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

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning , 2014, and ending ,

Name of foundation
Adele M. Thomas Charitable Foundation, Inc.

Number and street (or P O box number if mail is not delivered to street address)
304 Buxton Road

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
Falls Church VA 22046

A Employer identification number
31-1704650

B Telephone number (see instructions)
(703) 533-9566

C If exemption application is pending, check here ► ☐

D 1 Foreign organizations, check here ► ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 6,399,557.

J Accounting method: [X] Cash ☐ Accrual ☐ 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)
REVENUE	1 Contributions, gifts, grants, etc, received (attach schedule)	0.			
	2 Ck ► [X] if the foundn is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	113.	113.		
	4 Dividends and interest from securities	143,391.	143,391.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	89,930.	L-6a Stmt		
	b Gross sales price for all assets on line 6a 102,002.				
	7 Capital gain net income (from Part IV, line 2)		89,930.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total** Add lines 1 through 11	233,434.	233,434.		
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages	0.	0.		0.
	15 Pension plans, employee benefits	0.	0.		0.
	16a Legal fees (attach schedule)	0.	0.		0.
	b Accounting fees (attach sch)	0.	0.		0.
	c Other prof. fees (attach sch) L-16c Stmt	150.	150.		150.
	17 Interest	0.	0.		0.
	18 Taxes (attach schedule)(see instrs) See Line 18 Stmt	3,025.	3,025.		3,025.
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications	2,975.	2,975.		2,975.
	23 Other expenses (attach schedule) See Line 23 Stmt	2,780.	2,780.		2,780.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	8,930.	8,930.		8,930.
	25 Contributions, gifts, grants paid	362,600.			362,600.
	26 **Total expenses and disbursements.** Add lines 24 and 25	371,530.	8,930.		371,530.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-138,096.			
	b **Net investment income** (if negative, enter -0-)		224,504.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash — non-interest-bearing			
	2	Savings and temporary cash investments	655,271.	454,982.	454,982.
	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			
	10a	Investments — U.S. and state government obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule) L-10b Stmt	1,382,885.	1,371,212.	3,498,270.
	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	1,600,698.	1,688,259.	2,446,305.
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)			
	16	**Total assets** (to be completed by all filers — see the instructions. Also, see page 1, item I)	3,638,854.	3,514,453.	6,399,557.
LIABILITIES	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 ► Uncashed checks)	14,500.	25,500.	
	23	**Total liabilities** (add lines 17 through 22)	14,500.	25,500.	
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	3,624,354.	3,488,953.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	3,624,354.	3,488,953.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	3,638,854.	3,514,453.	

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	3,624,354.
2	Enter amount from Part I, line 27a	2	-138,096.
3	Other increases not included in line 2 (itemize) ► unexplained difference	3	2,695.
4	Add lines 1, 2, and 3	4	3,488,953.
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	3,488,953.

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	See attached schedule	P		
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	102,002.		12,072.	89,930.
b				
c				
d				
e				

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				89,930.
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	89,930.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . . ☐ Yes ☒ No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see 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))
2013	249,756.	5,403,122.	0.046224
2012	189,963.	4,899,649.	0.038771
2011	217,727.	4,686,105.	0.046462
2010	243,390.	4,293,323.	0.056690
2009	228,301.	3,787,784.	0.060273

2	**Total** of line 1, column (d)	2	0.248420
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	0.049684
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	6,099,075.
5	Multiply line 4 by line 3	5	303,026.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,245.
7	Add lines 5 and 6	7	305,271.
8	Enter qualifying distributions from Part XII, line 4	8	371,530.

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 ► [ ] 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 ► [X] and enter 1% of Part I, line 27b	1	2,245.
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	2,245.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	2,245.
6	Credits/Payments:		
a	2014 estimated tax pmts and 2013 overpayment credited to 2014 — 6a: 3,821.		
b	Exempt foreign organizations — tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	3,821.
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	1,576.
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ► 1,576. **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?	1 a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1 b		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?	1 c		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
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4 a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4 b		
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, column (c), and Part XV.*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► VA - Virginia			
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*	8 b	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 2014 or the taxable year beginning in 2014 (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 ► John V. Thomas Telephone no. ► (703) 533-9566

Located at ► 304 Buxton Road Falls Church, VA ZIP + 4 ► 22046

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15

			Yes	No
16	At any time during calendar year 2014, 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 FinCEN Form 114, (formerly 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

			Yes	No
	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.			
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? ☐ 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)?	1 b		
	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 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see instructions.)	2 b		
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? ☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2014 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 2014.)*	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 2014?	4 b		X

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 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

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

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

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).

