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

OMB No 1545-0052

2014

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

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

Name of foundation The Butz Foundation Inc.		A Employer identification number 45-1448807
Number and street (or P O box number if mail is not delivered to street address) 3663-B Cap Stine Rd.	Room/suite	B Telephone number (see instructions) (301) 607-4399
City or town, state or province, country, and ZIP or foreign postal code Frederick MD 21703		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 4,104,696.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc. received (attach schedule)				
	2 Ck <input checked="" type="checkbox"/> If the foundn is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	718.	718.		
	4 Dividends and interest from securities	151,087.	151,087.		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	142,899.			
	b Gross sales price for all assets on line 6a	1,363,612.			
	7 Capital gain net income (from Part IV, line 2)		142,899.		
	8 Net short-term capital gain			142,899.	
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
	See Line 11 Stmt	-2,916.	-2,916.		
12 Total. Add lines 1 through 11.	291,788.	291,788.	142,899.		
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch)	22,970.	22,970.		
	17 Interest				
	18 Taxes (attach schedule)(see instrs)	5,750.			5,750.
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23.	28,720.	22,970.		5,750.	
25 Contributions, gifts, grants paid	209,200.				
26 Total expenses and disbursements. Add lines 24 and 25.	237,920.	22,970.		5,750.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	53,868.				
b Net investment income (if negative, enter -0-)		268,818.			
c Adjusted net income (if negative, enter -0-)			142,899.		

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Part I 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		29,139.	162,057.	162,057.
	2	Savings and temporary cash investments				
	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	3,414,850.	3,511,370.	3,942,639.	
	c	Investments — corporate bonds (attach schedule)	175,570.			
	11	Investments — land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments — mortgage loans					
13	Investments — other (attach schedule)					
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).	3,619,559.	3,673,427.	4,104,696.		
LIABILITIES	17	Accounts payable and accrued expenses	0.			
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	0.			
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	3,722,866.	3,722,866.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	-103,307.	-49,439.		
	30	Total net assets or fund balances (see instructions)	3,619,559.	3,673,427.		
	31	Total liabilities and net assets/fund balances (see instructions)	3,619,559.	3,673,427.		

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	3,619,559.
2	Enter amount from Part I, line 27a	2	53,868.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,673,427.
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	3,673,427.

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 1,186.43 Shares Osterweis Fund	P	various	01/02/14
b 274 Shares IShares Russell Midcap Index	P	various	01/06/14
c 9,368.277 Shares Eaton Vance Global Machro	P	various	01/09/14
d 3,746.258 Shares JPM Intl Curr Income FD	P	various	01/29/14
e See Columns (a) thru (d)			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 41,098.		29,495.	11,603.
b 41,101.		20,766.	20,335.
c 88,249.		95,356.	-7,107.
d 41,022.		41,733.	-711.
e See Columns (e) thru (h)		1,033,363.	118,779.

(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 0.	0.	0.	11,603.
b 0.	0.	0.	20,335.
c			-7,107.
d			-711.
e See Columns (i) thru (l)	0.	0.	118,779.

2 Capital gain net income or (net capital loss)	2	142,899.
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	142,899.

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	1,083.	4,272,859.	0.000253
2012	5,794.	3,794,165.	0.001527
2011	0.	0.	0.000000
2010	0.	0.	0.000000
2009	0.	0.	0.000000

2 Total of line 1, column (d)	2	0.001780
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	0.000356
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	4,161,812.
5 Multiply line 4 by line 3	5	1,482.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,688.
7 Add lines 5 and 6	7	4,170.
8 Enter qualifying distributions from Part XII, line 4	8	5,750.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter. _____ (attach copy of letter if necessary — see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	2,688.
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	2,688.
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	2,688.
6 Credits/Payments:			
a 2014 estimated tax pmts and 2013 overpayment credited to 2014	6 a		
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7		
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		59.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		2,747.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		0.
11 Enter the amount of line 10 to be Credited to 2015 estimated tax	11	Refunded	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation . . . \$ (2) On foundation managers . . . \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers . . . \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV.	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) MD - Maryland		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes', attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of <u>Theodore Butz</u> Telephone no. <u>(301) 607-4399</u>			
	Located at <u>3663-B Cap Stine Rd</u> <u>Frederick</u> <u>MD</u> ZIP + 4 <u>21703</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here			<input type="checkbox"/>
	and enter the amount of tax-exempt interest received or accrued during the year	15		
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	Yes	No
	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			X

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

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

1 a	During the year did the foundation (either directly or indirectly).		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1 b		
	Organizations relying on a current notice regarding disaster assistance check here			<input type="checkbox"/>
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?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
	If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u> .			
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. <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u> .			
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
b	If 'Yes,' did it have excess business holdings in 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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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)?

