EXTENDED TO NOVEMBER 16, 2015

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 , and ending

Name of foundation
DELMAN MORTENSON CHARITABLE FOUNDATION
C/O BERLIN RAMOS & COMPANY, P.A. - JKS

A Employer identification number
54-1739798

Number and street (or P O box number if mail is not delivered to street address)
11200 ROCKVILLE PIKE

Room/suite
400

B Telephone number
3015899000

City or town, state or province, country, and ZIP or foreign postal code
ROCKVILLE, MD 20852

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 9,914,567.

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

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	60,000.		N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	68.	68.		STATEMENT 1
	4 Dividends and interest from securities	196,318.	196,318.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,734,348.			
	b Gross sales price for all assets on line 6a 7,972,083.				
	7 Capital gain net income (from Part IV, line 2)		2,734,348.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	2,990,734.	2,930,734.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	5,000.	5,000.		0.
	c Other professional fees STMT 4	34,819.	34,819.		0.
	17 Interest				
	18 Taxes STMT 5	2,581.	2,581.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	414.	414.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	42,814.	42,814.		0.
	25 Contributions, gifts, grants paid	402,500.			402,500.
	26 **Total expenses and disbursements.** Add lines 24 and 25	445,314.	42,814.		402,500.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	2,545,420.			
	b **Net investment income** (if negative, enter -0-)		2,887,920.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

SCANNED NOV 19 2015

RECEIVED NOV 2 3 2015 OGDEN, UT 1033

9-20 8

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	43,147.	900,026.	900,026.
	2 Savings and temporary cash investments	32,164.	536,647.	536,647.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	12,070.	11,460.	11,460.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	5,307,595.	6,233,415.	8,192,215.
	c Investments - corporate bonds STMT 8	46,947.	305,836.	274,219.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STOCK PROCEEDS RECE)	41.	0.	0.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,441,964.	7,987,384.	9,914,567.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	5,441,964.	7,987,384.	
	30 Total net assets or fund balances	5,441,964.	7,987,384.	
	31 Total liabilities and net assets/fund balances	5,441,964.	7,987,384.	

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	5,441,964.
2	Enter amount from Part I, line 27a	2	2,545,420.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	7,987,384.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,987,384.

Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENTS

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
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				
b				
c				
d				
e	7,972,083.		5,237,735.	2,734,348.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				2,734,348.

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	2,734,348.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	396,931.	8,303,950.	.047800
2012	297,512.	6,915,433.	.043021
2011	269,019.	6,032,644.	.044594
2010	237,110.	5,449,803.	.043508
2009	171,000.	4,839,017.	.035338

2	Total of line 1, column (d)	2	.214261
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	.042852
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	9,670,218.
5	Multiply line 4 by line 3	5	414,388.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	28,879.
7	Add lines 5 and 6	7	443,267.
8	Enter qualifying distributions from Part XII, line 4	8	402,500.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	57,758.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	57,758.
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	57,758.
6 Credits/Payments:				
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	11,460.		
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	11,460.
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	46,298.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11 Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶		Refunded ▶	11	

Part VII-A | Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
If "Yes," attach a detailed description of the activities.			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If "Yes," attach the statement required by General Instruction T.			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ VA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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? N/A	13		

Website address ▶ N/A

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ 301-589-9000

Located at ▶ 11200 ROCKVILLE PIKE, SUITE 400, ROCKVILLE, MD ZIP+4 ▶ 20852

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

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) *Engage in the sale or exchange, or leasing of property with a disqualified person?* ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	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?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 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 ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		X

423541
11-24-14

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

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

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

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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)? N/A — 5b

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b | | X (No)

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A — 7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOSEPH K. SPEICHER 11200 ROCKVILLE PIKE STE 400 ROCKVILLE, MD 20852	TRUSTEE 1.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

423561
11-24-14

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	9,244,895.
b	Average of monthly cash balances	1b	561,125.
c	Fair market value of all other assets	1c	11,460.
d	**Total** (add lines 1a, b, and c)	1d	9,817,480.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	9,817,480.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	147,262.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,670,218.
6	**Minimum investment return** Enter 5% of line 5	6	483,511.

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	483,511.
2a	Tax on investment income for 2014 from Part VI, line 5 2a 57,758.		
b	Income tax for 2014. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	57,758.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	425,753.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	425,753.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	425,753.

