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Form 990-PF

EXTENDED TO NOVEMBER 16, 2015 Return of Private Foundation

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

OMB No 1545-0052

▶ Do not enter social security numbers on this form as it may be made public. Department of the Treasury ▶ Information about Form 990-PF and its separate instructions is at www.lrs.gov/form990pf. For calendar year 2014 or tax year beginning , and ending Name of foundation A Employer identification number MARS FOUNDATION 54-6037592 Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number (703) 821-4900 6885 ELM STREET City or town, state or province, country, and ZIP or foreign postal code C if exemption application is pending, check here MCLEAN, VA 22101 G Check all that apply: Initial return Initial return of a former public charity D 1. Foreign organizations, check here Final return Amended return 2. Foreign organizations meeting the 85% test, check here and attach computation Address change Name change X Section 501(c)(3) exempt private foundation H Check type of organization; E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation under section 507(b)(1)(A), check here I Fair market value of all assets at end of year | J | Accounting method: ____ Cash X Accrual F If the foundation is in a 60-month termination (from Part II, col (c), line 16) Other (specify) under section 507(b)(1)(B), check here 20,987,523. (Part I, column (d) must be on cash basis) ▶\$ Part I Analysis of Revenue and Expenses (d) Disbursements (a) Revenue and (c) Adjusted net (b) Net investment (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) for charitable purpos (cash basis only) expenses per books ıncome 2,000,000 N/A Contributions, gifts, grants, etc., received 2 Check I if the foundation is not required to attach Sch. B Interest on savings and temporary cash investments 308. 308. STATEMENT 241,047. 241,047. STATEMENT 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 591,906 6a Net gain or (loss) from sale of assets not on line 10 1,343,555. 591,906. 7 Capital gain net income (from Part IV, line 2) Net short-term capital gain 9 Income modifications 10a Gross sales least durits EIVED b Less Cost of goods sold
c Gross phofit or (loss)
1 Othersmome
17 2015 Ö Total. Add-lines 1 through 11 2,833,261 833,261. 0. Compensation of officers directors, ituatees, etc 0. 14 Other employee salaries and wages 15 Pension plans, employee benefits 1,609. Ω. 1,609. STMT 16a Legal fees 43,685. 0. 43,685. STMT **b** Accounting fees 28,110. 28,110. STMT 5 c Other professional fees

SCANNED NOV 1 \$ 2015 17 Interest 19,720. 3,220. STMT 6 0. 18 Taxes 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 3,165. 7,004. 3,839. STMT 7 23 Other expenses 24 Total operating and administrative 100,128. 48,459. 35,169. expenses. Add lines 13 through 23 870,000. 670,000. 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. 770,128 35,169 918,459. Add lines 24 and 25 27 Subtract line 26 from line 12;

2,063,133

798,092

N/A

LHA For Paperwork Reduction Act Notice, see instructions.

8 Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

Form **990-PF** (2014)

5

0.

20,732,923.

Form **990-PF** (2014)

Decreases not included in line 2 (itemize)

6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30

F	Part IV Capital Gains and	Losses for Tax on In	vestmen	Income						
		he kind(s) of property sold (e.g. use; or common stock, 200 shs		<u></u>	(p)	How ac	cquired hase	(c) Date (mo., d	acquired av. vr.)	(d) Date sold (mo., day, yr.)
					 "	- Don	ation			
-6		PATEMENT			_					
_										
_)				<u> </u>					
	(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale					ain or (loss s (f) minus	
		<u> </u>		·					 	
-										
_										
			_	751 64	_					F01 00C
	1,343,555. Complete only for assets showing ga	un in column (h) and owned by f	the foundation	751,64	9.		//\	Causa (C	al (b) save	591,906.
-	Complete only for assets showing ga	(j) Adjusted basis		cess of col. (i)	-			(k), but r	ol. (h) gaın ıot less tha	n -0-) or
	(i) F.M.V. as of 12/31/69	as of 12/31/69		col. (j), if any				Losses	(from col. ((h))
a	1									
)									
_	·									
_6										591,906.
_5				-	$\overline{}$					331,300.
2	Capital gain net income or (net capital	loss) { If gain, also enter If (loss), enter -0-			•	2				591,906.
	Net short-term capital gain or (loss) as			•						
Ŭ	If gain, also enter in Part I, line 8, colui		· · · · · · · · · · · · · · · · · · ·		ال				_	
_	If (loss), enter -0- in Part I, line 8	0.00	Burling	You on Not		3			N/A	<u> </u>
		er Section 4940(e) for					nent inc	ome		
(1-	or optional use by domestic private foul	loations subject to the section 4	1940(a) tax on	net investment in	COM	s.)				
lf :	section 4940(d)(2) applies, leave this pa	irt blank.								
W	as the foundation liable for the section 4	1942 tax on the distributable am	ount of any ye	ear in the base per	rod?					Yes X No
	Yes," the foundation does not qualify u						 -			
1	Enter the appropriate amount in each		nstructions be	fore making any e				т —		(4)
	(a) Base period years Calendar year (or tax year beginning in	(b) Adjusted qualifying dist	tributions	Net value of no	(c) ncha		-use assets		Distri	(d) bution ratio vided by col. (c))
	2013	<u>/ </u>	3,586.				8,780		(001. (0) 01	.049056
_	2012	77	6,714.				4,153			.054992
	2011	80	0,745.				3,864			.063131
_	2010	70	5,930.				6,638			.062601
	2009		5,671.		10	,80	6,203	:		.066228
2	Total of line 1, column (d)							2		.296008
	Average distribution ratio for the 5-year	ir hase period - divide the total o	on line 2 by 5.	or by the number	of ve	ars				123000
•	the foundation has been in existence if	•		o, o,	J. , .			3		.059202
		·								
4	Enter the net value of noncharitable-us	e assets for 2014 from Part X,	line 5					4	1	9,634,778.
_								_		1 160 410
5	Multiply line 4 by line 3							5		1,162,418.
R	Enter 1% of net investment income (1	% of Dart Line 27h)						6		7,981.
٠	Enter 176 of het investment income (1	70 UI Fatt I, IIIIe 27U)						+		7,501.
7	Add lines 5 and 6							7		1,170,399.
8	Enter qualifying distributions from Par	t XII, line 4						8		918,459.
	If line 8 is equal to or greater than line See the Part VI instructions.	7, check the box in Part VI, line	1b, and comp	lete that part usin	ga 1	% tax	rate.			