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 ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

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

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?

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
Theodore Butz 3663-B Cap Stine Rd. Frederick MD 21703	President/Treasurer	0.00	0.	0.
Elvira M. Butz 3663-B Cap Stine Rd. Frederick MD 21703	Vice President	0.00	0.	0.
Catherine Butz 3663-B Cap Stine Rd. Frederick MD 21703	Secretary	0.00	0.	0.
See Information about Officers, Directors, Trustees, Etc		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.

1	
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.

1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	

Total. Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1 a	4,126,980.
b	Average of monthly cash balances	1 b	98,210.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	4,225,190.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,225,190.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	63,378.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,161,812.
6	Minimum investment return. Enter 5% of line 5	6	208,091.

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	208,091.
2 a	Tax on investment income for 2014 from Part VI, line 5	2 a	2,688.
b	Income tax for 2014. (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	2,688.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	205,403.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	205,403.
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	205,403.

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	1 a	5,750.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,750.
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	2,688.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,062.

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				205,403.
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			207,916.	
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	6,674.			
e From 2013	1,083.			
f Total of lines 3a through e	7,757.			
4 Qualifying distributions for 2014 from Part XII, line 4: \$ 5,750.				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2014 distributable amount				
e Remaining amount distributed out of corpus	5,750.			
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.	13,507.			
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			207,916.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				205,403.
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	13,507.			
10 Analysis of line 9:				
a Excess from 2010	0.			
b Excess from 2011	0.			
c Excess from 2012	6,674.			
d Excess from 2013	1,083.			
e Excess from 2014	5,750.			

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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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))

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.

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:

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
<i>a Paid during the year</i>				
The Message of Hope P.O. Box 277 Wareham MA 02576	None	Public Charity	General	500.
St. Peter's Episcopal Church P.O. Box 387 Poolesville MD 20837	None	Public Charity	General	5,000.
The Hughes Center for Agro Ecology P.O. Box 169 Queenstown MD 21658	None	Public Charity	General	4,000.
New Life Christian School 5909 Jefferson Pike Frederick MD 21703	None	Public Charity	General	5,000.
St. Thomas Moore Academy 3989 Buckeystown Pike Buckeystown MD 21717	None	Public Charity	General	1,000.
Ashley Hall 172 Rutledge Ave Charlestown SC 29403	None	Public Charity	General	20,000.
Barnesville School 21830 Peach Tree Rd Barnesville MD 20838	None	Public Charity	General	10,000.
St. Francis - St. Mary Catholic Church 113 First Ave Brunswick MD 21716	None	Public Charity	General	7,000.
The Northshore University Health System 1033 University Place Evanston IL 60201	None	Public Charity	General	20,000.
See Line 3a statement				136,700.
Total			3 a	209,200.
<i>b Approved for future payment</i>				
Total			3 b	

Name

Employer Identification Number

The Butz Foundation Inc.

45-1448807

Asset Information:

Description of Property: 1,186.43 Shares Osterweiss Fund

Date Acquired: . various How Acquired: . . . Purchased

Date Sold: . . . 01/02/14 Name of Buyer: . . .

Sales Price: . . . 41,098. Cost or other basis (do not reduce by depreciation) . . . 29,495.

Sales Expense: . . . Valuation Method: . . . Fair Market Value

Total Gain (Loss): . . . 11,603. Accumulation Depreciation: . . .

Description of Property: 274 Shares Ishares Russell Midcap Index Fund

Date Acquired: . various How Acquired: . . . Purchased

Date Sold: . . . 01/06/14 Name of Buyer: . . .

Sales Price: . . . 41,101. Cost or other basis (do not reduce by depreciation) . . . 20,766.

Sales Expense: . . . Valuation Method: . . . Fair Market Value

Total Gain (Loss): . . . 20,335. Accumulation Depreciation: . . .