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	402,500.
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	402,500.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	402,500.

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				425,753.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			38,188.	
b Total for prior years: _____, _____, _____		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 402,500.				
a Applied to 2013, but not more than line 2a			38,188.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				364,312.
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).)	0.			0.
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		0.		
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 instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				61,441.
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)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	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				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CROHNS COLITIS FOUNDATION OF AMERICA 11300 ROCKVILLE PIKE ROCKVILLE, MD 20852	NONE	501(C)3	CHARITABLE CONTRIBUTION	25,000.
BECKY'S FUND 5 THOMAS CIRCLE WASHINGTON, DC 20005	NONE	501(C)3	CHARITABLE CONTRIBUTION	2,500.
JEWISH FEDERATION OF GREATER WASHINGTON 3101 MONTROSE ROAD ROCKVILLE, MD 20852	NONE	501(C)3	CHARITABLE CONTRIBUTION	5,000.
VESTERHEIM NORWEGIAN-AMERICAN MUSEUM PO BOX 379 DECORAH, IA 52101	NONE	501(C)3	CHARITABLE CONTRIBUTION	10,000.
THE SEAMEN'S CHURCH INSTITUTE 74 TRINITY PLACE NEW YORK, NY 10006	NONE	501(C)3	CHARITABLE CONTRIBUTION	20,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	402,500.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	68.	
4 Dividends and interest from securities			14	196,318.	
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			18	2,734,348.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		2,930,734.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 2,930,734.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Joseph K. Spencer TRUSTEE 11/11/15 TRUSTEE

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
STEVEN A. KENNEY, C	Steven A. Kenney CPA	11/11/15		P01417286
Firm's name ▶ BERLIN RAMOS & COMPANY, P.A.			Firm's EIN ▶ 52-1367749	
Firm's address ▶ 11200 ROCKVILLE PIKE, #400 ROCKVILLE, MD 20852			Phone no. 301-589-9000	

Part IV . Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	EXXON MOBIL	P	VARIOUS	07/01/14
b	MERRILL LYNCH #86Q-02424 COVERED	P	VARIOUS	12/31/14
c	MERRILL LYNCH #86Q-02424 COVERED	P	VARIOUS	12/31/14
d	AT&T - 659 SHARES	P	VARIOUS	12/03/14
e	AT&T - 1625 SHARES	P	VARIOUS	12/03/14
f	AT&T - 2049 SHARES	P	VARIOUS	12/03/14
g	COCA COLA - 1043 SHARES	P	VARIOUS	12/11/14
h	COCA COLA - 1234 SHARES	P	VARIOUS	12/11/14
i	NORFOLK SOUTHERN CORP - 1319 SHARES	P	VARIOUS	12/01/14
j	ROYAL DUTCH SHELL - 1448 SHARES	P	VARIOUS	12/03/14
k	UNION PACIFIC - 3150 SHARES	P	VARIOUS	12/15/14
l	UNION PACIFIC - 1039 SHARES	P	VARIOUS	12/15/14
m	MERRILL LYNCH #86Q-02425 COVERED	P	VARIOUS	12/31/14
n	MERRILL LYNCH #86Q-02426 COVERED	P	VARIOUS	12/31/14
o	HOME DEPOT - 1937 SHARES	P	VARIOUS	12/31/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	3,423.		2,505.	918.
b	47,715.		44,430.	3,285.
c	225,870.		168,570.	57,300.
d	22,360.		14,024.	8,336.
e	55,137.		34,580.	20,557.
f	69,523.		43,603.	25,920.
g	42,908.		28,724.	14,184.
h	50,765.		33,984.	16,781.
i	140,937.		59,553.	81,384.
j	98,600.		104,155.	-5,555.
k	350,439.		25,862.	324,577.
l	115,589.		17,310.	98,279.
m	181,039.		178,934.	2,105.
n	120,884.		112,523.	8,361.
o	154,602.		49,200.	105,402.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				918.
b				3,285.
c				57,300.
d				8,336.
e				20,557.
f				25,920.
g				14,184.
h				16,781.
i				81,384.
j				-5,555.
k				324,577.
l				98,279.
m				2,105.
n				8,361.
o				105,402.