Part VII Excise Tax Based on Investment Income (Section 4940(s), 4940(s), 4940(s), or 4948 - see instructions)		RS FOUNDATION	10/10/10 10/10/10	54-603			age 4
Dates of ruling or determination letter: Cataland Cardina Domestic Noundations that meet the section 4940(e) requirements in Part V, check here Image				1948 - see	nstru	ctior	15)
D Domestic foundations that meet the section 4940(e) requirements in Part V, check here □ and enter 1%	1a Exempt operating foundations	s described in section 4940(d)(2), check here 🕨 📖 an	d enter "N/A" on line 1.				
of Part I, line 27b • A lichter domestic sendations eleta 2% of line 27b. Exempt foreign organizations anter 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-) 3 Add kines I and 2 5 Subtité A (incomp) tax (domestic section 4947(a)(1) trusts and taxable foundations only, Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 6 Tax due 4 the 5 transport or general section of the 10 transport or subtraction for extension of time to less of the 5 transport or general section of the 10 transport or subtraction for extension of time to less of the section of the 3 transport or 10 transpo	Date of ruling or determination	n letter: (attach copy of letter if	necessary-see instructions)			1	
A li other domestic foundations enter 2% of line 27b. Exempt foreign organizations setter 4% of Part I, line 12, col. (b). 2 2 Tax unders exclosion 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 3 Add lines 1 and 2 4 Subulble A (incomit) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 6 CreditizPayments; 8 2014 estimated tax payments and 2013 overpayment credited to 2014 6 Expendition of the payments and 2013 overpayment credited to 2014 6 Expendition organizations - tax withheld at a source 6 Tax pad with application for extension of time to line (Form 886) 6 Expendition organizations - tax withheld at source 7 Total credits and payments. Add like sep 3 through 6d 7 Total credits and gayments. Add like sep 3 through 6d 8 Enter any penalty for underpayment of estimated tax. Check here 1 If form 2220 is attached 9 Tax dae. If the total of lines 5 and 8 is more than line 7, enter amount ower plat 11 Enter the amount of line 10 to be. Gredited to 2015 estimated tax ▶ 10 Coverpayment, line 7's more than line 10 to 10	b Domestic foundations that me	eet the section 4940(e) requirements in Part V, check here	▶ ☐ and enter 1%	1	1	<u>5,9</u>	62.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 3 3 1.5, 96.2. 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Exempt foreign organizations - tax withheld at source 6 Tax paid with application for extension of time to file (Form 8868) 6	of Part I, line 27b						
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8 Enter any penalty for underpayment of estimated tax. Check here	, -	•		١,,	3	2.5	84.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to be. Credited to 2015 estimated tax ► 16,622. Retunded ► 11 O. Part VII-A Statements Regarding Activities 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? b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 18 or 16, 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 like Form 1120-90L for this year? d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation his Form 1120-90L for this year? 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 3 Has the foundation mapaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities 3 Has the foundation mapaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities 3 Has the foundation have unrelated business gross income of \$1,000 or more during the year? If "Yes," attach the statement required by General instruction T Are the requirements of section 509(e) (retaining to sections 504) or the proviously reported to the IRS, in its governing instrument, or By language in the gov			attached			<u> </u>	011
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11 Enter the amount of line 10 to be. Credited to 2015 estimated tax ▶ 16 , 6.22 . Refunded ▶ 11 Part VII-A Statements Regarding Activities 10 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? 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? 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? 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? 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. 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. During the tax year, did the foundation in connection with the activities and copies of any materials published or distributions or did the foundation in connection with the activities During the year? Out the foundation heige for 1120-POL for this year?						5 	22
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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 campagin? 1a			10,022. Retunded	111			••
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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? 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) IL, 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 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 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 11 10 X	•	• • • •					
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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 8a Enter the states to which the foundation reports or with which it is registered (see instructions) IL, 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 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 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 11 10 X		_	·		6	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) LL, 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 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 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 11 10 X			complete Part II. col. (c), and Part X	V	7	X	
IL, 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 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 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 11 10 X	, bla the loandation have at loc	μοι φο,σοσ in asserts at any time dering the yearσο,	(9),				
IL, 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 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 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 11 10 X	8a Enter the states to which the	foundation reports or with which it is registered (see instri-	ictions)		1		
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 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 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 11 10 X		Tourisation reports of with willow it to regional on food motion			-		
of each state as required by General Instruction G? If "No," attach explanation 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 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 11 10 X		7 has the foundation furnished a conv of Form QQQ-DF to the	he Attorney General (or designate)		-	1	
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 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 11 10 X			no / morney denotal (of designate)		l ah	x	
year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 11 10 X	• • •	· · · · · · · · · · · · · · · · · · ·	of section 4942(1)(3) or 4942(1)(5) for cal	endar	 "	† -	
10 Did any persons become substantial contributors during the tax year? if "Yes," attach a schedule listing their names and addresses STMT 11 10 X				Ulluai	١	1	x
To Bid any personal decomined contains and any services and a service and a services are a services and a services and a services and a services are a services and a services and a services are a services and a services and a services are a services and a services and a services are a services and a services and a services are a services and a services and a services are a services and a services and a services are a services and a services are a services and a servi	•			ሟጥΜጥ 1		x	
	TO DIG any persons become suc	Journal Continuorous during the lax year in "Yes," attach a sc	chedule listing their names and addresses				(2014)

orm 990-PF (2014) MARS FOUNDATION 5	<u>4-603759</u>	2	Page 5
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	Ц	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory priv	ileges?		
If "Yes," attach statement (see instructions)	12	:1	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 ► RITA LANGSAM DAVIS Telephone no. ►		1-49	
Located at ► 6885 ELM STREET, MCLEAN, VA Z	IP+4 ▶ <u>2210</u>	<u>1-38</u>	10
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	
16 At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank,		Yes	
securities, or other financial account in a foreign country?	16	<u> </u>	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	f the		
foreign country			
Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required		1=	
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	<u> </u>	Yes	No
1a During the year did the foundation (either directly or indirectly):			
	X No	ĺ	ĺ
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			l
	X No		
<u> </u>	X No		
	X No		l
(5) Transfer any income or assets to a disqualified person (or make any of either available		ı	
	X No	ĺ	
(6) Agree to pay money or property to a government official? (Exception. Check "No"			ł
if the foundation agreed to make a grant to or to employ the official for a period after		1	
	X 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	/-		1
section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A 1t	<u>'</u>	—
Organizations relying on a current notice regarding disaster assistance check here		1	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected			٠,,
before the first day of the tax year beginning in 2014?	10	;	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation		1	
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	चि		
	X No		
If "Yes," list the years \(\bigs_{\text{\tinx}\text{\tik}\text{\tetx}\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\texi}\text{\text{\texi}\text{\text{\texict{\text{\texict{\text{\texi}\text{\texicl{\texictex{\texit{\text{\texi}\texit{\texi{\texi{\texi{\t			
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	j		
valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach	NT / 7		
statement - see instructions)	N/A 21	<u>'</u>	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	J		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time		1	
	X 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 display a secured by getting beginning and the longer of the 10c. 15. or 20 year first phase holding period? (I lee Schodule C	1096	1	
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,	N/A 31		
Form 4720, to determine if the foundation had excess business holdings in 2014.) 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	N/A 30	$\overline{}$	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose the purpose the foundation make any investment in a prior year (but after December 31, 1969) that could be after 31, 1969 the purpose the purpose the		+-	1
had not been removed from geopardy before the first day of the tay year beginning in 2014?	''' Ai	.	V V