Description of Property: 9368.28 Shares Eaton Vance Global Macro

Date Acquired: . various How Acquired: . . . Purchased

Date Sold: . . . 01/09/14 Name of Buyer: . . .

Sales Price: . . . 88,249. Cost or other basis (do not reduce by depreciation) . . . 95,356.

Sales Expense: . . . Valuation Method: . . .

Total Gain (Loss): . . . -7,107. Accumulation Depreciation: . . .

Description of Property: 1,448.52 Shares Pimco Commodity

Date Acquired: . various How Acquired: . . . Purchased

Date Sold: . . . 01/29/14 Name of Buyer: . . .

Sales Price: . . . 15,166. Cost or other basis (do not reduce by depreciation) . . . 15,398.

Sales Expense: . . . Valuation Method: . . .

Total Gain (Loss): . . . -232. Accumulation Depreciation: . . .

Description of Property: 3,746.26 Shares JPM Intl Crr Income FD

Date Acquired: . various How Acquired: . . . Purchased

Date Sold: . . . 01/29/14 Name of Buyer: . . .

Sales Price: . . . 41,022. Cost or other basis (do not reduce by depreciation) . . . 41,733.

Sales Expense: . . . Valuation Method: . . .

Total Gain (Loss): . . . -711. Accumulation Depreciation: . . .

Description of Property: 1,665.23 Shares Matthews Pacific Tiger FD

Date Acquired: . various How Acquired: . . . Purchased

Date Sold: . . . 02/06/14 Name of Buyer: . . .

Sales Price: . . . 39,283. Cost or other basis (do not reduce by depreciation) . . . 32,482.

Sales Expense: . . . Valuation Method: . . .

Total Gain (Loss): . . . 6,801. Accumulation Depreciation: . . .

Description of Property: 2,723.04 Shares Delaware Emerging Markets

Date Acquired: . various How Acquired: . . . Purchased

Date Sold: . . . 02/06/14 Name of Buyer: . . .

Sales Price: . . . 40,764. Cost or other basis (do not reduce by depreciation) . . . 36,556.

Sales Expense: . . . Valuation Method: . . .

Total Gain (Loss): . . . 4,208. Accumulation Depreciation: . . .

Description of Property: See Net Gain or Loss from Sale of Assets

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, Part I, Lines 6a
Net Gain or Loss from Sale of Assets**Asset Information:**

Description of Property	2,855.42 Shares Victory Diversified Stock
Business Code	Exclusion Code 18
Date Acquired	various How Acquired Purchased
Date Sold	03/05/14 Name of Buyer
Check Box, if Buyer is a Business	<input type="checkbox"/>
Sales Price	62,191. Cost or other basis (do not reduce by depreciation) 42,989.
Sales Expense	Valuation Method
Total Gain (Loss)	19,202. Accumulated Depreciation
Description of Property	2,642.82 Shares T.Rowe Price New Asia
Business Code	Exclusion Code 18
Date Acquired	various How Acquired Purchased
Date Sold	03/11/14 Name of Buyer
Check Box, if Buyer is a Business	<input type="checkbox"/>
Sales Price	42,259. Cost or other basis (do not reduce by depreciation) 39,114.
Sales Expense	Valuation Method
Total Gain (Loss)	3,145. Accumulated Depreciation
Description of Property	4,783.74 Shares Edgewood Growth Fund
Business Code	Exclusion Code 18
Date Acquired	various How Acquired Purchased
Date Sold	05/30/14 Name of Buyer
Check Box, if Buyer is a Business	<input type="checkbox"/>
Sales Price	92,470. Cost or other basis (do not reduce by depreciation) 63,005.
Sales Expense	Valuation Method
Total Gain (Loss)	29,465. Accumulated Depreciation
Description of Property	6,471.94 Shares JPM Growth Advantage FD
Business Code	Exclusion Code 18
Date Acquired	various How Acquired Purchased
Date Sold	05/30/14 Name of Buyer
Check Box, if Buyer is a Business	<input type="checkbox"/>
Sales Price	90,607. Cost or other basis (do not reduce by depreciation) 59,251.
Sales Expense	Valuation Method
Total Gain (Loss)	31,356. Accumulated Depreciation
Description of Property	2,376.74 Shares Pimco Commodity
Business Code	Exclusion Code 18
Date Acquired	various How Acquired Purchased
Date Sold	05/30/14 Name of Buyer
Check Box, if Buyer is a Business	<input type="checkbox"/>
Sales Price	27,071. Cost or other basis (do not reduce by depreciation) 24,649.
Sales Expense	Valuation Method
Total Gain (Loss)	2,422. Accumulated Depreciation
Description of Property	8,376.42 Shares JPM Multi Sector Inc FD
Business Code	Exclusion Code 18
Date Acquired	various How Acquired Purchased
Date Sold	10/09/14 Name of Buyer
Check Box, if Buyer is a Business	<input type="checkbox"/>
Sales Price	85,523. Cost or other basis (do not reduce by depreciation) 85,298.
Sales Expense	Valuation Method
Total Gain (Loss)	225. Accumulated Depreciation