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

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	MCDONALDS - 500 SHARES	P	VARIOUS	12/31/14
b	MERRILL LYNCH #86Q-02427 COVERED	P	VARIOUS	12/31/14
c	MERRILL LYNCH #86Q-02428 COVERED	P	VARIOUS	12/31/14
d	MERRILL LYNCH #86Q-02429 COVERED	P	VARIOUS	12/31/14
e	MERRILL LYNCH #86Q-02430 COVERED	P	VARIOUS	12/31/14
f	BANCO SANTANDER SA ADR	P	VARIOUS	11/19/14
g	ABBOTT LABS - 2600 SHARES	P	VARIOUS	02/19/14
h	ABBVIE INC - 2700 SHARES	P	VARIOUS	02/19/14
i	ANADARKO PETROL - 500 SHARES	P	VARIOUS	02/19/14
j	AT&T - 6900 SHARES	P	VARIOUS	02/19/14
k	BRISTOL MYERS SQUIBB - 5800 SHARES	P	VARIOUS	02/19/14
l	COCA COLA - 3000 SHARES	P	VARIOUS	02/19/14
m	CSX CORP -1000 SHARES	P	VARIOUS	02/19/14
n	ELI LILLY - 5200 SHARES	P	VARIOUS	02/19/14
o	EXXON MOBIL - 2500 SHARES	P	VARIOUS	02/19/14

	(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	47,521.		17,970.	29,551.
b	334,527.		354,455.	-19,928.
c	334,691.		365,512.	-30,821.
d	151,418.		153,240.	-1,822.
e	344,584.		357,849.	-13,265.
f	9.			9.
g	102,009.		63,554.	38,455.
h	139,595.		67,342.	72,253.
i	41,633.		16,816.	24,817.
j	226,731.		146,815.	79,916.
k	316,058.		160,258.	155,800.
l	111,838.		82,609.	29,229.
m	27,571.		21,421.	6,150.
n	296,199.		266,740.	29,459.
o	236,754.		186,654.	50,100.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				29,551.
b				-19,928.
c				-30,821.
d				-1,822.
e				-13,265.
f				9.
g				38,455.
h				72,253.
i				24,817.
j				79,916.
k				155,800.
l				29,229.
m				6,150.
n				29,459.
o				50,100.

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

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

Part IV . Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	JOHNSON & JOHNSON - 6000 SHARES	P	VARIOUS	02/19/14
b	MERCK & CO - 3700 SHARES	P	VARIOUS	02/19/14
c	NORFOLK SOUTHERN CORP - 2100 SHARES	P	VARIOUS	02/19/14
d	PFIZER - 17000 SHARES	P	VARIOUS	02/19/14
e	PRICE TROWE GROUP - 450 SHARES	P	VARIOUS	02/19/14
f	PROCTOR & GAMBLE - 3600 SHARES	P	VARIOUS	02/19/14
g	ROYAL DUTCH SHELL - 1500 SHARES	P	VARIOUS	02/19/14
h	UNION PACIFIC - 3100 SHARES	P	VARIOUS	02/19/14
i	XEROX - 3800 SHARES	P	VARIOUS	02/19/14
j	MERRILL LYNCH #86Q-02431 COVERED	P	VARIOUS	12/31/14
k	T ROWE PRICE 30Q-311372 COVERED	P	VARIOUS	11/20/14
l	T ROWE PRICE 30Q-311372 COVERED	P	VARIOUS	10/21/14
m	ANADARKO PETROL - 420 SHARES	P	VARIOUS	10/21/14
n	JOHNSON & JOHNSON - 750 SHARES	P	VARIOUS	10/21/14
o	MCDONALDS - 406 SHARES	P	VARIOUS	10/21/14

	(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	554,536.		328,911.	225,625.
b	205,504.		165,382.	40,122.
c	191,790.		94,809.	96,981.
d	541,101.		386,583.	154,518.
e	36,611.		23,607.	13,004.
f	282,523.		189,371.	93,152.
g	109,213.		107,892.	1,321.
h	551,980.		51,641.	500,339.
i	40,925.		60,436.	-19,511.
j	421,572.		423,615.	-2,043.
k	6,201.		5,995.	206.
l	78,314.		53,195.	25,119.
m	38,478.		14,148.	24,330.
n	74,952.		41,114.	33,838.
o	36,913.		14,603.	22,310.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				225,625.
b				40,122.
c				96,981.
d				154,518.
e				13,004.
f				93,152.
g				1,321.
h				500,339.
i				-19,511.
j				-2,043.
k				206.
l				25,119.
m				24,330.
n				33,838.
o				22,310.