Form 990-PF (2014) MARS FOUNDATION			54-60375	92 Page 6
Part VII-B Statements Regarding Activities for Which F	orm 4720 May Be F	Required (continu	ıed)	
'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))?	Ye	s 🗓 No	1 1
(2) Influence the outcome of any specific public election (see section 4955); o	r to carry on, directly or indire	ectly,		
any voter registration drive?			s 🔀 No	1 1
(3) Provide a grant to an individual for travel, study, or other similar purposes'	>	Ye	s 🗓 No	
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section			
4945(d)(4)(A)? (see instructions)		Ye	s X No	
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or f	or		
the prevention of cruelty to children or animals?			s X No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify unc	ler the exceptions described i	in Regulations		
section 53.4945 or in a current notice regarding disaster assistance (see instru			N/A	5b
Organizations relying on a current notice regarding disaster assistance check h			▶∟	
$oldsymbol{c}$ If the answer is "Yes" to question 5a(4), does the foundation claim exemption fr				
expenditure responsibility for the grant?		I/A Ye	s L No	
If "Yes," attach the statement required by Regulations section 53 4945			j .	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to p	pay premiums on	_		1
a personal benefit contract?		Ye	s X No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?		<u> </u> '	Sb X
If "Yes" to 6b, file Form 8870	<u>.</u>		□	
7a At any time during the tax year, was the foundation a party to a prohibited tax s		Y6	es X No	
b If "Yes," did the foundation receive any proceeds or have any net income attribu				7b
Part VIII Information About Officers, Directors, Trust	ees, Foundation Ma	anagers, riigniy	,	
List all officers, directors, trustees, foundation managers and their	compensation.			
T Elst dir Gillocis, directors, a dottes, i carracter, managere and and		(c) Compensation	(d) Contributions to employee benefit plans	(e) Expense
(a) Name and address	(b) Title, and average hours per week devoted to position	(If not paid, enter -0-)	employee benefit plans and deferred compensation	account, other allowances
	to position	0	compensation	
SEE STATEMENT 12		0.	0.	0.
2 Compensation of five highest-paid employees (other than those inc		, 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	· · · · · · · · · · · · · · · · · · ·			
	1			
		<u> </u>	<u> </u>	
Total number of other employees paid over \$50,000			>	0

Form 990-PF (2014) MARS FOUNDATION	54-6037	7592 Page 7
Part VIII Information About Officers, Directors, Trustees, Fo Paid Employees, and Contractors (continued)	undation Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none	e, enter "NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
BROWN BROTHERS HARRIMAN & CO	INVESTMENT ADVISORY	+ (0,7 = 0, 1 = 0
140 BROADWAY, NEW YORK, NY 10005	& TAX SERVICES	63,295.
		0372331
		
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 relevan number of organizations and other beneficiaries served, conferences convened, research paper.	nt statistical information such as the ers 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 years.	year on lines 1 and 2	Amount
1 N/A	your on miles i and at	
N/Ω		
2		
All other program-related investments. See instructions.		

▶

Total. Add lines 1 through 3

MARS FOUNDATION 54-6037592 Form 990-PF (2014) Page 8 Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.) Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: 19,186,147. a Average monthly fair market value of securities 1a 747,638. b Average of monthly cash balances 1b 1c c Fair market value of all other assets 19,933,785. 1d d Total (add lines 1a, b, and c) e Reduction claimed for blockage or other factors reported on lines 1a and 0. 1c (attach detailed explanation) 1e Acquisition indebtedness applicable to line 1 assets 19,933,785. 3 3 Subtract line 2 from line 1d 299,007. Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 4 19,634,778. 5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 981,739. Minimum investment return Enter 5% of line 5 Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain Part XI foreign organizations check here \blacktriangleright and do not complete this part.) 981,739. Minimum investment return from Part X, line 6 15,962 Tax on investment income for 2014 from Part VI, line 5 2a 2b Income tax for 2014. (This does not include the tax from Part VI.) 15,962 Add lines 2a and 2b 3 965,777 3 Distributable amount before adjustments. Subtract line 2c from line 1 Recoveries of amounts treated as qualifying distributions 4 4 5 5 Add lines 3 and 4 6 Deduction from distributable amount (see instructions) 965,777. Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: 918,459. a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 1a 1b b Program-related investments - total from Part IX-B Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 2 Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required) За **b** Cash distribution test (attach the required schedule) 3b 918,459. Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 4 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b 918. 6 Adjusted qualifying distributions. Subtract line 5 from line 4

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

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4940(e) reduction of tax in those years.

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Part XIII Undistributed Income	(see instructions)			
	(a)	(b)	(c)	(d)
	Corpus	Years prior to 2013	2013	2014
 Distributable amount for 2014 from Part XI, line 7 				965,777.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years:		•		
3 Excess distributions carryover, if any, to 2014		0.	*	
a From 2009 181, 485				
b From 2010 145,121 c From 2011 170,160				
<u> </u>	-	•		
e From 2013	574,269.			
f Total of lines 3a through e	3/4,203.	·-		
4 Qualifying distributions for 2014 from				
Part XII, line 4: ▶\$ 918, 459	 		0.	
a Applied to 2013, but not more than line 2a			0.	· · · · - · ·
b Applied to undistributed income of prior		0.		
years (Election required - see instructions)				
c Treated as distributions out of corpus	0.			
(Election required - see instructions) d Applied to 2014 distributable amount	· ·			918,459.
e Remaining amount distributed out of corpus	0.			710,437.
5 Excess distributions carryover applied to 2014	47,318.			47,318.
(If an amount appears in column (d), the same amount must be shown in column (a))	17,310.			47,310.
6 Enter the net total of each column as indicated below;				
& Corpus Add lines 3f, 4c, and 4e Subtract line 5	526,951.			
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				0.
be distributed in 2015 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	134,167.			
9 Excess distributions carryover to 2015.	134,107.			
Subtract lines 7 and 8 from line 6a	392,784.			
10 Analysis of line 9:	3327734		 	· · · · · · · · · · · · · · · · · · ·
a Excess from 2010 145,121				
b Excess from 2011 170, 160				
c Excess from 2012 77,503	.			
d Excess from 2013	1			
e Excess from 2014	7			
423581 11-24-14		 		Form 990-PF (2014)