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? **6b** No: X

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

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
John V. Thomas, 304 Buxton Rd Falls Church VA 22046	Dir, Pres 6.00	0.	0.	0.
Eunice W. Thomas, 304 Buxton Rd Falls Church VA 22046	Dir, VP 3.00	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				

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
NONE		
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 NONE	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

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	6,191,954.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	6,191,954.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	6,191,954.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	92,879.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,099,075.
6	**Minimum investment return.** Enter 5% of line 5	6	304,954.

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	304,954.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	2,245.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,245.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	302,709.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	302,709.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	302,709.

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	371,530.
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	371,530.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	2,245.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	369,285.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				302,709.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			206,775.	
b Total for prior years 20 __ , 20 __ , 20 __				
3 Excess distributions carryover, if any, to 2014				
a From 2009 . . . 0.				
b From 2010 . . . 0.				
c From 2011 . . . 0.				
d From 2012 . . . 0.				
e From 2013 . . . 0.				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 371,530.				
a Applied to 2013, but not more than line 2a			206,775.	
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 2014 distributable amount				164,755.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				137,954.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required — see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010 . . 0.				
b Excess from 2011 . . 0.				
c Excess from 2012 . . 0.				
d Excess from 2013 . . 0.				
e Excess from 2014 . . 0.				

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 2014, 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) 2014	(b) 2013	(c) 2012	(d) 2011	(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).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:**

Check here ► ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

John V. Thomas
304 Buxton Road
Falls Church VA 22046 (703) 533-9566

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

NONE

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:

NONE

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 Schedule 2014 Contributions			See attached schedule	
Total ► **3a**				362,600.
b *Approved for future payment*				
NONE				0.
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 (See instructions.)
	(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		113.			
4 Dividends and interest from securities		143,391.			
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					89,930.
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)		143,504.			89,930.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 233,434.

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

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

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

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

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

b If 'Yes,' complete the following schedule.

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

Sign Here

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

John V Thomas | 3/29/15 | President and Treasurer

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ► Self-Prepared | Firm's EIN ►

Firm's address ► | Phone no

Form 990-PF Part I, Line 6a	Net Gain or Loss From Sale of Assets	2014

Name: Adele M. Thomas Charitable Foundation, Inc.

Employer Identification Number: 31-1704650

Asset Information:

Description of Property: See attached schedule
Date Acquired:
How Acquired:
Date Sold:
Name of Buyer:
Sales Price: 102,002.
Cost or other basis (do not reduce by depreciation): 12,072.
Sales Expense:
Valuation Method:
Total Gain (Loss): 89,930.
Accumulation Depreciation:

Description of Property:
Date Acquired:
How Acquired:
Date Sold:
Name of Buyer:
Sales Price:
Cost or other basis (do not reduce by depreciation):
Sales Expense:
Valuation Method:
Total Gain (Loss):
Accumulation Depreciation:

Description of Property:
Date Acquired:
How Acquired:
Date Sold:
Name of Buyer:
Sales Price:
Cost or other basis (do not reduce by depreciation):
Sales Expense:
Valuation Method:
Total Gain (Loss):
Accumulation Depreciation:

Description of Property:
Date Acquired:
How Acquired:
Date Sold:
Name of Buyer:
Sales Price:
Cost or other basis (do not reduce by depreciation):
Sales Expense:
Valuation Method:
Total Gain (Loss):
Accumulation Depreciation:

Description of Property:
Date Acquired:
How Acquired:
Date Sold:
Name of Buyer:
Sales Price:
Cost or other basis (do not reduce by depreciation):
Sales Expense:
Valuation Method:
Total Gain (Loss):
Accumulation Depreciation:

Description of Property:
Date Acquired:
How Acquired:
Date Sold:
Name of Buyer:
Sales Price:
Cost or other basis (do not reduce by depreciation):
Sales Expense:
Valuation Method:
Total Gain (Loss):
Accumulation Depreciation:

Description of Property:
Date Acquired:
How Acquired:
Date Sold:
Name of Buyer:
Sales Price:
Cost or other basis (do not reduce by depreciation):
Sales Expense:
Valuation Method:
Total Gain (Loss):
Accumulation Depreciation:

Description of Property:
Date Acquired:
How Acquired:
Date Sold:
Name of Buyer:
Sales Price:
Cost or other basis (do not reduce by depreciation):
Sales Expense:
Valuation Method:
Total Gain (Loss):
Accumulation Depreciation:

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

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
TREASURER OF VA	25.	25.		25.
Internal Revenue Service	3,000.	3,000.		3,000.
Total	3,025.	3,025.		3,025.

