements. . . . .	124,201.			
<b>b</b> Net investment income (if negative, enter -0-). . . . .		1,513,030.		
<b>c</b> Adjusted net income (if negative, enter -0-). . . . .				

g14-16-19

**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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
<b>ASSETS</b>	1 Cash — non-interest-bearing . . . . .	153,743.	250,473.	250,473.
	2 Savings and temporary cash investments . . . . .	1,029,929.	547,145.	547,145.
	3 Accounts receivable . . . . . ▶			
	Less: allowance for doubtful accounts . . . . . ▶			
	4 Pledges receivable . . . . . ▶			
	Less: allowance for doubtful accounts . . . . . ▶			
	5 Grants receivable . . . . .			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7 Other notes and loans receivable (attach sch) . . . . . ▶			
	Less: allowance for doubtful accounts . . . . . ▶			
	8 Inventories for sale or use . . . . .			
	9 Prepaid expenses and deferred charges . . . . .			
	10 a Investments — U.S. and state government obligations (attach schedule) . . . . .			
	b Investments — corporate stock (attach schedule) . . . . .			
	c Investments — corporate bonds (attach schedule) . . . . .			
	11 Investments — land, buildings, and equipment: basis . . . . . ▶			
Less: accumulated depreciation (attach schedule) . . . . . ▶				
12 Investments — mortgage loans . . . . .				
13 Investments — other (attach schedule) . . L-13 Stmt . . . . .	25,101,369.	27,965,846.	27,965,846.	
14 Land, buildings, and equipment: basis . . . . . ▶				
Less: accumulated depreciation (attach schedule) . . . . . ▶				
15 Other assets (describe . . . . . )				
16 <b>Total assets</b> (to be completed by all filers — see the instructions. Also, see page 1, item I). . . . .	26,285,041.	28,763,464.	28,763,464.	
<b>LIABILITIES</b>	17 Accounts payable and accrued expenses . . . . .			
	18 Grants payable . . . . .			
	19 Deferred revenue . . . . .			
	20 Loans from officers, directors, trustees, & other disqualified persons . . . . .			
	21 Mortgages and other notes payable (attach schedule) . . . . .			
	22 Other liabilities (describe . . . . . )			
	23 <b>Total liabilities</b> (add lines 17 through 22) . . . . .			
<b>NET ASSETS OR FUND BALANCES</b>	Foundations that follow SFAS 117, check here . . . . . and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted . . . . .			
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here . . . . . and complete lines 27 through 31.	X		
	27 Capital stock, trust principal, or current funds . . . . .	26,285,041.	28,763,464.	
	28 Paid-in or capital surplus, or land, building, and equipment fund . . . . .			
	29 Retained earnings, accumulated income, endowment, or other funds . . . . .			
	30 <b>Total net assets or fund balances</b> (see instructions) . . . . .	26,285,041.	28,763,464.	
31 <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	26,285,041.	28,763,464.		

**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	26,285,041.
2 Enter amount from Part I, line 27a . . . . .	2	124,201.
3 Other increases not included in line 2 (itemize) . . . . . ▶ <u>Net Unrealized Gain</u>	3	2,354,222.
4 Add lines 1, 2, and 3 . . . . .	4	28,763,464.
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	28,763,464.

**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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a Atel Capital Equipment per K-1	P	various	various
b Rockefeller Global Equity per K-1	P	various	various
c DB Bren Spx 1/7/13	P	12/16/11	01/07/13
d JPM Core Bond Fund	P	various	various
e See Columns (a) thru (d)			

(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 3.		0.	3.
b 598,730.		0.	598,730.
c 587,000.		500,000.	87,000.
d 1,750,000.		1,651,652.	98,348.
e See Columns (e) thru (h)		755,450.	195,904.

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			3.
b			598,730.
c			87,000.
d			98,348.
e See Columns (i) thru (l)			195,904.

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

979,985.

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

0.

**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 (column (b) divided by column (c))
2012	1,508,529.	25,683,938.	0.058734
2011	1,447,835.	26,229,325.	0.055199
2010	2,008,829.	25,492,156.	0.078802
2009	1,820,838.	23,134,888.	0.078705
2008	2,007,916.	27,414,930.	0.073242

2 Total of line 1, column (d)

2

0.344682

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

0.068936

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.

