Form **990-PF** Department of the Treasury Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning DEC 1, 2013 , and ending NOV 30, 2014

Name of foundation
THE THOMAS F & CLEMENTINE L MULLAN FOUNDATION, INC.

A Employer identification number: 52-6050776

Number and street (or P O box number if mail is not delivered to street address): 2330 W. JOPPA ROAD — Room/suite: 210

B Telephone number: 410-494-9200

City or town, state or province, country, and ZIP or foreign postal code: LUTHERVILLE, MD 21093

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 4,752,976.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

SCANNED FEB 24

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))

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	774,120.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	106,683.	106,683.		STATEMENT 1
	5a Gross rents	23,900.	23,900.		STATEMENT 2
	b Net rental income or (loss) -21,177.				STATEMENT 3
	6a Net gain or (loss) from sale of assets not on line 10	143,443.			
	b Gross sales price for all assets on line 6a 721,811.				
	7 Capital gain net income (from Part IV, line 2)		143,443.		
	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				
	12 **Total.** Add lines 1 through 11	1,048,146.	274,026.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	4,623.	4,623.		0.
	b Accounting fees STMT 5	3,720.	1,320.		2,400.
	c Other professional fees STMT 6	31,427.	31,427.		0.
	17 Interest				
	18 Taxes STMT 7	18,934.	14,088.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	28,469.	27,069.		1,400.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	87,173.	78,527.		3,800.
	25 Contributions, gifts, grants paid	296,310.			296,310.
	26 **Total expenses and disbursements.** Add lines 24 and 25	383,483.	78,527.		300,110.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	664,663.			
	b **Net investment income** (if negative, enter -0-)		195,499.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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323501 10-10-13 LHA For Paperwork Reduction Act Notice, see instructions. Form **990-PF** (2013)

14150205 136704 70655.20 2013.05050 THE THOMAS F & CLEMENTINE L 70655_Q1

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	252,703.	153,510.	153,510.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 13,882.			
	Less: allowance for doubtful accounts ▶	13,482.	13,882.	13,882.
	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			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	1,305,266.	2,030,057.	2,542,720.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ 408,666.			
	Less accumulated depreciation ▶	408,666.	408,666.	560,000.
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	1,378,850.	1,410,997.	1,476,266.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ BGE DEPOSIT)	0.	6,598.	6,598.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item 1)	3,358,967.	4,023,710.	4,752,976.
Liabilities	17 Accounts payable and accrued expenses	120.	200.	
	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 ▶)			
	23 **Total liabilities** (add lines 17 through 22)	120.	200.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	3,358,847.	4,023,510.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	3,358,847.	4,023,510.	
	31 **Total liabilities and net assets/fund balances**	3,358,967.	4,023,710.	

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	3,358,847.
2	Enter amount from Part I, line 27a	2	664,663.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,023,510.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,023,510.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	721,811.		578,368.	143,443.
b				
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				143,443.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	143,443.
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	290,302.	3,737,406.	.077675
2011	235,217.	3,464,540.	.067893
2010	500,373.	3,574,641.	.139979
2009	252,582.	3,503,068.	.072103
2008	228,214.	3,083,485.	.074012

2 **Total** of line 1, column (d)	2	.431662
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	.086332
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	4,238,522.
5 Multiply line 4 by line 3	5	365,920.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,955.
7 Add lines 5 and 6	7	367,875.
8 Enter qualifying distributions from Part XII, line 4	8	300,110.

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	3,910.
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	3,910.
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	3,910.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 4,200.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	4,200.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	290.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 290. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		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?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MD			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶410-494-9200

Located at ▶2330 W. JOPPA ROAD, LUTHERVILLE, MD ZIP+4 ▶21093

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

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		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? ☐ Yes ☒ 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.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(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)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (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? N/A **7b**

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

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

(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
THOMAS F. MULLAN III ST. AUGUSTINE AVENUE VERO BEACH, FL 32963	PRESIDENT/TREASURER 1.00	0.	0.	0.
NORMAN WILDER 2330 W JOPPA RD SUITE 210 LUTHERVILLE, MD 21093	VICE PRESIDENT 1.00	0.	0.	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 THE FOUNDATION PROVIDES CONTRIBUTIONS AND GRANTS TO OTHER SECTION 501(C)(3) ORGANIZATIONS WHICH ARE INVOLVED IN DIRECT CHARITABLE ACTIVITIES - SEE LIST OF RECIPIENTS	0.
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	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,521,146.
b	Average of monthly cash balances	1b	221,922.
c	Fair market value of all other assets	1c	560,000.
d	**Total** (add lines 1a, b, and c)	1d	4,303,068.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,303,068.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	64,546.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,238,522.
6	**Minimum investment return.** Enter 5% of line 5	6	211,926.