Form 990-PF, Part I, Lines 6a

Continued

Net Gain or Loss from Sale of Assets

Asset Information:

Description of Property	3,279.61 Shares JPM Intrepid European FD	
Business Code	Exclusion Code	18
Date Acquired	various	How Acquired Purchased
Date Sold	10/09/14	Name of Buyer
Check Box, if Buyer is a Business.	<input type="checkbox"/>	
Sales Price	82,285	Cost or other basis (do not reduce by depreciation) 83,466
Sales Expense		Valuation Method
Total Gain (Loss)	-1,181	Accumulated Depreciation
Description of Property	3,726.31 Shares Pimco Commodity	
Business Code	Exclusion Code	18
Date Acquired	various	How Acquired Purchased
Date Sold	10/10/14	Name of Buyer
Check Box, if Buyer is a Business.	<input type="checkbox"/>	
Sales Price	36,779	Cost or other basis (do not reduce by depreciation) 38,418
Sales Expense		Valuation Method
Total Gain (Loss)	-1,639	Accumulated Depreciation
Description of Property	521.411 Shares Osterweis Fund	
Business Code	Exclusion Code	18
Date Acquired	various	How Acquired Purchased
Date Sold	05/23/14	Name of Buyer
Check Box, if Buyer is a Business.	<input type="checkbox"/>	
Sales Price	18,458	Cost or other basis (do not reduce by depreciation) 16,683
Sales Expense		Valuation Method
Total Gain (Loss)	1,775	Accumulated Depreciation
Description of Property	287 Shares SPDR Gold Trust	
Business Code	Exclusion Code	18
Date Acquired	various	How Acquired Purchased
Date Sold	10/27/14	Name of Buyer
Check Box, if Buyer is a Business.	<input type="checkbox"/>	
Sales Price	34,277	Cost or other basis (do not reduce by depreciation) 38,256
Sales Expense		Valuation Method
Total Gain (Loss)	-3,979	Accumulated Depreciation
Description of Property	219 Shares iShares Russell Midcap Index FD	
Business Code	Exclusion Code	18
Date Acquired	various	How Acquired Purchased
Date Sold	10/27/14	Name of Buyer
Check Box, if Buyer is a Business.	<input type="checkbox"/>	
Sales Price	34,307	Cost or other basis (do not reduce by depreciation) 16,597
Sales Expense		Valuation Method
Total Gain (Loss)	17,710	Accumulated Depreciation
Description of Property	11,366.21 Shares Manning & Napier Equity Ser1	
Business Code	Exclusion Code	18
Date Acquired	various	How Acquired Purchased
Date Sold	11/14/14	Name of Buyer
Check Box, if Buyer is a Business.	<input type="checkbox"/>	
Sales Price	242,100	Cost or other basis (do not reduce by depreciation) 218,492
Sales Expense		Valuation Method
Total Gain (Loss)	23,608	Accumulated Depreciation

Form 990-PF, Part I, Lines 6a
Net Gain or Loss from Sale of Assets

Continued

Asset Information:

Description of Property	59,000 Shares JPM Enhanced Beta Return Note	-----
Business Code	Exclusion Code	18
Date Acquired	various	How Acquired
Date Sold	11/26/14	Name of Buyer
Check Box, if Buyer is a Business	<input type="checkbox"/>	
Sales Price	53,560.	Cost or other basis (do not reduce by depreciation)
Sales Expense		Valuation Method
Total Gain (Loss)	-8,289.	Accumulated Depreciation