4

27,290,837.

5 Multiply line 4 by line 3

5

1,881,321.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

15,130.

7 Add lines 5 and 6

7

1,896,451.

8 Enter qualifying distributions from Part XII, line 4

8

1,353,917.

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

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

1 a 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 instrs)			
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	30,261.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	30,261.
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	30,261.
6 Credits/Payments:			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	68,014.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	68,014.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	102.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	37,651.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax 37,651. Refunded	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a 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 the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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
4 a 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?	X	
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, column (c), and Part XV.	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>MD - Maryland</u>		
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

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**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 . . . . .	13	X	
14	The books are in care of ▶ <u>Rosemore Professional Services Inc.</u> Telephone no. ▶ <u>(410) 347-7066</u> Located at ▶ <u>One N Charles St, 22nd Fl, Balt., MD</u> ZIP + 4 ▶ <u>21201</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		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ▶			

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

		Yes	No
1 a	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		
1 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"/>	1 b	
1 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? . . . . .	1 c	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 ▶ 20 __ , 20 __ , 20 __ , 20 __ .		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see instructions.) . . . . .	2 b	X
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 __ .		
3 a	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.) . . . . .	3 b	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	4 a	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? . . . . .	4 b	X

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)****5 a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**5 b****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).

**6 a** 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?**6 b**

If 'Yes' to 6b, file Form 8870.

X

**7 a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**7 b****b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?**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
See Attached		0.	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	None	0.00		
n/a				
n/a				

**Total** number of other employees paid over \$50,000

None

**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
Rosemore Professional Services, Inc. One N. Charles St, 22nd Fl Baltimore MD 21201	Financial Services	89,000.
Total number of others receiving over \$50,000 for professional services		None

**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 Administration of Grants is only activity	0.
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 None	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	None

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**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>1 a</b>	26,877,845.
<b>b</b> Average of monthly cash balances . . . . .	<b>1 b</b>	828,588.
<b>c</b> Fair market value of all other assets (see instructions) . . . . .	<b>1 c</b>	
<b>d</b> Total (add lines 1a, b, and c) . . . . .	<b>1 d</b>	27,706,433.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1 e</b>	
<b>2</b> Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	
<b>3</b> Subtract line 2 from line 1d . . . . .	<b>3</b>	27,706,433.
<b>4</b> Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions) . . . . .	<b>4</b>	415,596.
<b>5</b> Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	<b>5</b>	27,290,837.
<b>6</b> Minimum investment return. Enter 5% of line 5 . . . . .	<b>6</b>	1,364,542.

**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>	1,364,542.
<b>2 a</b> Tax on investment income for 2013 from Part VI, line 5 . . . . .	<b>2 a</b>	30,261.
<b>b</b> Income tax for 2013. (This does not include the tax from Part VI.) . . . . .	<b>2 b</b>	
<b>c</b> Add lines 2a and 2b . . . . .	<b>2 c</b>	30,261.
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	1,334,281.
<b>4</b> Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	
<b>5</b> Add lines 3 and 4 . . . . .	<b>5</b>	1,334,281.
<b>6</b> Deduction from distributable amount (see instructions) . . . . .	<b>6</b>	
<b>7</b> Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	1,334,281.

**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>1 a</b>	1,353,917.
<b>b</b> Program-related investments — total from Part IX-B. . . . .	<b>1 b</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>3 a</b>	
<b>b</b> Cash distribution test (attach the required schedule) . . . . .	<b>3 b</b>	
<b>4</b> Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	<b>4</b>	1,353,917.
<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 (see instructions) . . . . .	<b>5</b>	0.
<b>6</b> Adjusted qualifying distributions. Subtract line 5 from line 4 . . . . .	<b>6</b>	1,353,917.