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

1	Minimum investment return from Part X, line 6	1	211,926.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 3,910.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	3,910.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	208,016.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	208,016.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	208,016.

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	300,110.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	300,110.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	300,110.

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				208,016.
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 76,746.				
b From 2009 80,589.				
c From 2010 327,193.				
d From 2011 63,330.				
e From 2012 106,978.				
f **Total** of lines 3a through e	654,836.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 300,110.				
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				208,016.
e Remaining amount distributed out of corpus	92,094.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	746,930.			
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	76,746.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	670,184.			
10 Analysis of line 9:				
a Excess from 2009 80,589.				
b Excess from 2010 327,193.				
c Excess from 2011 63,330.				
d Excess from 2012 106,978.				
e Excess from 2013 92,094.				

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			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
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).)

THOMAS F. MULLAN III

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 ▶ [X] 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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED STATEMENT	NONE	PUBLIC	UNRESTRICTED	296,310.
Total			▶ 3a	296,310.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	106,683.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	-21,177.	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	143,443.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		228,949.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 228,949.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee — Date: 1/12/15 — Title: President

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LISA STRONG	Lisa M. Strong	2/5/2015		P01011712
Firm's name ▶ MISTER, BURTON & FRENCH, LLC			Firm's EIN ▶ 26-2574303	
Firm's address ▶ 307 INTERNATIONAL CIR #570 HUNT VALLEY, VA MD			Phone no. 410-771-9040	

Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990 .

OMB No 1545-0047
2013

Name of the organization
THE THOMAS F & CLEMENTINE L MULLAN FOUNDATION, INC.

Employer identification number
52-6050776

Organization type (check one)·

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions of $5,000 or more during the year ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

THE THOMAS F & CLEMENTINE L MULLAN FOUNDATION, INC.

Employer identification number

52-6050776

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THOMAS F. MULLAN, III ST. AUGUSTINE AVENUE VERO BEACH, FL 32963	$ 100,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
2	THE MULLAN CONTRACTING COMPANY 2330 W. JOPPA ROAD, SUITE 210 LUTHERVILLE, MD 21093	$ 150,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
3	ESTATE OF LOUISE FLANIGAN 2330 W. JOPPA ROAD, SUITE 210 LUTHERVILLE, MD 21093	$ 524,120.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
THE THOMAS F & CLEMENTINE L MULLAN FOUNDATION, INC.	52-6050776

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	PROCTOR & GAMBLE CO COMMON STOCK 6,510 SHARES	$ 524,120.	05/31/14

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization: THE THOMAS F & CLEMENTINE L MULLAN FOUNDATION, INC.

Employer identification number: 52-6050776

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once.) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Aging Date: 11-30-2014

NAME AND ADDRESS	AMOUNT PAID
ALZHEIMER'S ASSOCIATION 1850 YORK ROAD SUITE D TIMONIUM MD 21093	3,000.00
AMERICAN LUNG ASSOCIATION 211 EAST LOMBARD ST # 260 BALTIMORE MD 21202	500.00
ARC OF BALTIMORE 7215 YORK ROAD BALTIMORE MD 21212	500.00
ASSOCIATED ITALIAN AMERICAN CHARITIES OF MARYLAND ONE SOUTH STREET, SUITE 200 BALTIMORE MD 21202	3,000.00
BALTIMORE EDUCATIONAL SCHOLARSHIP TRUST 808 N CHARLES STREET, SUITE 200 BALTIMORE MD 21201-5308	2,000.00
BETHANY BEACH VOLUNTEER FIRE COMPANY P O BOX 950 BETHANY BEACH DE 19930	300.00
BUTLER VOLUNTEER FIRE COMPANY P O BOX 75 BUTLER MD 21023	100.00
CAF AMERICAN DONOR FUND 25 KINGS HILL AVENUE UNITED KINGDOM WEST MALLING ME 19 4TA	200.00
CALVERT SCHOOL 105 TUSCANY ROAD BALTIMORE MD 21210-3098	5,000.00
CALVERT HALL COLLEGE 8102 LASALLE ROAD TOWSON MD 21204	4,000.00
CARDINAL CREASE CLUB FOUNDATIO P.O. BOX 20002 BALTIMORE MD 21284	1,000.00
CASEY CARES FOUNDATION 3918 VERO ROAD SUITE C BALTIMORE MD 21227	500.00