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

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PFIZER - 1770 SHARES	P	VARIOUS	10/21/14
b	UNION PACIFIC - 700 SHARES	P	VARIOUS	10/21/14
c	XEROX - 3222 SHARES	P	VARIOUS	10/21/14
d	ADDITIONAL GAIN NOT REPORTED ON 1099	P	VARIOUS	12/31/14
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	50,283.		40,250.	10,033.
b	75,764.		5,747.	70,017.
c	41,985.		51,244.	-9,259.
d	242,509.			242,509.
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				10,033.
b				70,017.
c				-9,259.
d				242,509.
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	2,734,348.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8		3	N/A

DELMAN MORTENSON CHARITABLE FOUNDATION
C/O BERLIN RAMOS & COMPANY, P.A. - JKS 54-1739798

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
AMERICAN CANCER SOCIETY PO BOX 720366 OKLAHOMA CITY , OK 73162	NONE	501(C)3	CHARITABLE CONTRIBUTION	10,000.
AMERICAN HEART ASSOCIATION PO BOX 78851 PHOENIX, AZ 85062	NONE	501(C)3	CHARITABLE CONTRIBUTION	10,000.
AUGUSTANA COLLEGE 2001 SOUTH SUMMIT AVENUE SIOUX FALLS, SD 57197	NONE	501(C)3	CHARITABLE CONTRIBUTION	100,000.
NATIONAL JEWISH HEALTH 901 NORTH WASHINGTON ST ALEXANDRIA, VA 22314	NONE	501(C)3	CHARITABLE CONTRIBUTION	10,000.
NATIONAL MARITIME HISTORICAL SOCIETY PO BOX 68 PEEKSKILL, NY 10566	NONE	501(C)3	CHARITABLE CONTRIBUTION	20,000.
ALZHEIMER'S ASSOCIATION 3701 PENDER DRIVE FAIRFAX, VA 22030	NONE	501(C)3	CHARITABLE CONTRIBUTION	30,000.
UNITED COMMUNITY MINISTRIES 7511 FORDSON ROAD ALEXANDRIA, VA 22036	NONE	501(C)3	CHARITABLE CONTRIBUTION	10,000.
HOUSE OF RUTH 5 THOMAS CIRCLE WASHINGTON, DC 20005	NONE	501(C)3	CHARITABLE CONTRIBUTION	10,000.
UNITED STATES HOLOCAUST MEMORIAL MUSEUM 100 RAOUL WALLENBERG PLACE WASHINGTON, DC 20024	NONE	501(C)3	CHARITABLE CONTRIBUTION	10,000.
AUTISM SOCIETY 4340 EAST WEST HIGHWAY BETHESDA, MD 20814	NONE	501(C)3	CHARITABLE CONTRIBUTION	10,000.
Total from continuation sheets				340,000.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CHAPEN HAVEN 1040 WHALLEY AVENUE NEW HAVEN, CT 06515	NONE	501(C)3	CHARITABLE CONTRIBUTION	40,000.
CAPITAL CARING 5568 GENERAL WASHINGTON DRIVE ALEXANDRIA, VA 22312	NONE	501(C)3	CHARITABLE CONTRIBUTION	30,000.
COAST GUARD FOUNDATION 394 TAUGWONK ROAD STONINGTON, CT 06378	NONE	501(C)3	CHARITABLE CONTRIBUTION	5,000.
WETA TELEVISION 3939 CAMPBELL AVE ARLINGTON, VA 22206	NONE	501(C)3	CHARITABLE CONTRIBUTION	5,000.
EPILEPSY FOUNDATION PO BOX 96546 WASHINGTON, DC 20077	NONE	501(C)3	CHARITABLE CONTRIBUTION	10,000.
RENSSELAER POLYTECHNIC INSTITUTE 110 EIGHTH STREET TROY , NY 12180	NONE	501(C)3	CHARITABLE CONTRIBUTION	15,000.
WOUNDED WARRIOR PROJECT PO BOX 758517 TOPEKA, KS 66675	NONE	501(C)3	CHARITABLE CONTRIBUTION	15,000.
Total from continuation sheets				