Form 990-PF, Page 1, Part I, Line 23
Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
PROSERIES (SOFTWARE)	343.	343.		343.
Exponent Philanthrapy	725.	725.		725.
PHIL INS COS (D&O)	1,704.	1,704.		1,704.
Check printing	8.	8.		8.
Total	2,780.	2,780.		2,780.

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
Merrill Lynch	Statements	150.			
Total		150.			

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year Book Value	End of Year Fair Market Value
See attached schedule--Merrill Lynch (individual)	456,681.	1,168,864.
E*Trade--See attached schedule	287,608.	538,362.
See attached schedule--Merrill Lynch (ETFs)	626,923.	1,791,044.
Total	1,371,212.	3,498,270.

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

Line 13 - Investments - Other:	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED SCHEDULE T.Rowe Price	1,165,981.	1,813,532.
SEE ATTACHED SCHEDULE E*TRADE FINANCIAL	522,278.	632,773.

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

Line 13 - Investments - Other:	End of Year Book Value	Fair Market Value
Total	1,688,259.	2,446,305.

Form 990-PF, Page 2, Part II, Line 22
Other Liab Stmt

Line 22 - Other Liabilities:	Beginning Year Book Value	Ending Year Book Value
Outstanding checks	14,500.	
Total	14,500.	

Supporting Statement of:

Form 990-PF, p2/Line 2(a)

Description	Amount
ML	315,621.
E*Trade	339,650.
Total	655,271.

Supporting Statement of:

Form 990-PF, p2/Line 2(b)

Description	Amount
Merrill Lynch	105,404.
E*Trade Financial	349,578.
Total	454,982.

Supporting Statement of:

Form 990-PF,p12/Line 3 Column (b)

Description	Amount
Merrill Lynch	79.
E*Trade Financial	34.
Total	113.

Supporting Statement of:

Form 990-PF,p12/Line 4 Column (b)

Description	Amount
Merrill Lynch	48,232.
E*Trade Financial	59,914.
T.RowePrice	35,245.
Total	143,391.