Aging Date:11-30-2014

NAME AND ADDRESS	AMOUNT PAID
CATHEDRAL OF MARY OUR QUEEN CHARLES STREET BALTIMORE MD 21212	20,000.00
CHILDREN'S RIVERSIDE THEATER 3250 RIVERSIDE PARK DRIVE VERO BEACH FL 32963	1,000.00
CRISTO REY JESUIT HIGH SCHOOL 420 S CHESTER STREET BALTIMORE MD 21231	10,000.00
THE EDUCATION FOUNDATION OF INDIAN RIVER COUNTY, INC P.O. BOX 7046 VERO BEACH FL 32961	1,000.00
ELLIOTT ISLAND VOLUNTEER FIRE DEPARTMENT 2317 ELLIOTT ISLAND ROAD VIENNA MD 21869	500.00
ELLIOTT UNITED METHODIST CHURCH ELLIOTT MD 21869	1,500.00
ENVIRONMENTAL LEARNING CENTER 255 LIVE OAK DRIVE VERO BEACH FL 32963	1,000.00
FRIENDS OF T.J. FOUNDATION COLD SPRING HARBOR LABORATORY ONE BURLINGTOWN ROAD COLD SPRING HAR NY 11724	200.00
GBMC FOUNDATION 6701 NORTH CHARLES STREET BALTIMORE MD 21204	5,000.00
don't use HOSPICE CARE 6701 N CHARLES ST. GBMC BALTIMORE MD 21204	200.00
GILCHRIST HOSPICE CARE 11311 McCORMICK ROAD SUITE 350 HUNT VALLEY MD 21031	10,400.00
THE GLOBAL DELAWARE FUND P.O. BOX 49 REHOBOTH BEACH DE 19971	950.00

NAME AND ADDRESS	AMOUNT PAID
GOUCHER COLLEGE 1021 DULANEY VALLEY ROAD BALTIMORE MD 21204	10,000.00
HEARTHSTONE SCHOOL P. O. BOX 247 SPERRYVILLE VA 22740	1,500.00
HEREFORD VOLUNTEER AMBULANCE ASSOCIATION 905 MONKTON ROAD MONKTON MD 21111	100.00
HEREFORD VOLUNTEER FIRE CO. 510 MONKTON ROAD MONKTON MD 21111	100.00
JOHNS HOPKINS HOSPITAL 601 N. WOLFE STREET BALTIMORE MD 21205	10,000.00
JOHNS HOPKINS UNIVERISTY JOHN FETTING FUND 750 EAST PRATT STREET, SUITE 17 BALTIMORE MD 21202	1,000.00
HUMANE SOCIETY OF VERO BEACH & IRC P O BOX 644 VERO BEACH FL 32961-0644	2,500.00
INDIAN RIVER MEDICAL CENTER FOUNDATION 1000 36TH STREET VERO BEACH FL 32960	15,000.00
INDIAN RIVER LAND TRUST 80 ROYAL PALM POINTE SUITE 301 VERO BEACH FL 32960	1,000.00
IRVINE NATURE CENTER 11201 GARRISON FOREST ROAD OWINGS MILLS MD 21117	860.00
THE KENNEDY KRIEGER INSTITUTE 707 N. BROADWAY BALTIMORE MD 21205	1,000.00
LADEW TOPIARY GARDENS 3535 JARRETTSVILLE PIKE MONKTON MD 21111	2,000.00

NAME AND ADDRESS	AMOUNT PAID
LAND PRESERVATION TRUST, INC. C/O SHAWN DOWNS P O BOX 433 LUTHERVILLE MD 21094	1,000.00
LOYOLA UNIVERSITY MARYLAND 4501 NORTH CHARLES STREET ROOM SC302 BALTIMORE MD 21210	500.00
ANN & ROBERT H. LURIE CHILDREN'S HOSPITAL OF CHICAGO 225 EAST CHICAGO AVENUE, BOX 4 CHICAGO IL 60611-2605	2,500.00
MAKE A WISH MID ATLANTIC 9475 DEERECO ROAD SUITE 306 LUTHERVILLE MD 21093	500.00
MARYLAND HISTORICAL SOCIETY 210 WEST MONUMENT STREET BALTIMORE MD 21202	2,000.00
MCDONOGH SCHOOL 8600 MCDONOGH ROAD OWINGS MILLS MD 21117	120,000.00
MCDONOGH SCHOOL	100.00
RONALD MCDONALD HOUSE CHARTIES OF CENTRAL FLORIDA 1030 N. ORANGE AVE, SUITE 105 ORLANDO FL 32801	500.00
MERCY HIGH SCHOOL 1300 EAST NORTHERN PARKWAY BALTIMORE MD 21239-1998	1,000.00
NATIONAL SPORTING LIBRARY AND MUSEUM P.O. BOX 1335 MIDDLEBURG VA 20118	2,000.00
NATIONAL PARKINSON FOUNDATION GIFT PROCESSING CENTER P.O. BOX 5018 HAGERSTOWN MD 21741-5018	150.00
PAN CAN-PANCREATIC ACTION NETWORK INC 2141 ROSECRANS AVENUE, SUITE 20 MANHATTAN CA 90266	100.00