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH	68.	68.	
TOTAL TO PART I, LINE 3	68.	68.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CORPORATE BOND INTEREST	3,625.	0.	3,625.	3,625.	
DIVIDEND INCOME: VARIOUS SECURITIES	192,693.	0.	192,693.	192,693.	
TO PART I, LINE 4	196,318.	0.	196,318.	196,318.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX RETURN PREPARATION	5,000.	5,000.		0.
TO FORM 990-PF, PG 1, LN 16B	5,000.	5,000.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES	34,819.	34,819.		0.
TO FORM 990-PF, PG 1, LN 16C	34,819.	34,819.		0.

FORM 990-PF | TAXES | STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	1,971.	1,971.		0.
FEDERAL TAXES	610.	610.		0.
TO FORM 990-PF, PG 1, LN 18	2,581.	2,581.		0.

FORM 990-PF | OTHER EXPENSES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SUPPLIES	254.	254.		0.
BANK FEES	160.	160.		0.
TO FORM 990-PF, PG 1, LN 23	414.	414.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ABBOTT LABS	68,267.	121,914.
ABBVIE INC	180,166.	180,222.
ACE LIMITED	13,940.	16,543.
ACE LIMITED	26,050.	31,018.
ACTIVISION BLIZZARD INC	18,528.	17,813.
AFFILIATED MANAGERS GRP	22,802.	25,681.
AK STEEL HOLDING CO	12,110.	12,129.
ALEXION PHARMS INC	23,649.	23,684.
AMAZON COM INC	32,964.	28,242.
AMBEV SA SHS	22,434.	19,413.
AMER EXPRESS COMPANY	27,994.	29,028.
AMERICAN AXLE & MFG HOLDINGS	14,752.	16,988.
AMERICAN TOWER REIT	22,805.	22,736.
AMERICAN WTR WKS CO	20,522.	24,678.
ANADARKO PETROL	0.	0.
ANHEUSER BUSCH INBEV ADR	19,542.	21,004.
AT&T	0.	0.
AUTOMATIC DATA PROC	27,584.	33,681.
AUTONATION INC	23,137.	23,499.
AVAGO TECHNOLOGIES LTD	13,697.	21,727.
BAIDU INC SPON ADR	21,718.	28,952.
BALL CORP	17,524.	18,815.
BANCO SANTANDER SA ADR	27,995.	25,648.
BARCLAYS PLC ADR	32,273.	28,984.
BERKSHIRE HATHAWAY CLASS A	31,633.	227,136.
BERRY PLASTICS GROUP	14,439.	18,173.
BEST BUY CO	15,332.	18,399.
BP PLC SPON ADR	26,643.	20,470.
BRISTOL MYERS SQUIBB	176,074.	347,392.
BRITISH AMN TOBACO	18,749.	19,084.
CADENCE DESIGN SYS	11,955.	15,119.
CAMECO CORP	27,966.	19,774.
CANADIAN NATURAL RES	29,431.	24,765.
CANADIAN PACIFIC RAILWAY	25,028.	30,830.
CARDINAL HEALTH INC	22,344.	24,865.
CATAMARAN CORP	18,538.	21,580.
CATERPILLAR INC	19,676.	18,671.
CEMEX SAB DE CV	25,632.	20,868.
CHINA UNICOM HONG KONG	20,159.	20,848.
CIA BRA DIS PAO	15,790.	14,143.
CIMAREX ENERGY	14,265.	11,130.
CITIGROUP INC	21,273.	23,592.
COCA COLA	7,490.	11,483.
COMCAST CORP	20,947.	23,958.
COMPANHIA D SNMNTO BSCO	27,968.	18,958.
CONCHO RESOURCES INC	22,909.	19,651.
CONSTELLATION BRANDS	16,647.	19,438.
CONSUMER DISCRETIONARY	75,026.	83,766.
CORESITE REALTY CORP	11,303.	13,823.
COSTCO WHOLESALE CRP	24,410.	30,760.
COSTCO WHOLESALE CRP	27,883.	34,304.
CREDICORP LTD	23,469.	28,993.