	UNDATION				37592 Page 10
Part XIV Private Operating Fo				N/A	
1 a If the foundation has received a ruling or					
foundation, and the ruling is effective for	2014, enter the date of	f the ruling	▶	,	
b Check box to indicate whether the found	ation is a private opera	ting foundation described		4942(j)(3) or4	942(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
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					<u></u>
d Amounts included in line 2c not					T
used directly for active conduct of					
exempt activities					
e Qualifying distributions made directly					
for active conduct of exempt activities.					ı
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	<u> </u>	_ <u> </u>			
(4) Gross investment income					
Part XV Supplementary Info at any time during t			y if the foundation	n had \$5,000 or n	nore in assets
1 Information Regarding Foundatio	n Managers:				
a List any managers of the foundation who			ntributions received by th	ne foundation before the cl	ose of any tax
year (but only if they have contributed m	iore than \$5,000). (See	e section 507(d)(2).)			
NONE					
b List any managers of the foundation who other entity) of which the foundation has			ı (or an equally large por	tion of the ownership of a	partnership or
NONE					
2 Information Regarding Contributi Check here ► X if the foundation o	nly makes contribution	s to preselected charitable	e organizations and does		
the foundation makes gifts, grants, etc. (see instructions) to in	dividuals or organizations	under other conditions,	complete items 2a, b, c, ai	nd d.
a The name, address, and telephone numb	per or e-mail address o	f the person to whom app	olications should be addi	essed:	
N/A					
b The form in which applications should b \mathbf{N}/\mathbf{A}	e submitted and inforn	nation and materials they	should include:		
c Any submission deadlines: N/A	· · · · · · · · · · · · · · · · · · ·				
d Any restrictions or limitations on awards	s such as by geograph	ical areas, charitable fields	s, kinds of institutions of	r other factors:	
N/A	, z		_,		

423601 11-24-14

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Supplementary Information (continued) Part XV Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Purpose of grant or contribution Foundation show any relationship to Amount any foundation manager status of Name and address (home or business) or substantial contributor recipient a Paid during the year ALEXANDER GRAHAM BELL ASSOCIATION FOR NONE PUBLIC CHARITY GENERAL SUPPORT THE DEAF AND HARD OF HEARING 501(C)(3) 3417 VOLTA PLACE, NW 10,000. WASHINGTON, DC 20007 NONE PUBLIC CHARITY EDUCATIONAL ALICE LLOYD COLLEGE 501(C)(3) OPPORTUNITIES FOR 100 PURPOSE ROAD YOUNG PEOPLE WHO MIGHT PIPPA PASSES, KY 41844 NOT OTHERWISE BE ABLE TO AFFORD THE COST OF 5,000. NONE PUBLIC CHARITY MIGRATORY BIRD AMERICAN BIRD CONSERVANCY CONSERVANCY 501(C)(3) P O BOX 249 5,000. THE PLAINS, VA 20198 PUBLIC CHARITY GENERAL SUPPORT AMERICAN INDIAN COLLEGE FUND NONE 8333 GREENWOOD BLVD 501(C)(3) 2,000. DENVER, CO 80221 PUBLIC CHARITY GENERAL SUPPORT AMERICAN RIVERS NONE 501(C)(3) 1101 14TH STREET, SUITE #1400, 8,000. WASHINGTON, DC 20005 870,000. SEE CONTINUATION SHEET(S) ▶ 3a Total b Approved for future payment PUBLIC CHARITY COLONIAL WILLIAMSBURG NONE COLONIAL WILLIAMSBURG - JAMESTOWN FOUNDATION AND PROGRAM 501(C)(3) P.O. BOX 1776 PRESERVATION VIRGINIA COLLABORATION 35,000. WILLIAMSBURG, VA 23187 PUBLIC CHARITY GENERAL SUPPORT NONE PRETEND CITY CHILDREN'S MUSEUM 501(C)(3) 29 HUBBLE 100,000. IRVINE, CA 92618 PUBLIC CHARITY GENERAL SUPPORT WOLF TRAP EARLY LEARNING CENTER NONE 501(C)(3) 1645 TRAPS ROAD 100,000. VIENNA, VA 22182

▶ 3b

235,000.

Total

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Part XVI-A Analysis of Income-Produ	cing Activities	•			
Enter gross amounts unless otherwise indicated.	Unrelated bu	siness income		y section 512, 513, or 514	(e)
1 Program service revenue:	(a) Business code	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income
a			 		
b			 		
c					
d	 	 	 		
6			 		
1		<u>-</u>			
g Fees and contracts from government agencies					
2 Membership dues and assessments			 		
3 Interest on savings and temporary cash			 	· · · · · · · · · · · · · · · · · · ·	
investments			14	308.	
4 Dividends and interest from securities		-	14	241,047.	-
5 Net rental income or (loss) from real estate:			+=1		
a Debt-financed property		· · · · · · · · · · · · · · · · · · ·	 		
b Not debt-financed property			 		
• • •	-	<u> </u>	+		
6 Net rental income or (loss) from personal					
property 7. Other investment income	-		++-		
7 Other investment income			 		
8 Gain or (loss) from sales of assets other			14	591,906.	
than inventory			+	331,300.	
9 Net income or (loss) from special events		_	 	· · · · · · · · · · · · · · · · · · ·	
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a			 		
b			+	-	
<u> </u>			 		
d	·		+		
e		0.	+ - -	833,261.	0 .
12 Subtotal. Add columns (b), (d), and (e)	<u> </u>		<u>'l i</u> _	13	833,261
13 Total. Add line 12, columns (b), (d), and (e)				13 <u>—</u>	033,201
(See worksheet in line 13 instructions to verify calculations.)				-	
Part XVI-B Relationship of Activities	to the Accom	plishment of E	xempt P	urposes	
Line No. Explain below how each activity for which inco	ome is reported in se	Jump (a) of Part V\/I-/	A contributed	importantly to the accomi	alichment of
- the foundation's examine numbers (other than			A CONTINUUTED	importantly to the accomp	mamment of
the loundation's exempt purposes (other than	by providing lands				
					
					
		· · · · · · · · · · · · · · · · · · ·			
	 			·	
		-			
					
					
			···		
-					
					
		 			

Form 990-	PF (2014) MARS	FOUNDATION			54-6037592 Page 13	3
Part X	VII Information Re Exempt Organ		o and Transactions a	nd Relationships Wit	h Noncharitable	_
1 Did ti	ne organization directly or indir	rectly engage in any of the foll	owing with any other organization	n described in section 501(c) of	f Yes No	<u> </u>
			on 527, relating to political organi			_
a Trans	sfers from the reporting founda	ation to a noncharitable exemp	ot organization of:			
(1)	Cash				1a(1) X	
(2)	Other assets				1a(2) X	
b Other	transactions:					
(1)	Sales of assets to a noncharital	ble exempt organization			1b(1) X	
(2)	Purchases of assets from a no	ncharitable exempt organization	on		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 me	embership or fundraising solic	itations		1b(6) X	
		uling lists, other assets, or paid			1c X	_
	=		schedule. Column (b) should alw			
	- · · · · · · · · · · · · · · · · · · ·		eceived less than fair market valu	e in any transaction or sharing a	arrangement, show in	
colur		other assets, or services recei				_
(a)Line no	(b) Amount involved	1	itable exempt organization	(d) Description of transfers, t	transactions, and sharing arrangements	
		N/	<u>A</u>			_
						_
						—
						—
						