2014 CONTRIBUTIONS AND EXPENSES		12/31/2014					
					GRANT	FOUNDATION	
	CONTRIBUTIONS	EXPENSES	TAXES	TOTAL	PURPOSE	STATUS	ADDRESS
122 EAST 66TH STREET FOUND.	$350			$350	BLDG REPAIR FUND	PUBLIC	122 E. 66th Street, NY, NY 10065
AMERICAN RIVERS	$250			$250	GENERAL SUPPORT	PUBLIC	1101 14thStreet, NW, Washington, DC 20005
ARENA STAGE	$500			$500	GENERAL SUPPORT	PUBLIC	1101 Sixth Street, SW, Washington, DC 20024
BAT CONSERVATION INTERNAT	$1,000			$1,000	GENERAL SUPPORT	PUBLIC	PO Box 162603, Austin, TX 78716
BCC HIGH SCHOOL ED FOUNDA	$600			$600	GENERAL SUPPORT	PUBLIC	PO Box 31209, Bethesday, MD 20824
BETA GAMMA SIGMA	$100			$100	GENERAL SUPPORT	PUBLIC	125 Weldon Parkway, Maryland Heights, MD 63043
BIKE & BUILD	$250			$250	GENERAL SUPPORT	PUBLIC	6153 Ridge Ave, Philadelphia, PA 19128
BOSTON BAROQUE	$250			$250	GENERAL SUPPORT	PUBLIC	66 Leonard St , Belmont, MA 02478
BROWN ALUMNI MAGAZINE	$100			$100	GENERAL SUPPORT	PUBLIC	Box 1908, Providence, RI 02912
BROWN UNIVERSITY	$25,000			$25,000	GENERAL SUPPORT	PUBLIC	"
BROWN U-PEMBROKE CENTER	$300			$300	GENERAL SUPPORT	PUBLIC	"
CHAUTAUQUA FOUNDATION	$6,000			$6,000	GENERAL SUPPORT	PUBLIC	PO Box 28, Chautauqua, NY 12722
CHAUTAUQUA FOUNDATION	$100			$100	WHITTAKER FUND	PUBLIC	"
CHAUTAUQUA FOUNDATION	$100			$100	KIBLIN FUND	PUBLIC	"
CHAUTAUQUA OPERA GUILD	$250			$250	GENERAL SUPPORT	PUBLIC	"
COLONIAL WILLIAMSBURG FOUI	$250			$250	GENERAL SUPPORT	PUBLIC	"
CORNWALL CEMETARY ASSOCI	$250			$250	GENERAL SUPPORT	PUBLIC	PO Box 67, Cornwall, CT 06753
DEEP SPRINGS COLLEGE	$15,000			$15,000	GENERAL SUPPORT	PUBLIC	HC 72 Box 45001, Dyer, NV 89010
DICKINSON COLLEGE	$2,500			$2,500	GENERAL SUPPORT	PUBLIC	PO Box 177, Carlisle, PA 17013
DISPUTE SETTLEMET CENTER C	$5,000			$5,000	GENERAL SUPPORT	PUBLIC	302 West Weaver Street, Carrboro, NC 27510
EXOTIC FELINE RESCUE CENTE	$250			$250	GENERAL SUPPORT	PUBLIC	2221 County Road 137, Center Point, IN 47840
EXPONENT PHILANTHRAPY		$725		$725			
FCPC	$29,000			$29,000	GENERAL SUPPORT	PUBLIC	225 E. Broad St., Falls Church, VA 22046
FOLGER	$250			$250	GENERAL SUPPORT	PUBLIC	201 East Capitol St, SE, Washington, DC 20003
FONZ	$250			$250	GENERAL SUPPORT	PUBLIC	PO Box 37012, MRC 5512, Washington, DC 20013
FRIENDS OF GUEST HOUSE	$250			$250	GENERAL SUPPORT	PUBLIC	1 E. Luray Ave , Alexandria, VA 22301
FRIENDS OF THE BLUE RIDGE P	$250			$250	GENERAL SUPPORT	PUBLIC	PO Box 341, Arden, NC 28704
GEORGETOWN LAW CENTER	$250			$250	WOMEN'S LAW & POL PROGR	PUBLIC	600 New Jersey Ave, NW, Washington, DC 20001
HIRSHHORN MUSEUM & SCU GA	$1,750			$1,750	GENERAL SUPPORT	PUBLIC	PO Box 37012, MCR 358, Washington, DC 20013
HOLY FAMILY ESPISCOPAL CHU	$10,000			$10,000	AUGUSTINE PROJECT	PUBLIC	200 Hayes Road, Chapel Hill, NC 27517
HOUSE OF RUTH	$250			$250	GENERAL SUPPORT	PUBLIC	5 Thomas Circle, NW, Washington, DC 20005
HUB FOR DIRECT COMM ACTIO	$500			$500	ARETE PROJECT	PUBLIC	PO Box 1372, Cedar Ridge, CA 95924
I U FOUNDATION	$500			$500	GENERAL SUPPORT	PUBLIC	950 N Meridian St., Indianapolis, IN 46204
INTER-FAITH COUNCIL FOR SOC	$2,500			$2,500	GENERAL SUPPORT	PUBLIC	110 W. Main Street, Carbora, NC 27510
INTERNATIONAL CRANE FOUND	$1,250			$1,250	GENERAL SUPPORT	PUBLIC	PO Box 447, Baraboo, WI 53913
INTUIT (PRO SERIES)		$47		$47			
INTUIT (PRO SERIES)		$296		$296			
IRS			$3,000	$3,000			
KENNEDY CENTER	$9,000			$9,000	GENERAL SUPPORT	PUBLIC	2700 F St , NW, Washington, DC 20005
KENNEDY CENTER	$7,500			$7,500	OPERA	PUBLIC	"
KKG FOUNDATION	$1,000			$1,000	GENERAL SUPPORT	PUBLIC	PO Box 38, Columbus, OH 43216
LAYOLA MARYMOUNT UNIVERSI	$250			$250	BELLARMINE SCH FUND	PUBLIC	University Hall Suite 2800, Los Angeles, CA 90045
LCNV	$13,850			$13,850	GENERAL SUPPORT	PUBLIC	2855 Annandale Rd., Falls Church, VA 22042
LCNV	$6,150			$6,150	GENERAL SUPPORT	PUBLIC	"
LIBRARY OF CONGRESS	$17,000			$17,000	MUSIC PROGRAM	PUBLIC	101 Independence Ave, SW, Washington, DC 20540
MARY RILEY STYLES PUB. LIB F	$250			$250	GENERAL SUPPORT	PUBLIC	213 W Columbia St , Falls Church, VA 22046
MASSANUTTEN REGIONAL LIBR	$250			$250	GENERAL SUPPORT	PUBLIC	174 S Main St, Harrisonburg, VA 22801