**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 . . . . .				1,334,281.
2 Undistributed Income, if any, as of the end of 2013:				
a Enter amount for 2012 only . . . . .			0.	
b Total for prior years. 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2013.				
a From 2008 . . . . .	0.			
b From 2009 . . . . .	0.			
c From 2010 . . . . .	1,491,825.			
d From 2011 . . . . .	1,447,835.			
e From 2012 . . . . .	1,508,529.			
f Total of lines 3a through e . . . . .	4,448,189.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 1,353,917.				
a Applied to 2012, but not more than line 2a . . . . .				
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 . . . . .				
e Remaining amount distributed out of corpus . . . . .	1,353,917.			
5 Excess distributions carryover applied to 2013 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a).)	1,334,281.			1,334,281.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5. . . . .	4,467,825.			
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 . . . . .				
d Subtract line 6c from line 6b. Taxable amount — see instructions . . . . .		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount — see instructions. . . . .			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 . . . . .				0.
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) . . . . .	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	4,467,825.			
10 Analysis of line 9:				
a Excess from 2009 . . . . .	0.			
b Excess from 2010 . . . . .	157,544.			
c Excess from 2011 . . . . .	1,447,835.			
d Excess from 2012 . . . . .	1,508,529.			
e Excess from 2013 . . . . .	1,353,917.			

**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)

**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 . . . . .

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

Henry A. Rosenberg, Jr.

**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 of the person to whom applications should be addressed:

Henry A. Rosenberg, Jr.

One North Charles Street, 22nd Floor

Baltimore

MD 21201

(410) 347-7066

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

Letter

**c** Any submission deadlines:

None

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

This organization does not make gifts or grants to individuals.

**Part IV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b> See Schedule Attached				1,161,750.
<b>Total . . . . .</b>				<b>3 a</b> 1,161,750.
<b>b Approved for future payment</b> See Schedule Attached				1,635,000.
<b>Total . . . . .</b>				<b>3 b</b> 1,635,000.

## **Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
<b>1</b>	Program service revenue:					
<b>a</b>						
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
<b>f</b>						
<b>g</b>	Fees and contracts from government agencies . .					
<b>2</b>	Membership dues and assessments . . . . .					
<b>3</b>	Interest on savings and temporary cash investments . . . .					
<b>4</b>	Dividends and interest from securities . . . . .			14	662,726.	
<b>5</b>	Net rental income or (loss) from real estate:					
<b>a</b>	Debt-financed property . . . . .					
<b>b</b>	Not debt-financed property . . . . .					
<b>6</b>	Net rental income or (loss) from personal property . . . . .					
<b>7</b>	Other investment income . . . . .					
<b>8</b>	Gain or (loss) from sales of assets other than inventory . . .			18	979,985.	
<b>9</b>	Net income or (loss) from special events . . . . .					
<b>10</b>	Gross profit or (loss) from sales of inventory . . . .					
<b>11</b>	Other revenue:					
<b>a</b>	Partnership K-1's	532420	18,132.	14		
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
<b>12</b>	Subtotal. Add columns (b), (d), and (e) . . . . .		18,132.		1,642,711.	
<b>13</b>	Total. Add line 12, columns (b), (d), and (e) . . . . .					1,660,843.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]



## Form 990-PF, Page 1, Part I, Line 11

## Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
Atel K-1 non portfolio	18,179.	18,179.	
Rockefeller portfolio loss	-47.	-47.	
<b>Total</b>	<b>18,132.</b>	<b>18,132.</b>	

## Form 990-PF, Page 1, Part I, Line 18

## Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Excise Taxes	34,912.			
Foreign Taxes	22,994.	22,994.		
<b>Total</b>	<b>57,906.</b>	<b>22,994.</b>		

## Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

## Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
JP Morgan Cap Gain Distr. Acct A52481-20-6	P	various	various
JP Morgan Cap Gain Distr. Acct A52481-30-5	P	various	various
Eaton Vance Floating Rate-1	P	12/04/12	11/27/13
Galleon Offshore Liquidating Trust/Hedge Fund	P	various	various
Aurora Offshore Fund II LTD	P	various	various
NB Select Access Fund LTD	P	various	various
HB Multi-Strategy Holdings LTD	P	various	03/15/13
HB Multi-Strategy Holdings LTD	P	various	09/05/13

## Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

## Columns (e) thru (h)

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
5,398.		0.	5,398.
85,587.		0.	85,587.
640,000.		634,423.	5,577.
513.		1,574.	-1,061.
176,485.		0.	176,485.
2,704.		90,266.	-87,562.
33,149.		24,719.	8,430.
7,518.		4,468.	3,050.
<b>Total</b>		<b>755,450.</b>	<b>195,904.</b>

**Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income**  
**Columns (l) thru (l)**

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

(l) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
			5,398.
			85,587.
			5,577.
			-1,061.
			176,485.
			-87,562.
			8,430.
			3,050.
Total			195,904.