CROWN CASTLE REIT	22,756.	24,240.
CSX CORP	0.	0.
CUMMINS INC	29,788.	29,266.
CUMMINS INC	23,344.	23,211.
CURTISS WRIGHT	12,503.	12,989.
CURTISS WRIGHT	16,403.	16,800.
CVS HEALTH CORP	27,468.	36,790.
DAVITA HEALTHCARE PARTNERS	13,189.	14,466.
DISNEY (WALT) CO	21,834.	23,171.
DOMINION RES INC	22,270.	23,839.
EDWARDS LIFESCIENCES	7,127.	40,604.
ELI LILLY	261,227.	362,680.
EMERGE ENERGY SERVICES	119,648.	54,000.
ENDURANCE SPECIALTY HOLDING	11,464.	12,746.
EXPRESS SCRIPTS	2,710.	6,915.
EXXONMOBIL	186,155.	223,636.
FEDEX CORP DELWARE	19,729.	25,702.
FIRST TR EXCHANGE TRADED	31,847.	32,438.
FIRST TR ISE CLOUD COMP	30,318.	31,522.
FLOWSERVE CORP	26,301.	22,376.
GOLAR LNG LIMITED	37,536.	25,529.
GOOGLE INC	32,021.	29,717.
GRAPHIC PACKAGING HOLDING	11,062.	14,437.
GREENBRIER COS INC	13,452.	11,498.
GREENBRIER COS INC	36,326.	31,862.
GW PHARMACEUTICALS	24,520.	19,153.
HEALTH CARE SELECT SPDR	59,984.	69,269.
HESS CORP	26,338.	24,139.
HEWLETT PACKARD CO	19,580.	26,486.
HI CRUSH PARTNERS	65,768.	31,030.
HOME DEPOT	64,681.	224,006.
HOME DEPOT	6,680.	27,607.
HONEYWELL INTL INC	27,906.	29,676.
HUNTINGTN BANCSHS	16,124.	17,758.
ICICI BANK LTD	18,143.	30,215.
IDEXX LAB INC	23,947.	28,171.
ILLUMINA INC	22,568.	24,549.
ING GP NV	20,741.	18,690.
INGERSOLL RAND	33,447.	36,132.
ISHARES MBS	93,662.	93,579.
ISHARES NASDAQ BIOTECH	41,887.	47,929.
JACK IN THE BOX	10,334.	14,233.
JOHNSON & JOHNSON	328,813.	546,901.
LAM RESEARCH CORP	11,682.	16,106.
LAM RESEARCH CORP	17,264.	25,627.
LAS VEGAS SANDS CORP	23,713.	16,401.
LEAR CORP SHS	16,981.	17,949.
LEVEL 3 COMMUNICATIONS	12,163.	15,653.
LINCOLN NTL CORP	12,107.	14,129.
LYONDELLBASELL INDUSTRIES	14,684.	13,417.
MALLINCKRODT PLC SHS	21,051.	26,837.
MALLINCKRODT PLC SHS	23,630.	24,956.
MARKET VECTORS EMERGING MARKETS	11,770.	11,305.
MARSH & MCLENNAN	322,069.	687,510.
MCDONALDS	0.	0.
MEDASSETS INC	12,246.	10,987.
MENTOR GRAPHICS CORP	12,990.	13,503.
MERCK & CO	158,510.	214,155.