Description of Property	20,000 Shares Barc Bren WTI 9/3/15	-----
Business Code	Exclusion Code	18
Date Acquired	various	How Acquired
Date Sold	12/11/14	Name of Buyer
Check Box, if Buyer is a Business	<input type="checkbox"/>	
Sales Price	14,370.	Cost or other basis (do not reduce by depreciation)
Sales Expense		Valuation Method
Total Gain (Loss)	-5,630.	Accumulated Depreciation

Description of Property	2,875.80 Shares MFS Intl Value	-----
Business Code	Exclusion Code	18
Date Acquired	various	How Acquired
Date Sold	12/24/14	Name of Buyer
Check Box, if Buyer is a Business	<input type="checkbox"/>	
Sales Price	100,480.	Cost or other basis (do not reduce by depreciation)
Sales Expense		Valuation Method
Total Gain (Loss)	4,836.	Accumulated Depreciation

Description of Property	1,697.3 Shares Oakmark International FD-1	-----
Business Code	Exclusion Code	18
Date Acquired	various	How Acquired
Date Sold	12/24/14	Name of Buyer
Check Box, if Buyer is a Business	<input type="checkbox"/>	
Sales Price	40,192.	Cost or other basis (do not reduce by depreciation)
Sales Expense		Valuation Method
Total Gain (Loss)	-5,024.	Accumulated Depreciation

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

Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
Litigation Proceeds	416.	416.	
OID Interest	-3,332.	-3,332.	
Total	<u>-2,916.</u>	<u>-2,916.</u>	

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P – Purchase D – Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1,448.52 Shares Pimco Commodity	P	various	01/29/14
2,723.041 Shares Delaware Emerging Markets	P	various	02/06/14
1,665.23 Shares Matthews Pacific Tiger FD	P	various	02/06/14
2,855.42 Victory Diversified Stock	P	various	03/05/14
2,642.82 Shares T.Rowe Price New Asia	P	various	03/11/14
6,471.94 Shares JPM GRWTH Advantaged FD	P	various	05/30/14
2,376.739 Shares Pimco Commodity Strat	P	various	05/30/14
4,783.742 Shares Edgewood Growth FD	P	various	05/30/14
3,279.607 Shares JPM Intrepid European FD	P	various	10/09/14
8,376.423 Shares JPM Multi Sector Inc FD	P	various	10/09/14
3,726.305 Shares Pimco Commodity	P	various	10/10/14
521.411 Shares Osterweis Fund	P	various	10/23/14
219 Shares Ishares Russell Midcap Index Fd	P	various	10/27/14
287 Shares SPDR Gold Trust	P	various	10/27/14
11,366.214 Shares Manning & Napier Equity Ser1	P	various	11/14/14
59,000 Shares JPM Enhanced Beta Daily Return Note	P	various	11/26/14
20,000 Shares Barc Bren WTI	P	various	12/11/14
1,697.302 Shares Oakmark International FD	P	various	12/24/14
2,875.795 Shares MFS Intl Value	P	various	12/24/14

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
15,166.		15,398.	-232.
40,764.		36,556.	4,208.
39,283.		32,482.	6,801.
62,191.		42,989.	19,202.
42,259.		39,114.	3,145.
90,607.		59,251.	31,356.
27,071.		24,649.	2,422.
92,470.		63,005.	29,465.

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

Continued

(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)
82,285.		83,466.	-1,181.
85,523.		85,298.	225.
36,779.		38,418.	-1,639.
18,458.		16,683.	1,775.
34,307.		16,597.	17,710.
34,277.		38,256.	-3,979.
242,100.		218,492.	23,608.
53,560.		61,849.	-8,289.
14,370.		20,000.	-5,630.
40,192.		45,216.	-5,024.
100,480.		95,644.	4,836.
Total		<u>1,033,363.</u>	<u>118,779.</u>

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (i) thru (l)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))
			-232.
0.	0.	0.	4,208.
0.	0.	0.	6,801.
0.	0.	0.	19,202.
0.	0.	0.	3,145.
0.	0.	0.	31,356.
0.	0.		
0.	0.	0.	2,422.
0.	0.	0.	29,465.
0.	0.		
0.	0.		-1,181.
0.	0.	0.	225.
			-1,639.
0.	0.	0.	1,775.
0.	0.	0.	17,710.
			-3,979.
0.	0.	0.	23,608.
			-8,289.
			-5,630.
			-5,024.
0.	0.	0.	4,836.
Total	<u>0.</u>	<u>0.</u>	<u>118,779.</u>

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person. <input checked="" type="checkbox"/> Business <input type="checkbox"/> Thompson H. Butz 3663-B Cap Stine Rd. Frederick MD 21703	Director 0.00	0.	0.	0.
Person. <input checked="" type="checkbox"/> Business <input type="checkbox"/> Ronald E. James 3663-B Cap Stine Rd. Frederick MD 21703	Director 0.00	0.	0.	0.