**Form 990-PF, Page 1, Part I**  
**Line 16b - Accounting Fees**

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Rosemore Professional Services	Tax and Investing	89,000.	35,600.		53,400.
Total		89,000.	35,600.		53,400.

**Form 990-PF, Page 1, Part I**  
**Line 16c - Other Professional Fees**

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LC Growth	Portfolio/Investment Expenses	34,334.	34,334.		
Rockefeller	Portfolio/Investment Expenses	54,058.	54,058.		
NB SELECT ACCESS	INVESTMENT COUNSEL FEES	522.	522.		
CSFR PRIVATE INVESTORS LLC	INVESTMENT COUNSEL FEES	305.	305.		
Total		89,219.	89,219.		

**Form 990-PF, Page 2, Part II, Line 13**  
**L-13 Stmt**

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
JP Morgan Bond Fund	763,309.	763,309.
State of Israel Bond 03/01/15	50,000.	50,000.



Form 990-PF, Page 2, Part II, Line 13  
L-13 Stmt

Continued

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
State of Israel Bond 05/01/15	75,000.	75,000.
Eaton Vance	2,002,231.	2,002,231.
BlackRock High Yield Bond	1,324,756.	1,324,756.
Rockefeller Global Equity	6,373,104.	6,373,104.
Ishares Russell 2000	865,200.	865,200.
T Rowe Price New Asia	690,582.	690,582.
Russell Midcap Index Fund	953,873.	953,873.
DF Dent Premier Growth	953,728.	953,728.
Artisan Intl Value Fund	790,469.	790,469.
Atel Capital Equipment Fund IX	28,855.	28,855.
Dreyfuss Laurel Emg Mkt	456,851.	456,851.
Highbridge Hedge Fund	1,645,997.	1,645,997.
Aurora Offshore II - Hedge Fund	1,925,837.	1,925,837.
JP Corporate Fin Private Inv III	1,663,929.	1,663,929.
Avenue Int'l Hedge Fund	704,030.	704,030.
Coatue Int'l Hedge Fund	827,483.	827,483.
Goldentree Hedge Fund	829,221.	829,221.
NB Select Access Fund	0.	0.
Galleon Offshore Hedge Fund	0.	0.
Blackstone Real Estate	550,985.	550,985.
Global Access Hedge Fund	594,219.	594,219.
Cullen High Dividend Equity	658,143.	658,143.
DB BREN SPX 1/7/13	0.	0.
Ridgeworth SEIX Floating 1	1,301,436.	1,301,436.
GS Cont Buff Eq Spx 1/29/14	631,543.	631,543.
Virtus Emerging Mkts Oppor-1	745,317.	745,317.
CSFR Private Investors LLC	559,748.	559,748.
<b>Total</b>	<b>27,965,846.</b>	<b>27,965,846.</b>

**Supporting Statement of:**

Form 990-PF, pl/Line 21(a)

Description	Amount
GMA FOUNDATION FOR FOUNDATION'S STRATEGIC PLANNING RETREAT	22,613.
Total	22,613.

**Page 6, Part VIII, Item 1 - Name, address and title of officers, directors and trustees**

<b><u>Name and Address</u></b>	<b><u>Position</u></b>
Henry A. Rosenberg, Jr. Stevenson, Maryland	President and Trustee
Frank B. Rosenberg Lutherville, Maryland	Vice President and Trustee
Russell J. Hoffberger Carbondale, Colorado	Vice President and Trustee
Jeffrey A. Hoffberger Brigantine, New Jersey	Trustee
Dorothy L. Rosenberg Stevenson, Maryland	Trustee
Stanley A. Hoffberger Houston, Texas	Trustee
Robert A. Delp Ellicott City, Maryland	Treasurer
Betsy F. Ringel Baltimore, Maryland	Secretary
Dale E. Maxson Woodbine, Maryland	Assistant Treasurer and Assistant Secretary

No compensation, no contributions to employee benefit plans or deferred compensation and no expense accounts, other allowances was provided to any officers, directors, trustees or foundation managers.