MAYA EDUCATINAL FOUNDATIO	$250			$250	GENERAL SUPPORT	PUBLIC	PO Box 1483, Wellfleet, MA 02667
MERRILL LYNCH		$150		$150			
MERRILL LYNCH		$8		$8			
METROPOLITAN OPERA GUILD	$300			$300	GENERAL SUPPORT	PUBLIC	1000 Fifth Avenue, New York, NY 10028
NATIONAL GALLERY OF ART	$10,000			$10,000	GENERAL SUPPORT	PUBLIC	Sixth Street and Constitution Ave, NW, Washington, DC
NATIONAL MUSEUM OF WOMEN	$150			$150	GENERAL SUPPORT	PUBLIC	1250 New York Ave, NW, Washington, DC 20005
PHILADELPHIA INS COS		$1,704		$1,704			
PHILLIPS COLLECTION	$600			$600	GENERAL SUPPORT	PUBLIC	1600 Twenty-first St , NW, Washington, DC 20009
PL P. OF C. N CAROLINA	$30,000			$30,000	GENERAL SUPPORT	PUBLIC	PO Box 3258, Chapel Hill, NC 27515
PLANNED PARENTHOOD OF MO	$500			$500	GENERAL SUPPORT	PUBLIC	2525 4th Ave, Suite 201, Billings, MT 59101
PPCNC	$500			$500	COLM FUND	PUBLIC	PO Box 3258, Chapel Hill, NC 27515
PPMW	$25,000			$25,000	GENERAL SUPPORT	PUBLIC	1108 16th Street, NW, Washington, DC 20036
PPMW	$100,000			$100,000	CAPITAL CAMPAIGN	PUBLIC	"
SAMARITAN INNS	$250			$250	GENERAL SUPPORT	PUBLIC	2523 14th Street, NW, Washington, DC 20009
SMITHSONIAN ASSOCIATES	$300			$300	GENERAL SUPPORT	PUBLIC	1100 Jefferson Drive, SW, Washington, DC 20560
ST. JOHN'S COLLEGE	$10,000			$10,000	GENERAL SUPPORT	PUBLIC	PO Box 2800, Annapolis, MD 21404
STATE CORPORATION COMMISSION			$25	$25			
SUPPORT THE MET BROADCAS	$300			$300	GENERAL SUPPORT	PUBLIC	Lincoln Center, New York, NY 10023
THE MESA	$250			$250	GENERAL SUPPORT	PUBLIC	2568 Elizabeth St, # 8, Salt Lake City, UT 84106
UC-CUMBERLAND COLLEGE	$2,500			$2,500	GENERAL SUPPORT	PUBLIC	6191 College Station Dr., Williamsburg, KY 40769
VALUELINE PUBLISHING		$2,975		$2,975			
VIRGINIA OPERA	$250			$250	GENERAL SUPPORT	PUBLIC	10660 Page Ave #1345, Fairfax, VA 22038
WASHINGTON PERFORMING AR	$6,000			$6,000	GENERAL SUPPORT	PUBLIC	2000 L Street, NW, Washington, DC 20036
WESTERN PENNSYLVANIA CON	$500			$500	FALLINGWATER	PUBLIC	800 Waterfront Drive, Pittsburgh, PA 15222
WETA	$250			$250	GENERAL SUPPORT	PUBLIC	PO Box 96100, Washington, DC 20090
WOLF TRAP FOUNDATION	$300			$300	GENERAL SUPPORT	PUBLIC	1645 Trap Rd., Vienna, VA 22182
WORD OF FAITH MINISTRIES	$250			$250	GENERAL SUPPORT	PUBLIC	PO Box 868, Kenansville, NC 28349
YALE LAW SCHOOL	$10,000			$10,000	GENERAL SUPPORT	PUBLIC	PO Box 2038, New Haven, CT 06521
YALE LAW SCHOOL	$2,500			$2,500	GENERAL SUPPORT	PUBLIC	"
YOSEMITE CONSERVANCY	$1,000			$1,000	GENERAL SUPPORT	PUBLIC	155 Montogomery St , Suite 1104, San Francisco, CA 94104
				$0			
				$0			
				$0			
				$0			
				$0			
				$0			
				$0			
TOTALS	$362,600	$5,905	$3,025	$371,530			
				$371,530			