Total

0. 0. 0.

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year Leukemia & Lymphoma Society 5845 Richmond Highway Alexandria VA 22303	None	Public Charity	General	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 1,000.
The Ravina Festival Association 418 Sheridan Rd Highland Park IL 60635	None	Public Charity	General	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 5,000.
The Field Museum of Natural History 1400 S. Lake Shore Dr. Chicago IL 60605-2496	None	Public Charity	General	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 10,000.
Chicago Humanities Festival 500 N. Dearborn Suite 825 Chicago IL 60654	None	Public Charity	General	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 2,500.
The University of Chicago 401 North Michigan Chicago IL 60611	None	Public Charity	General	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 5,000.
Virginia College Fund 4900 Augusta Ave Richmond VA 23230	None	Public Charity	General	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 3,000.

Form 990-PF, Page 11, Part XV, line 3a
Line 3a statement

Continued

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
Ferrum College 10021 Franklin St. Ferrum VA 24088	None	Public Charity	General	Person or Business <input checked="" type="checkbox"/> 5,000.
Second Chance Wildlife Center 7101 Barcellona Dr. Gaithersburg MD 20879	None	Public Charity	General	Person or Business <input checked="" type="checkbox"/> 6,000.
Holton Arms 7303 River Rd. Bethesda MD 20817	None	Public Charity	General	Person or Business <input checked="" type="checkbox"/> 15,000.
Primary Day 7300 River Rd. Bethesda MD 20817	None	Public Charity	General	Person or Business <input checked="" type="checkbox"/> 11,000.
Hadley School for the Blind 700 Elm St. Winnetka IL 60093	None	Public Charity	General	Person or Business <input checked="" type="checkbox"/> 1,000.
The Chicago Botanical Gardens P.O. Box 400 Glencoe IL 60022	None	Public Charity	General	Person or Business <input checked="" type="checkbox"/> 14,000.
Blue Ridge School 273 Mayo Drive St. George VA 22935	None	Public Charity	General	Person or Business <input checked="" type="checkbox"/> 4,000.
St. Mary's Church P.O. Box 67 Barnesville MD 20838	None	Public Charity	General	Person or Business <input checked="" type="checkbox"/> 2,500.
National Building Museum 401 F Street NW Washington DC 20001	None	Public Charity	General	Person or Business <input checked="" type="checkbox"/> 5,000.
Maryland Clean Energy 1212 West Street Suite 200 Annapolis MD 21401	None	Public Charity	General	Person or Business <input checked="" type="checkbox"/> 2,500.
Atlantic Seaboard Dyslexia Education Center 22 West Jefferson Street Rockville MD 20850	None	Public Charity	General	Person or Business <input checked="" type="checkbox"/> 2,500.
St. Andrew's Episcopal School 8804 Postoak Rd. Potomac MD 20854	None	Public Charity	General	Person or Business <input checked="" type="checkbox"/> 20,000.
				Person or Business <input type="checkbox"/>
Ronald McDonald House 81 Gadsden Street Charleston SC 29401	None	Public Charity	General	Person or Business <input checked="" type="checkbox"/> 11,700.
Lost & Found Horse Rescue 15800 Darnestown Rd. Germantown MD 20874	None	Public Charity	General	Person or Business <input checked="" type="checkbox"/> 10,000.

Form 990-PF, Page 11, Part XV, line 3a
Line 3a statement

Continued

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foun- dation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox
				Amount
a Paid during the year				

Total

136,700.

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

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
JPMorgan #A7275 - Equities	2,661,051.	3,157,111.
JPMorgan #W7377 - Equities	112,200.	37,100.
JPMorgan #A7275 - Other Assets	688,119.	696,088.
JPMorgan #W7377 - Other Assets	50,000.	52,340.
Total	<u>3,511,370.</u>	<u>3,942,639.</u>