MGM RESORTS INTERNATIONAL	15,427.	13,319.
MOLINA HEALTHCARE INC	10,805.	15,149.
MONDELEZ INTERNATIONAL	29,301.	28,551.
MONSANTO CO	12,724.	13,859.
NIKE INC	13,949.	17,211.
NORFOLK SOUTHERN CORP	12,777.	31,020.
NUCOR CORPORATION	22,868.	21,582.
NXP SEMICONDUCTORS NV	17,911.	24,219.
NXP SEMICONDUCTORS NV	21,470.	29,032.
ORACLE CORP	28,035.	32,963.
PFIZER	326,287.	465,786.
PHARMERICA CORP	11,931.	9,858.
PINNACLE WEST CAP CORP	14,213.	17,555.
POWERSHARES GLOBAL	23,572.	23,035.
POWERSHARES PREFERRED	3,917.	3,954.
PRICE TROWE GROUP	0.	0.
PRINCIPAL FINANCIAL GROUP	15,979.	18,698.
PROCTOR & GAMBLE	204,108.	336,760.
PRUDENTIAL PLC	22,726.	23,085.
RANGE RESOURCES CORP	34,825.	24,908.
REGENERON PHARMACEUTICALS	22,110.	26,666.
REGIONS FINL CORP	15,111.	15,259.
ROSETTA RESOURCES INC	13,125.	6,760.
ROYAL DUTCH SHELL	0.	0.
SCHLUMBERGER LTD	19,635.	18,278.
SECTOR SPDR FINANCIAL	34,037.	39,024.
SENSATA TECH HOLDING	25,546.	28,092.
SILVER WHEATON CORP	23,818.	23,075.
SK TELECOM	12,981.	15,639.
SOLARCITY CORP	16,923.	12,782.
SPIRIT AEROSYSTEMS HOLDINGS	10,518.	12,611.
SPLUNK INC	34,245.	27,765.
ST JUDE MEDICAL INC	29,622.	27,638.
STANDARD PAC CORP	14,997.	12,568.
STANDARD PAC CORP	13,597.	12,510.
STERIS CORP	16,475.	20,104.
STRATASYS LTD	29,121.	19,780.
STRATEGIC HOTELS & RESORTS	14,315.	16,048.
SUMITOMO MITSUI UNSPONS	42,008.	34,449.
SUNEDISON INC	16,915.	17,774.
SVB FINL GROUP	23,962.	22,634.
SWIFT TRANSPORTATION COMPANY	10,134.	11,967.
SWIFT TRANSPORTATION COMPANY	16,586.	18,982.
TABLEAU SOFTWARE INC	20,893.	21,275.
TAKE TWO INTER SOFTWARE	13,002.	16,117.
TATA MOTORS LTD	28,979.	27,186.
TEVA PHARMACEUTICALS	20,883.	20,934.
THE PRICELINE GROUP	25,633.	21,664.
THERMO FISHER SCIENTIFIC	29,861.	30,195.
TOYOTA MOTOR CORP	27,631.	30,492.
UBIQUITI NETWORKS INC	19,190.	14,257.
UBIQUITI NETWORKS INC	26,922.	16,421.
UNION PACIFIC	8,812.	63,020.
UNITED RENTALS	25,295.	27,849.
UNITED RENTALS INC	11,684.	13,567.
UNITED TECHS CORP	24,228.	23,920.
US SILICA HOLDINGS	16,197.	7,707.
VALERO ENERGY CORP	23,970.	23,315.

VANGUARD CONSUMER	22,029.	25,674.
VANGUARD ENERGY ETF	77,859.	69,763.
VANGUARD INDUSTRIAL ETF	88,995.	95,604.
VANGUARD INFORMATION	94,667.	106,779.
VANGUARD MATERIALS ETF	18,147.	18,793.
VANGUARD TELECOMM SRVCS	17,509.	18,215.
VERIZON COMMUNICATIONS	21,265.	20,630.
VIPSHO HOLDINGS	28,623.	28,528.
VISA INC	20,869.	24,122.
W R BERKLEY CORP	14,403.	16,044.
WELLCARE HEALTH PLANS	13,714.	17,889.
WELLS FARGO & CO	19,276.	22,860.
WEST CORP SHS	11,976.	14,058.
WHIRLPOOL CORP	11,684.	15,887.
WHITING PETROLEUM CORP	15,002.	7,821.
WUXI PHARMATECH CAYMAN	30,341.	26,902.
XEROX	0.	0.
BERKSHIRE HATHAWAY CLASS B	29,377.	210,914.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,233,415.	8,192,215.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ARCH COAL, INC	46,947.	16,250.
ISHARES 3-7 YEAR	46,994.	46,967.
ISHARES IBOXX	27,226.	27,345.
ISHARES TIPS	23,496.	23,410.
SPDR BARCLAYS	23,670.	23,320.
VANGUARD INTERMEDIATE	78,600.	78,244.
VANGUARD SHORT TERM BOND	58,903.	58,683.
TOTAL TO FORM 990-PF, PART II, LINE 10C	305,836.	274,219.

FORM 990-PF OTHER ASSETS STATEMENT 9

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
STOCK PROCEEDS RECEIVABLE	41.	0.	0.
TO FORM 990-PF, PART II, LINE 15	41.	0.	0.