AMTCFInc CAPITAL GAINS AND LOSSES 2014					12/31/2014		
SHORT TERM							
NAME	WHAT	P or D	ACQUIRED	SOLD	SALE PR	COST	GAIN OR LO
							$0
							$0
							$0
							$0
							$0
							$0
							$0
NET SHORT TERM GAINS AND LOSSES					$0	$0	$0
LONG TERM							
Intuit Inc (INTU)	300	P	5/30/2006	1/9/2014	$22,939	$8,165	$14,774
Johnson & Johnson (JNJ)	200	P	1/17/1994	1/9/2014	$18,893	$2,624	$16,269
Medtronic Inc	1000	P	1/19/1987	1/10/2014	$59,634	$1,283	$58,351
Healthsouth Corp Sec Lit		P	7/29/2002	4/8/2014	$ 353	$ -	$353
Dell SEC Fair Fund		P	8/19/2005	9/29/2014	$ 183	$ -	$183
							$0
							$0
							$0
							$0
NET LONG TERM GAINS AND LOSSES					$102,002	$12,072	$89,930
TOTAL CAPITAL GAINS AND LOSSES					$102,002	$12,072	$89,930

ADELE M THOMAS CHARITABLE Account Number: 24-Ho

YOUR EMA BANK DEPOSIT INTEREST SUMMARY

November 29, 2014 - December 31, 2014

Money Account Description	Opening Balance	Average Deposit Balance	Current Yield%	Interest on Deposits	Closing Balance
Bank of America, N.A	59,145	50,352	.03	1 37	**28,495**
Bank of America CA, N.A	289	289	03	0 01	**289**
TOTAL ML Bank Deposit Program	59,434			1 38	**28,784**

YOUR EMA ASSETS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	4,179.00	4,179.00		**4,179.00**		
+ML BANK DEPOSIT PROGRAM +FDIC INSURED NOT SIPC COVERED	28,784.00	28,784.00	1.0000	**28,784.00**	**9**	.03
+ISA BANK OF CHINA +FDIC INSURED NOT SIPC COVERED	72,441.00	72,441 00	1.0000	**72,441.00**	**14**	02
TOTAL		105,404 00		**105,404.00**	**23**	.02

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
BED BATH & BEYOND INC	BBBY	10/01/04	1,500	38.5700	57,855.00	76.1700	114,255 00	56,400.00		
		10/01/04	800	38 5700	30,856.00	76 1700	60,936.00	30,080.00		
		10/01/04	200	38.5700	7,714.00	76.1700	15,234.00	7,520.00		
Subtotal			2,500		96,425.00		**190,425.00**	94,000.00		
INTEL CORP	INTC	08/30/88	3,600	0.9258	3,333.16	36 2900	130,644.00	127,310.84	3,240	2.48
		09/20/99	3,200	28.1718	90,150 00	36.2900	116,128.00	25,978.00	2,880	2.48
Subtotal			6,800		93,483.16		**246,772.00**	153,288.84	**6,120**	2.48

+

ADELE M THOMAS CHARITABLE   Account Number:

YOUR EMA ASSETS

November 29, 2014 - December 31, 2014

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
INTUIT INC COM	INTU	05/30/06	900	27.2125	24,491.25	92.1900	82,971.00	58,479.75	900	1.08
		05/30/06	200	27.2125	5,442 50	92 1900	18,438 00	12,995.50	200	1.08
		05/30/06	1,000	27.2175	27,217.50	92.1900	92,190.00	64,972.50	1,000	1.08
		05/30/06	400	27.2225	10,889.00	92.1900	36,876.00	25,987.00	400	1.08
		05/30/06	200	27.2225	5,444.50	92.1900	18,438.00	12,993.50	200	1 08
Subtotal			*2,700*		*73,484.75*		***248,913.00***	*175,428.25*	***2,700***	*1.08*
JOHNSON AND JOHNSON COM	JNJ	01/17/94	300	11.1312	3,339.38	104.5700	31,371.00	28,031.62	840	2.67
		09/20/99	1,900	42.5468	80,839.07	104.5700	198,683.00	117,843.93	5,320	2.67
Subtotal			*2,200*		*84,178.45*		***230,054.00***	*145,875.55*	***6,160***	*2.67*
MEDTRONIC INC COM	MDT	01/19/87	400	1.2828	513.14	72.2000	28,880.00	28,366.86	489	1.68
		09/20/99	3,100	35.0312	108,596.88	72.2000	223,820.00	115,223.12	3,783	1.68
Subtotal			*3,500*		*109,110.02*		***252,700.00***	*143,589.98*	***4,272***	*1.68*
TOTAL					456,681.38		**1,168,864.00**	712,182.62	**19,252**	1.65

RESEARCH RATINGS

Security	Symbol	BofAML Research	Morningstar	S&P
BED BATH & BEYOND INC	BBBY	Underperform (B39)	Hold	Buy
INTEL CORP	INTC	Buy (A17)	Sell	Buy
INTUIT INC COM	INTU	Buy (B17)	Hold	Hold
JOHNSON AND JOHNSON COM	JNJ	Neutral (A27)	Hold	Buy
MEDTRONIC INC COM	MDT	Buy (A17)	Hold	Buy

PLEASE REFER TO THE BACK OF YOUR STATEMENT FOR A GUIDE TO BofAML AND THIRD PARTY RESEARCH RATINGS.

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
POWERSHARES QQQ TR UNITS SER 1	10,800	284,785 41	103.2500	**1,115,100.00**	830,314.59	284,785	**830,314**	**11,653**	1.04

YOUR EMA ASSETS

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
SYMBOL: QQQ Initial Purchase:02/22/02 Equity 100%									
SPDR DOW JONES INDUST AV ETF TRUST SYMBOL: DIA Initial Purchase.06/13/02 Equity 100%	3,800	342,138.00	177 8800	**675,944.00**	333,806.00	342,138	**333,806**	**13,658**	2.02
Subtotal (Equities)				1,791,044.00					
TOTAL		626,923.41		**1,791,044.00**	1,164,120 59		**1,164,120**	**25,311**	1.41

Total Client Investment: Cost of shares directly purchased and still held Does not include shares purchased through reinvestment.
Cumulative Investment Return: Estimated Market Value minus Total Client Investment Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed.

Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment) Provided for Tax Planning purposes only and is not applicable to retirement accounts.
Initial Purchase: Date of your initial investment in this fund.

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility. Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.

LONG PORTFOLIO	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL	1,189,008.79	**3,065,312.00**	1,876,303.21		**44,586**	1.45

YOUR EMA TRANSACTIONS

DIVIDENDS/INTEREST INCOME TRANSACTIONS

Date	Transaction Type	Quantity	Description	Income	Income Year To Date
12/31	¤ Bank Interest		BANK DEPOSIT INTEREST	.38	

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Account Number: XXXX-8970 **Statement Period :** December 1, 2014 - December 31, 2014 **Account Type:** CORPORATION - S CORPORATION

ACCOUNT HOLDINGS

CASH & CASH EQUIVALENTS (22.99% of Holdings)

DESCRIPTION	OPENING BALANCE	CLOSING BALANCE	PORTFOLIO (%)	AVG BALANCE
Extended Insurance Sweep Deposit Account				
E*TRADE Bank	120,000.00	120,000.00		120,000.49
Citibank, N.A.	180,000.00	180,000.00		180,000.74
Union Bank	49,305.93	49,577.81		49,395.61
Extended Insurance Sweep Deposit Account Total	**349,305.93**	**349,577.81**	**22.99**	**349,396.84**

Under the Extended Insurance Sweep Deposit Account (ESDA) program, your cash balances are swept into deposit accounts with E*TRADE Bank and six other depository institutions in varying amounts and are FDIC-insured up to an aggregate of at least $1,250,000. Uninvested cash balances in the ESDA program are not covered by SIPC. The balance in your bank deposit sweep account may be withdrawn on your order and proceeds returned to your securities account or remitted to you.