THE HENRY AND RUTH BLAUSTEIN ROSENBERG FOUNDATION, INC.  
ONE NORTH CHARLES STREET, 22<sup>ND</sup> FLOOR, BALTIMORE, MD 21201  
FORM 990-PF FOR CALENDAR YEAR 2013  
52-6038384

PAGE 11, PART XV, LINE 3A – CONTRIBUTIONS, GIFTS, GRANTS, ETC., PAID DURING THE YEAR

Status	Organization Name	Purpose	City, State	Amount
PC	Abilities Network	support for the Healthy Families Baltimore County program	Towson, MD	\$15,000
PC	American Heart Association-Mid Atlantic Affiliate	support for the establishment of the Simple Cooking with Heart Kitchen in Baltimore	Glen Allen, VA	50,000
PC	American Red Cross, Central Maryland Chapter	support for tornado relief efforts in the Midwest	Baltimore, MD	5,000
PC	Arts Education in Maryland Schools, Inc.	general support	Baltimore, MD	10,000
PC	Arts Every Day, Inc.	general support	Baltimore, MD	10,000
PC	The Associated Jewish Community Federation of Baltimore	general support for the 2014 Campaign	Baltimore, MD	100,000
PC	The Association of Baltimore Area Grantmakers	general support through membership	Baltimore, MD	5,750
PC	The B & O Railroad Museum, Inc.	support to improve and expand early childhood learning materials and strategies into the Museum's exhibits	Baltimore, MD	15,000
PC	Baltimore Choral Arts Society, Inc.	support for the annual concert at the Meyerhoff Symphony Hall in honor of Ruth Blaustein Rosenberg and support in honor of Tom Hall's 30th Anniversary with Choral Arts	Baltimore, MD	10,000
NC	Baltimore City Health Department	support for implementation of the Teen Pregnancy Prevention Initiative	Baltimore, MD	15,000
PC	Baltimore Office of Promotion & the Arts	support for Free Fall Baltimore	Baltimore, MD	5,000
PC	Baltimore SquashWise	general support	Baltimore, MD	10,000
PC	The Baltimore Symphony Orchestra	general support	Baltimore, MD	75,000
PC	Baltimore Urban Debate League	general support	Baltimore, MD	10,000

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52-6038384

PAGE 11, PART XV, LINE 3A – CONTRIBUTIONS, GIFTS, GRANTS, ETC., PAID DURING THE YEAR

Status	Organization Name	Purpose	City, State	Amount
PC	Big Brothers & Big Sisters of the Greater Chesapeake, Inc.	support for B'Mentors: The Baltimore City Mentoring Initiative	Baltimore, MD	\$7,500
PC	Bryn Mawr School for Girls of Baltimore City	support for the 2013 Annual Fund	Baltimore, MD	2,500
PC	CASA of Baltimore County, Inc.	general support	Towson, MD	2,500
PC	Colorado Farm Bureau Foundation	support for the Disaster Fund	Centennial, CO	10,000
PC	Community Food Share	general support	Louisville, CO	10,000
PC	Concert Artists of Baltimore, Inc.	support for the opening concert of the full orchestra and chorus series in memory of Ruth Blaustein Rosenberg	Baltimore, MD	20,000
PC	Concert Artists of Baltimore, Inc.	annual support	Baltimore, MD	10,000
PC	Concert Artists of Baltimore, Inc.	support to subsidize the salary of a part-time Development Director and pay increases for administrative staff	Baltimore, MD	10,000
PC	Concert Artists of Baltimore, Inc.	general support and support for the opening concert	Baltimore, MD	10,000
PC	Cultural Data Project	support for the Maryland Cultural Data Project	Philadelphia, PA	5,000
PC	Dyslexia Tutoring Program, Inc.	general support	Baltimore, MD	25,000
PC	The Everyman Theatre, Inc.	capital support for the renovation of the Town Theatre, which will serve as the new venue	Baltimore, MD	35,000
PC	The Everyman Theatre, Inc.	support for educational outreach programming for Baltimore City public school students	Baltimore, MD	10,000
PC	The Family Tree	general support	Baltimore, MD	20,000