						_
			····		· · · · · · · · · · · · · · · · · · ·	—
				<u> </u>		—
				 	-	
		 		-		—
-	 					
	 	 				
						_
-	ļ			<u> </u>		_
						_
2a le th	o foundation directly or indirec	the affiliated with or related to	, one or more tax-exempt organiz	zations described		_
	•	er than section 501(c)(3)) or in	·	auona desenbed	Yes X No	o
	es," complete the following sch		1 SCOUGH OZ 7			•
	(a) Name of org		(b) Type of organization	(c) Descript	ion of relationship	_
	N/A					_
	Under penalties of perjury, I declare	that I have examined this return, in	cluding accompanying schedules and	statements, and to the best of my kn	nowledge May the IRS discuss this	Ξ
Sign	and befief, it is true, correct, and ca	mplete Declaration of preparer (oth	er than taxpayer) is based on all inform	ation of which preparer has any know	return with the preparer shown below (see instr.)?	
Here	1 State	12 Stones	5 11/12/15	A=>>+ Tread	Pいん X Yes 🔲 N	ю
	Signature of officer or trustee	{	Date	Title		_
	Print/Type preparer's na	ame Prapare	er's signature	Date Check	if PTIN	
	JONATHAN			self- emplo	· ·	
Paid	CURRY-EDWA	RDS /	97	11/14/5	P01631523	
Prepa		OWN BROTHERS H	IAFRIMAN & CO	Firm's Elf	N ► 13-4973745	
Use O		, , ,	<u> </u>			
	Firm's address ► 14		TH FL			
	NE	EW YORK, NY 10	0005	Phone no	<u>. 212-493-8000</u>	

Schedule B (Form 990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2014

Employer identification number Name of the organization MARS FOUNDATION 54-6037592 Organization type (check one) Filers of: Section: 501(c)(Form 990 or 990-EZ) (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization 501(c)(3) exempt private foundation Form 990-PF 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation Check if your organization is covered by the General Rule or a Special Rule. Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions General Rule For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II See instructions for determining a contributor's total contributions Special Rules For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions exclusively for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions totaling \$5,000 or more during the year Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF),

but it must answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to

certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

Employer identification number

MARS FOUNDATION

54-6037592

Part I	Contributors (see instructions) Use duplicate copies of Part I	ıf addıtıonal space ıs needed	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MARS, INCORPORATED 6885 ELM STREET MCLEAN, VA 22101	\$\$	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions)
423452 11-0	<u> </u>	Schedule B (Form	990, 990-EZ, or 990-PF) (2

Employer identification number

MARS FOUNDATION

54-6037592

Part II	Noncash Property (see instructions). Use duplicate copies of Pa	art II if additional space is needed	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		s	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		*	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
			990, 990-EZ, or 990-PF) (20

Employer identification number

	he year from any one contributor. Complete of	ributions to organizations described in second and the following	ection 501(c)(7), (8), or (10) that total more than \$1,000 line entry. For organizations
	ompleting Part III, enter the total of exclusively religiou	s, charitable, etc., contributions of \$1,000 or less	for the year (Enter this info once) > \$
10.	Jse duplicate copies of Part III if addition	ai space is needed	
m t l	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
			
			
-			
		(e) Transfer of gift	
	Transferee's name, address, a	nd 7IP + 4	Relationship of transferor to transferee
	Hansieree S hame, address, at	10211 7 7	Trotations in port authorists to trainslates
lo.			
n	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
t I			
_			
		(e) Transfer of gift	
	Transferee's name, address, a	nd 7IP + 4	Relationship of transferor to transferee
	Transition of a manner, seed to so, a		
· · · · · · · · · · · · · · · · · · ·			
No.			T
No.	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
m	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
m	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
m	(b) Purpose of gift		(d) Description of how gift is held
m	(b) Purpose of gift	(c) Use of gift (e) Transfer of gift	(d) Description of how gift is held
m	(b) Purpose of gift Transferee's name, address, a	(e) Transfer of gift	(d) Description of how gift is held Relationship of transferor to transferee
m		(e) Transfer of gift	
m		(e) Transfer of gift	
m		(e) Transfer of gift	
mrt I	Transferee's name, address, a	(e) Transfer of gift nd ZIP + 4	Relationship of transferor to transferee
mrt I		(e) Transfer of gift	
mrt I	Transferee's name, address, a	(e) Transfer of gift nd ZIP + 4	Relationship of transferor to transferee
mrt I	Transferee's name, address, a	(e) Transfer of gift nd ZIP + 4	Relationship of transferor to transferee
mrt I	Transferee's name, address, a	(e) Transfer of gift nd ZIP + 4	Relationship of transferor to transferee
mrt I	Transferee's name, address, a	(e) Transfer of gift nd ZIP + 4	Relationship of transferor to transferee
m t1	Transferee's name, address, a (b) Purpose of gift	(e) Transfer of gift nd ZIP + 4 (c) Use of gift (e) Transfer of gift	Relationship of transferor to transferee (d) Description of how gift is held
m t l	Transferee's name, address, a	(e) Transfer of gift nd ZIP + 4 (c) Use of gift (e) Transfer of gift	Relationship of transferor to transferee