TOTAL CASH & CASH EQUIVALENTS	**$349,305.93**	**$349,577.81**	**22.99%**	
TOTAL CASH & CASH EQUIVALENTS YTD INTEREST (SWEEP ONLY)	**$34.42**			

STOCKS, OPTIONS & EXCHANGE-TRADED FUNDS (35.40% of Holdings)

DESCRIPTION	SYMBOL/ CUSIP	ACCT TYPE	QUANTITY	PRICE	TOTAL MKT VALUE	PORTFOLIO (%)	EST. ANNUAL INCOME	EST. ANNUAL YIELD (%)
SPDR DOW JONES INDL AVERAGE ETF TR UNIT SER 1	DIA	Margin	600	177.8800	106,728.00	7.02	2,157.00	2.02%
SPDR S&P 500 ETF TRUST	SPY	Margin	2,100	205.5400	431,634.00	28.38	8,054.00	1.87%
TOTAL STOCKS, OPTIONS & ETF					**$538,362.00**	**35.40%**	**$10,211.00**	**1.90%**

MUTUAL FUNDS (41.61% of Holdings)

DESCRIPTION	SYMBOL/ CUSIP	ACCT TYPE	QUANTITY	PRICE	TOTAL MKT VALUE	PORTFOLIO (%)	EST. ANNUAL INCOME
**ROYCE FUND-PENNSYLVANIA MUTUAL FUND INVESTMENT CL	PENNX	Margin	32,054.111	13.0000	416,703.44	27.40	1,474.00
**T ROWE PRICE INTL FUNDS INC INTERNATIONAL STOCK FUND	PRITX	Cash	13,841.757	15.6100	216,069.83	14.21	
TOTAL MUTUAL FUNDS					**$632,773.27**	**41.61%**	**$1,474.00**

TOTAL PRICED PORTFOLIO HOLDINGS (ON 12/31/14)	**$1,520,713.08**
TOTAL ESTIMATED ACCOUNT HOLDINGS ANNUAL INCOME	**$11,685.00**

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Year-End 2014
Mutual Fund Statement

T.RowePrice INVEST WITH CONFIDENCE

1008120 02 AT 0 403 **AUTO T1 0 2563 22046-361804 C01-M1 -P08128

Adele M Thomas Charitable
Foundation Inc
C/O John V Thomas
304 Buxton Rd
Falls Church VA 22046-3618

If you have any que·
or call T. Rowe Price
at 1-800-377-3081.

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answer your questior
option is right for you.

Portfolio Value:	$1,813,532.47

Activity Summary

	This Quarter	Year-to-Date[1]
Beginning Value	**$1,746,924.03**	**$1,636,022.78**
Additions	0.00	0.00
Deductions	0.00	0.00
Income	16,830.68	35,245.05
Market Fluctuation[2]	49,777.76	142,264.64
Ending Value	**$1,813,532.47**	**$1,813,532.47**
Net Change	$66,608.44	$177,509.69

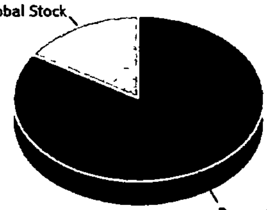
Income Summary

	This Quarter	Year-to-Date[1]
Taxable	$16,830.68	$35,245.05

[1] Year-to-date income may include closed accounts no longer shown on this statement.

[2] The term "Market Fluctuation" reflects any increase or decrease in fund share prices since your last statement. It does not reflect a fund's payment of dividends and interest or any reinvestment of dividends and interest into your account. If all of your holdings are money market funds, there should be no change in account value or principal due to market fluctuation. For other terms, please see "About Your Account and Statement."

Asset Allocation



100.0% Stock Funds	**$1,813,532.47**
■ 83.9% Domestic	1,522,277.19
□ 16.1% International/Global	291,255.28

Portfolio Overview

Nonretirement	9/30/14 Value	12/31/14 Value	Change in Value	% of Assets
T. Rowe Price Mutual Funds				
Equity Index 500	$1,451,446.72	$1,522,277.19	$70,830.47	83.9%
International Stock	295,477.31	291,255.28	-4,222.03	16.1
Total Market Value	**$1,746,924.03**	**$1,813,532.47**	**$66,608.44**	**100.0%**