Aging Date: 11-30-2014

NAME AND ADDRESS	AMOUNT PAID
PERRY HALL UNITED METHODIST CHURCH 9515 BELAIR ROAD PERRY HALL MD 21236	100.00
QUAIL VALLEY CHARITIES INC ATTN: MARTHA REDNER 2345 HIGHWAY A1A VERO BEACH FL 32963	2,000.00
RETT SYNDROME RESEARCH TRUST 67 UNDER CLIFF ROAD TRUMBULL CT 06611	1,000.00
ROCK FOR KIDS FOUNDATION 314 W. INSTITUTE CHICAGO IL 60610	500.00
SAINT IGNATIUS LOYOLA ACADEMY 300 EAST GITTINGS STREET BALTIMORE MD 21230	21,500.00
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST. JUDE PLACE MEMPHIS TN 38105	200.00
SCHOLARSHIP FOUNDATION OF INDIAN RIVER COUNTY PO BOX 1820 VERO BEACH FL 32961-1820	10,000.00
THE TYANNA FOUNDATION 2305 CAVESDALE ROAD OWINGS MILLS MD 21117	1,000.00
UNITED WAY OF INDIAN RIVER COUNTY P.O. BOX 1960 VERO BEACH FL 32961-9950	2,000.00
THE VALLEY PLANNING COUNCIL P O BOX 5402 212 WASHINGTON AVENUE TOWSON MD 21285-5402	1,500.00
VERO BEACH MUSEUM OF ART 3001 RIVERSIDE PARK DRIVE VERO BEACH FL 32963	6,750.00
THE WARD MUSEUM OF WILDFOWL ART 909 SOUTH SCHUMAKER DRIVE SALISBURY MD 21804	2,500.00
REPORT TOTALS:	296,310.00*

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH	106,683.	0.	106,683.	106,683.	
TO PART I, LINE 4	106,683.	0.	106,683.	106,683.	

FORM 990-PF RENTAL INCOME STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
LAND LEASE	1	23,900.
TOTAL TO FORM 990-PF, PART I, LINE 5A		23,900.

FORM 990-PF RENTAL EXPENSES STATEMENT 3

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
BOOKKEEPING		1,320.	
PROPERTY MANAGEMENT		776.	
LAND MAINTENANCE		11,631.	
INSURANCE		553.	
PROPERTY TAX		13,689.	
LEGAL FEES		4,623.	
UTILITIES		2,302.	
OTHER PROPERTY EXPENSES		10,183.	
- SUBTOTAL -	1		45,077.
TOTAL RENTAL EXPENSES			45,077.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			-21,177.

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	4,623.	4,623.		0.
TO FM 990-PF, PG 1, LN 16A	4,623.	4,623.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,400.	0.		2,400.
BOOKKEEPING	1,320.	1,320.		0.
TO FORM 990-PF, PG 1, LN 16B	3,720.	1,320.		2,400.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MGMT FEES	30,651.	30,651.		0.
PROPERTY MANAGEMENT	776.	776.		0.
TO FORM 990-PF, PG 1, LN 16C	31,427.	31,427.		0.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REAL PROPERTY	399.	399.		0.
EXCISE TAX	4,846.	0.		0.
PROPERTY TAX	13,689.	13,689.		0.
TO FORM 990-PF, PG 1, LN 18	18,934.	14,088.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	150.	0.		150.
BOOKKEEPING	3,600.	2,400.		1,200.
STATIONARY	50.	0.		50.
LAND MAINTENANCE	11,631.	11,631.		0.
INSURANCE	553.	553.		0.
UTILITIES	2,302.	2,302.		0.
OTHER PROPERTY EXPENSES	10,183.	10,183.		0.
TO FORM 990-PF, PG 1, LN 23	28,469.	27,069.		1,400.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH CORP STOCK PORTFOLIO	2,030,057.	2,542,720.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,030,057.	2,542,720.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH MUTUAL FUNDS	COST	1,410,997.	1,476,266.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,410,997.	1,476,266.