Part IV. Capital Gains and Lo	osses for Tax on Investment Income	<u> </u>			
	d describe the kind(s) of property so crick warehouse; or common stock, 2		P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a BBH #1111 SEE	ATTACHED STATEME	ENT	P	VARIOUS	VARIOUS
b BBH WS LLC - R	REMS GROUP		P	VARIOUS	VARIOUS
c BBH WS LLC - R	REMS GROUP		P	VARIOUS	VARIOUS
	SOLUTE RETURN		P	VARIOUS	VARIOUS
	SIAN OPPORTUNITY	FUND	P	VARIOUS	VARIOUS
f CAPITAL GAINS	DIVIDENDS				
g					
h					
1					
_1				<u> </u>	
k					
1					
m					
n				ļ	
0				<u> </u>	<u> </u>
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h (e) (i) Gain or (loss) olus (f) minus (g)	
a 822,799.		632,070.			190,729.
b 2.					2.
c 35.					35.
d 19,078.		116,111.			<97,033.
e 3,658.		3,468.			190.
f 497,983.	,	<u> </u>			497,983.
g					
<u>h</u>					
			·		
1					
<u>k</u>					
<u> </u>	 				
<u>m</u>	 				
<u>n</u>					
Complete only for accets show	Ing gain in column (h) and owned by	the foundation on 12/31/69	(1) 0	sses (from col. (h)	<u> </u>
Complete only for assets show		(k) Excess of col. (i)	Gains (excess	of col. (h) gain ov	er col. (k),
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	over col. (j), if any	` but	not less than "-0-")	. , ,
	 		,		190,729.
<u>a</u> b	 				2.
C		1			35.
d	<u> </u>				<97,033.
e					190.
f					497,983.
g			· · · · · · · · · · · · · · · · · · ·		
h					
1					
J					
k					
<u> </u>					· · · · · · · · · · · · · · · · · · ·
m					
n					
0	<u> </u>		 		
2 Capital gain net income or (net o	capital loss) { If gain, also ent	er in Part I, line 7 -0-" in Part I, line 7	2		591,906.
		, I			
3 Net short-term capital gain or (R If gain, also enter in Part I, line 8	oss) as defined in sections 1222(5) a 3. column (c)	inu (0).			
If (loss), enter "-0-" in Part I, line		J	3	N/A	

Supplementary Information Part XV Grants and Contributions Paid During the Year (Continuation) Recipient If recipient is an individual, Foundation Purpose of grant or show any relationship to **Amount** status of contribution any foundation manager or substantial contributor Name and address (home or business) recipient PUBLIC CHARITY SCHOLARSHIPS IN NONE ARCS FOUNDATION SCIENCE, ENGINEERING & 501(C)(3) PO BOX 60868 MEDICINE POTOMAC, MD 20859 15,000. COMMUNITY ENGAGEMENT NONE PUBLIC CHARITY ARENA STAGE 501(C)(3) PROGRAMS 1101 SIXTH STREET, S.W. 2,000. WASHINGTON, DC 20024 PROGRAM SUPPORT FOR NONE PUBLIC CHARITY BLACK STUDENT FUND ECONOMICALLY 501(C)(3) 3636 16TH STREET, N.W., 4TH FLOOR DISADVANTAGED AFRICAN WASHINGTON, DC 20010-1146 AMERICAN STUDENTS IN GR. WASHINGTON DC 10,000. PUBLIC CHARITY FAMILIES AT RISK BREAD FOR THE CITY NONE 501(C)(3) PROGRAM 1525 SEVENTH STREET, N.W. 2,000. WASHINGTON, DC 20001 PUBLIC CHARITY GENERAL SUPPORT NONE BRINTON MUSEUM PO BOX 460 501(C)(3) 10,000. BIG HORN , WY 82833 PUBLIC CHARITY EXPANSION OF CANAL NONE C & O CANAL TRUST DUARTERS' REACH 501(C)(3) 1850 DUAL HIGHWAY, SUITE 100 5,000. HAGERSTOWN, MD 21740 PUBLIC CHARITY GENERAL SUPPORT CAREERS THROUGH CULINARY ARTS PROGRAM 505 EIGHTH AVENUE, SUITE 1400 501(C)(3) 2,000. NEW YORK, NY 10018 PUBLIC CHARITY MID-ATLANTIC PROGRAM CASTING FOR RECOVERY NONE P.O. BOX 1123 501(C)(3) 4,000. MANCHESTER, VT 05254 PUBLIC CHARITY GENERAL SUPPORT NONE CATHEDRAL CHORAL SOCIETY 501(C)(3) MASSACHUSETTS & WISCONSIN AVES, N.W. 4,000. WASHINGTON, DC 20016 CHESAPEAKE BAY FOUNDATION NONE PUBLIC CHARITY FIGHT FOR CLEAN WATER 6 HERNDON AVE 501(C)(3) 30,000. ANNAPOLIS, MD 21403 840,000. Total from continuation sheets

Supplementary Information Grants and Contributions Paid During the Year (Continuation) Recipient If recipient is an individual, Foundation Purpose of grant or show any relationship to Amount contribution status of any foundation manager Name and address (home or business) or substantial contributor recipient CHICAGO COMMUNITY FOUNDATION NONE PUBLIC CHARITY GENERAL SUPPORT 111 EAST WACKER DRIVE 501(C)(3) CHICAGO, IL 60601 50,000. CHORAL ARTS SOCIETY NONE PUBLIC CHARITY COMMUNITY OUTREACH AND EDUCATION PROGRAMS 5225 WISCONSIN AVE N.W. 501(C)(3) WASHINGTON, DC 20015 2,000. CHURCH OF THE EPIPHANY NONE PUBLIC CHARITY WELCOME TABLE: 1317 G STREET N.W. 501(C)(3) BREAKFAST, COUNSELING WASHINGTON, DC 20005 FRIENDSHIP FOR THE HOMELESS 2,000. NONE PUBLIC CHARITY JAMESTOWN PROJECT COLONIAL WILLIAMSBURG - JAMESTOWN PROGRAM 501(C)(3) P.O. BOX 1776 WILLIAMSBURG, VA 23187 35,000. COLONIAL WILLIAMSBURG FOUNDATION NONE PUBLIC CHARITY PROGRAMMING AT THE R. CHARLTON COFFEEHOUSE P.O. BOX 1776 501(C)(3) 10,000. WILLIAMSBURG, VA 23187 PUBLIC CHARITY STRENGTHENING CORP. FOR JEFFERSON'S POPLAR FOREST NONE INTERPRETIVE AND P.O. BOX 419 501(C)(3) EDUCATIONAL PROGRAMS FOREST, VA 24551 AT POPLAR FOREST 10,000. CUMBERLAND COLLEGE NONE PUBLIC CHARITY WORKSHOP PROGRAMS 6191 COLLEGE STATION DRIVE 501(C)(3) WILLIAMSBURG, KY 40769 5,000. D.C. CENTRAL KITCHEN NONE PUBLIC CHARITY FOOD RECYCLING AND MEAL 425 2ND ST N.W. 501(C)(3) WASHINGTON, DC 20001 DISTRIBUTION/CULINARY 10,000. JOB TRAINING DANCE PLACE NONE PUBLIC CHARITY NEXT GENERATION YOUTH PROGRAMS 3225 8TH STREET N.E. 501(C)(3) WASHINGTON, DC 20017 2,000. DAYS END FARM HORSE RESCUE NONE PUBLIC CHARITY GENERAL SUPPORT PO BOX 309 501(C)(3) LISBON, MD 21765 2,000. Total from continuation sheets