THE HENRY AND RUTH BLAUSTEIN ROSENBERG FOUNDATION, INC.  
ONE NORTH CHARLES STREET, 22<sup>ND</sup> FLOOR, BALTIMORE, MD 21201

FORM 990-PF FOR CALENDAR YEAR 2013

52-6038384

PAGE 11, PART XV, LINE 3A – CONTRIBUTIONS, GIFTS, GRANTS, ETC., PAID DURING THE YEAR

Status	Organization Name	Purpose	City, State	Amount
PC	The Family Tree	support through sponsorship of The Brent A. Rosenberg Walk for Maryland's Children & Family Fair	Baltimore, MD	\$12,500
PC	Fisher House Foundation, Inc.	general support	Rockville, MD	25,000
PC	Gilman School, Inc.	support for the Brent A. Rosenberg Fund, which will enhance teaching and learning at Gilman by providing faculty and staff with the resources, education and training needed to work effectively with children who have learning differences	Baltimore, MD	10,000
PC	Gilman School, Inc.	support for the Annual Fund	Baltimore, MD	1,500
PC	Greater Baltimore Cultural Alliance	general support	Baltimore, MD	10,000
PC	Greater Homewood Community Corporation	support for the Adult Learning Center	Baltimore, MD	7,500
PC	HopeWell Cancer Support	general support	Brooklandville, MD	10,000
PC	The Ingenuity Project	general support	Baltimore, MD	1,000
PC	The Jewish Museum of Maryland	support for the Museum/School Partnership program	Baltimore, MD	10,000
PC	Johns Hopkins University-Peabody Institute	support for Tuned-in at the Peabody, a music instruction program for Baltimore City public school students	Baltimore, MD	25,000
PC	Junior Achievement of Central Maryland, Inc.	support to enable Baltimore City student participation in its programs	Owings Mills, MD	7,500
PC	Kennedy Krieger Institute, Inc.	support for the capital campaign	Baltimore, MD	50,000

THE HENRY AND RUTH BLAUSTEIN ROSENBERG FOUNDATION, INC.  
ONE NORTH CHARLES STREET, 22<sup>ND</sup> FLOOR, BALTIMORE, MD 21201

FORM 990-PF FOR CALENDAR YEAR 2013

52-6038384

PAGE 11, PART XV, LINE 3A - CONTRIBUTIONS, GIFTS, GRANTS, ETC., PAID DURING THE YEAR

Status	Organization Name	Purpose	City, State	Amount
PC	LifeBridge Health	support for the Warren A. Green Center for Health Care Leadership Development	Baltimore, MD	\$2,500
PC	LifeBridge Health	capital support for the renovation of the Visitor Support Center at Northwest Hospital	Baltimore, MD	62,500
PC	LifeBridge Health	general support through sponsorship of the 2014 Gala	Baltimore, MD	7,500
PC	LIFT-UP	general support	Rifle, CO	5,000
PC	Living Classrooms Foundation	support for Fresh Start, a youth development and job training program	Baltimore, MD	10,000
PC	Marine Mammal Stranding Center	general support	Brigantine, NJ	15,000
PC	Maryland Business Roundtable for Education	support to increase the readiness of Baltimore City children in the areas of science and math	Baltimore, MD	7,500
PC	Maryland Citizens for the Arts, Inc.	general support and special support in honor of Sue Hess' 80th Birthday	Baltimore, MD	3,500
PC	Maryland Family Network, Inc.	support for the community hub program pilot in southwest Baltimore	Baltimore, MD	7,500
PC	Maryland Food Bank, Inc.	support for the renovation of its office space to accommodate additional program staff	Baltimore, MD	15,000
PC	Maryland Institute College of Art	capital support for improvements to MICA's Studio Center in memory of Ruth Marder	Baltimore, MD	37,500
PC	The Maryland Zoological Society, Inc.	capital support for a new African penguin exhibit	Baltimore, MD	25,000
PC	MPT Foundation, Inc.	support to underwrite 'Impressions with Rhea Feikin'	Owings Mills, MD	12,500