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to Amount any foundation manager or substantial contributor status of contribution Name and address (home or business) recipient DISTRICT OF COLUMBIA COLLEGE ACCESS NONE PUBLIC CHARITY GENERAL SUPPORT PROGRAM 501(C)(3) 1400 L STREET, #400 5,000. WASHINGTON, DC 20005 NONE DOORWAYS FOR WOMEN & FAMILIES PUBLIC CHARITY ANNUAL FUND 501(C)(3) P.O. BOX 100185 ARLINGTON, VA 22210 4,000. NONE PUBLIC CHARITY CAMPING PROGRAMS FOR DREAM STREET FOUNDATION 501(C)(3) CHRONIC AND TERMINALLY 324 SOUTH BEVERLY DRIVE, SUITE 500 BEVERLY HILLS, CA 90212 ILL CHILDREN 5,000. PUBLIC CHARITY GENERAL SUPPORT ECO HEALTH ALLIANCE NONE 501(C)(3) 460 W. 34TH STREET 8,000. NEW YORK, NY 10001 PUBLIC CHARITY SUSTAINABILITY ECO HEALTH ALLIANCE NONE PROJECTS 460 W. 34TH STREET, 501(C)(3) 40,000. NEW YORK, NY 10001 PUBLIC CHARITY EDUCATION & OUTREACH EQUESTRIAN LAND CONSERVATION RESOURCE NONE SUPPORT 4037 IRON WORKS PARKWAY #120 501(C)(3) 10,000. LEXINGTON, KY 40511 PUBLIC CHARITY EDUCATION, ADVOCACY FIRST NATIONS DEVELOP, INSTITUTE NONE 2432 MAIN ST, 2ND FL 501(C)(3) AND CAPITALIZATION TO LONGMONT, CO 80501 HELP RESTORE NATIVE AMERICAN CONTROL AND CULTURALLY COMPATIBLE 5,000. PUBLIC CHARITY SUPPORT FOR FOLGER SHAKESPEARE LIBRARY NONE 201 EAST CAPITOL STREET, S.E. 501(C)(3) SCHOLARSHIP, LEARNING, CULTURE AND THE ARTS WASHINGTON, DC 20003 5,000. FOODBANK OF THE VIRGINIA PENINSULA. NONE PUBLIC CHARITY FOOD DISTRIBUTION INC 501(C)(3) PROGRAM 2401 ALUMINUM AVE HAMPTON, VA 23661 10,000. FORD'S THEATRE SOCIETY NONE PUBLIC CHARITY EDUCATION & OUTREACH SUPPORT 514 10TH ST., N.W. 501(C)(3) WASHINGTON, DC 20004 5,000. Total from continuation sheets

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) Recipient If recipient is an individual, Foundation Purpose of grant or show any relationship to Amount status of contribution any foundation manager or substantial contributor Name and address (home or business) recipient PUBLIC CHARITY GLOBAL VIRTUAL FREEDOM YOUTH ACADEMY INC NONE 1405 34TH ST. S.E. 501(C)(3) CLASSROOM; TRUANCY WASHINGTON, DC 20020 CRISIS PROGRAM; HIP HOP SCHOLARS PROGRAM; YEAR ROUND ACADEMIC 10,000. NONE PUBLIC CHARITY WILDLIFE AND HABITAT FRIENDS OF CONSERVATION DE KENYA 501(C)(3) 700 COMMERCE DRIVE, SUITE 500 8,000. OAK BROOK, IL 60523 PUBLIC CHARITY APPALACHIAN TRAIL FRIENDS OF THE BLUE RIDGE PARKWAY INC NONE PO BOX 20986 501(C)(3) ROANOKE, VA 24018 2,000. PUBLIC CHARITY GENERAL SUPPORT FRIENDS OF THE NATIONAL ARBORETUM NONE 501(C)(3) 3501 NEW YORK AVENUE, N.E. 5,000. WASHINGTON, DC 20002 PUBLIC CHARITY SUSTAINABLE GALAPAGOS GALAPAGOS CONSERVANCY NONE 11150 FAIRFAX BOULEVARD, SUITE 408 501(C)(3) 10,000. FAIRFAX, VA 22030 PUBLIC CHARITY SCHOLARSHIP FUND GALLAUDET UNIVERSITY NONE 800 FLORIDA AVE N.E. 501(C)(3) WASHINGTON, DC 20002 5,000. PUBLIC CHARITY GENERAL SUPPORT NONE GEORGE WASHINGTON UNIVERSITY HOSPITAL 501(C)(3) WOMEN 900 23RD ST, NW 5,000. WASHINGTON, DC 20037 GETTYSBURG FOUNDATION NONE PUBLIC CHARITY GENERAL SUPPORT 1195 BALTIMORE PIKE - 501(C)(3) GETTYSBURG, PA 17325 2,000. GIRL SCOUT COUNCIL OF THE NATIONS NONE PUBLIC CHARITY OUTREACH TO GIRLS FROM 501(C)(3) LOW INCOME CAPITAL COMMUNITIES. 4301 CONNECTICUT AVE N.W. WASHINGTON, DC 20008 5,000. GIRLS INC. NONE PUBLIC CHARITY GENERAL SUPPORT 120 WALL STREET 501(C)(3) 5,000. NEW YORK, NY 10005 Total from continuation sheets

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) Recipient If recipient is an individual, Foundation Purpose of grant or show any relationship to any foundation manager or substantial contributor Amount status of contribution Name and address (home or business) recipient HANCOCK SHAKER VILLAGE NONE PUBLIC CHARITY EDUCATIONAL P.O. BOX 927 501(C)(3) PROGRAMMING AT HANCOCK SHAKER VILLAGE 3,000. PITTSFIELD, MA 01202 HIGHER ACHIEVEMENT PROGRAM NONE PUBLIC CHARITY ADVANCING ACADEMIC ACHIEVEMENT 317 8TH STREET N.E. 501(C)(3) WASHINGTON, DC 20002-6107 10,000. PUBLIC CHARITY GENERAL SUPPORT HOME CARE PARTNERS NONE 1234 MASSACHUSETTS AVE NW 501(C)(3) WASHINGTON, DC 20005 3,000. PUBLIC CHARITY PRESCHOOL SCHOLARSHIPS HOPKINS HOUSE NONE 501(C)(3) 5904 RICHMOND HIGHWAY, SUITE 525 5,000. ALEXANDRIA, VA 22303 NONE PUBLIC CHARITY HOUSING AND SERVICES HOUSE OF RUTH 501(C)(3) FOR HOMELESS AND 5 THOMAS CIRCLE, N.W. ABUSED WOMEN AND WASHINGTON, DC 20005 FAMILIES 5,000. IMAGINATION STAGE INC. PUBLIC CHARITY INCLUSION THEATRE NONE 4908 AUBURN AVENUE 501(C)(3) PROGRAMS AT IMAGINATION STAGE BETHESDA, MD 20814 5,000. INOVA FAIRFAX HOSPITAL NONE PUBLIC CHARITY HOSPITAL ELDER LIFE 8110 GATEHOUSE ROAD, SUITE 200 EAST 501(C)(3) PROGRAM FALLS CHURCH, VA 22042 5,000. PUBLIC CHARITY SUSTAINING VITAL IONA SENIOR SERVICES NONE 4125 ALBEMARLE ST., N.W. 501(C)(3) SERVICES FOR AT-RISK WASHINGTON, DC 20016 SENIORS 5,000. JOHNS HOPKINS UNIVERSITY NONE PUBLIC CHARITY GENERAL SUPPORT 3400 N CHARLES ST 501(C)(3) BALTIMORE, MD 21287 10,000. JUBILEE JOBS NONE PUBLIC CHARITY GENERAL SUPPORT 2712 ONTARIO ROAD, N.W. 501(C)(3) WASHINGTON, DC 20009 3,000. Total from continuation sheets