THE HENRY AND RUTH BLAUSTEIN ROSENBERG FOUNDATION, INC.  
ONE NORTH CHARLES STREET, 22<sup>ND</sup> FLOOR, BALTIMORE, MD 21201

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Status	Organization Name	Purpose	City, State	Amount
PC	National Aquarium in Baltimore, Inc.	support for the 'Campaign for the Future of the National Aquarium'	Baltimore, MD	\$40,000
PC	Network for Teaching Entrepreneurship	support for NTFE Baltimore	Baltimore, MD	10,000
PC	Parks & People Foundation for Baltimore Recreation & Parks	capital support for the 'One Park, One People' campaign	Baltimore, MD	10,000
PC	Parks & People Foundation for Baltimore Recreation & Parks	support for the Baltimore City Middle School Lacrosse League	Baltimore, MD	5,000
PC	Planned Parenthood of Maryland, Inc.	support for 'Real Facts = Healthier Teens,' PPM's Teen Pregnancy and STI Prevention programs	Baltimore, MD	20,000
PC	Planned Parenthood of the Columbia/Willamette	support for the Teen Council Program	Portland, OR	25,000
PC	Rhode Island Sports Heroes	general support	Coventry, RI	15,000
PC	South Baltimore Learning Center	general support	Baltimore, MD	10,000
PC	The Star Spangled Banner Flag House Association, Inc.	general support	Baltimore, MD	2,500
PC	Surfrider Foundation	support for the Jersey Shore chapter and support for the South Jersey chapter	San Clemente, CA	10,000
PC	Thomas A. Edison High School	support for faculty development and training	Portland, OR	25,000
PC	Wide Angle Youth Media, Inc.	general support	Baltimore, MD	5,000
PC	William S. Baer School Partnership Board, Inc.	general support	Baltimore, MD	15,000
PC	William S. Baer School Partnership Board, Inc.	general support	Baltimore, MD	15,000
PC	The Women's Housing Coalition	general support	Baltimore, MD	10,000
PC	YMCA of Central Maryland, Inc.	support for the 'Campaign to Rebuild the Towson Family Center Y'	Baltimore, MD	25,000



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Status Organization Name	Purpose	City, State	Amount
PC Young Audiences of Maryland, Inc.	general support and support for the Wolf Trap	Baltimore, MD	\$20,000
	Early Learning Through the Arts program		
PC YouthZone	general support	Glenwood Springs, CO	5,000
TOTAL			\$1,161,750
			=====

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Status	Organization Name	Purpose	City, State	Amount
PC	Abilities Network	support for the Healthy Families Baltimore County program	Towson, MD	\$15,000
PC	The Baltimore Symphony Orchestra	support for The Campaign for the BSO's Second Century	Baltimore, MD	500,000
PC	Concert Artists of Baltimore, Inc.	general support and support for the opening concert	Baltimore, MD	30,000
PC	Dyslexia Tutoring Program, Inc.	general support	Baltimore, MD	25,000
PC	Junior Achievement of Central Maryland, Inc.	support to enable Baltimore City student participation in its programs	Owings Mills, MD	7,500
PC	Kennedy Krieger Institute, Inc.	support for the capital campaign	Baltimore, MD	200,000
PC	LifeBridge Health	support for the ER-7 capital campaign	Baltimore, MD	100,000
PC	Living Classrooms Foundation	support for Fresh Start, a youth development and job training program	Baltimore, MD	10,000
PC	The Maryland Zoological Society, Inc.	capital support for a new African penguin exhibit	Baltimore, MD	25,000
PC	National Aquarium in Baltimore, Inc.	support for the 'Campaign for the Future of the National Aquarium'	Baltimore, MD	160,000
PC	Parks & People Foundation for Baltimore Recreation & Parks	support for the Baltimore City Middle School Lacrosse League	Baltimore, MD	5,000
PC	The Star Spangled Banner Flag House Association, Inc.	general support	Baltimore, MD	2,500
PC	Young Audiences of Maryland, Inc.	general support and support for the Wolf Trap Early Learning Through the Arts program	Baltimore, MD	20,000
TOTAL				----- \$1,100,000