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to Amount status of contribution any foundation manager or substantial contributor Name and address (home or business) recipient PUBLIC CHARITY PEDIATRIC CARE PROGRAM LA CLINICA DEL PUEBLO INC. NONE 2831 15TH ST., N.W. 501(C)(3) WASHINGTON, DC 20009 3,000. LEARNING ALLY, INC NONE PUBLIC CHARITY GENERAL SUPPORT 5225 WISCONSIN AVE N.W. 501(C)(3) WASHINGTON, DC 20015 5,000. LIONS CAMP MERRICK NONE PUBLIC CHARITY SPECIAL NEEDS CAMPER 3650 RICK HAMILTON PLACE SCHOLARSHIPS 501(C)(3) NANJEMOY, MD 20662 4,000. PUBLIC CHARITY CHILDREN, YOUTH AND MARTHA'S TABLE INC NONE 501(C)(3) FAMILY PROGRAMS 2114 14TH STREET, N.W. WASHINGTON, DC 20009 5,000. NONE PUBLIC CHARITY RESIDENTIAL COMMUNITY MIRIAM'S HOUSE (JOINED N STREET 501(C)(3) FOR HOMELESS WOMEN VILLAGE) LIVING WITH HIV 1333 N STREET, NW 3,000. DISEASE WASHINGTON, DC 20005 PUBLIC CHARITY MARINE ANIMAL RESCUE NATIONAL AQUARIUM IN BALTIMORE NONE PROGRAM PIER 3/501 EAST PRATT STREET 501(C)(3) 3,000. BALTIMORE, MD 21202-3194 NONE NATIONAL CENTER FOR MISSING & PUBLIC CHARITY PREVENT ABDUCTION AND EXPLOITED CHILDREN 501(C)(3) EXPLOITATION OF CHILDREN. 699 PRINCE STREET ALEXANDRIA, VA 22314 5,000. NONE PUBLIC CHARITY GENERAL SUPPORT NATIONAL PARK FOUNDATION 1201 EYE ST, NW - 501(C)(3) 50,000. WASHINGTON, DC 20005 NONE PUBLIC CHARITY GENERAL SUPPORT NATURE CONSERVANCY 490 WESTFIELD RD 501(C)(3) CHARLOTTESVILLE, VA 22901 10,000. PEOPLE * ANIMALS * LOVE NONE PUBLIC CHARITY GENERAL SUPPORT 731 8TH ST. S.E., STE 301 501(C)(3) WASHINGTON, DC 20003 4,000. Total from continuation sheets

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual. Recipient Foundation Purpose of grant or show any relationship to Amount status of contribution any foundation manager or substantial contributor Name and address (home or business) recipient PEREGRINE FUND NONE PUBLIC CHARITY GENERAL SUPPORT 5668 WEST FLYING HAWK LANE 501(C)(3) BOISE, ID 83709 5,000. PHILLIPS COLLECTION NONE PUBLIC CHARITY EDUCATION PROGRAMS FOR 1600 21ST STREET, N.W. 501(C)(3) CHILDREN, TEACHERS, FAMILIES AND ADULTS WASHINGTON, DC 20009 FROM THE DC AREA 3,000. POTOMAC CONSERVANCY NONE PUBLIC CHARITY IMPROVING WATER 501(C)(3) QUALITY IN THE POTOMAC 8403 COLESVILLE RD, STE 805 SILVER SPRING, MD 20910 WATERSHED 5,000. PRETEND CITY CHILDREN'S MUSEUM NONE PUBLIC CHARITY GENERAL SUPPORT 29 HUBBLE 501(C)(3) 50,000. IRVINE, CA 92618 PREVENTION OF BLINDNESS SOCIETY OF NONE PUBLIC CHARITY EYECARE FOR THE 501(C)(3) HOMELESS AND NEEDY THE METRO AREA 1775 CHURCH ST., N.W. 5,000. WASHINGTON, DC 20036 PUBLIC CHARITY GENERAL SUPPORT PROJECT HORSE NONE 20015 GREAT FALLS FOREST DRIVE 501(C)(3) GREAT FALLS, VA 22066 2,000. REBUILDING TOGETHER OF WASHINGTON DC NONE PUBLIC CHARITY HOME REPAIR FOR LOW 4607 CONNECTICUT AVE, NW, SUITE 6 501(C)(3) INCOME ELDERLY & WASHINGTON, DC 20008 DISABLED. 10,000. ROCKY MOUNTAIN NATURAL RESOUCE CENTER NONE PUBLIC CHARITY POWDER RIVER BASIN 2995 BASELINE ROAD, SUITE 300 501(C)(3) COALITION BOULDER, CO 80303 25,000. SALVATION ARMY NONE PUBLIC CHARITY GENERAL SUPPORT 2626 PENNSYLVANIA AVE, NW 501(C)(3) WASHINGTON, DC 20037 2,000. SHAKESPEARE THEATRE COMPANY NONE PUBLIC CHARITY WASHINGTON, D.C. S 516 EIGHTH STREET, S.E. 501(C)(3) LARGEST PROFESSIONAL WASHINGTON, DC 20003 THEATRE, LOCAL AND NATIONAL RESOURCE FOR STUDENTS, TEACHERS AND 2,000. Total from continuation sheets

Part XV Supplementary Informatio 3 Grants and Contributions Paid During the			T	
Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or	Amount
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	contribution	Amount
SHELTER HOUSE	NONE		BREAK THE CYCLE OF	
2579 JOHN MILTON DR., SUITE 220 HERNDON, VA 20171		- 501(C)(3)	HOMELESSNESS	2,000
SIBLEY MEMORIAL HOSPITAL	NONE	PUBLIC CHARITY	VOLUNTEER PROGRAM	
5255 LOUGHBORO RD, NW WASHINGTON, DC 20016		501(C)(3)		E 00/
ABILINGTON, DC 20010				5,000
SIGNATURE THEATER	NONE	PUBLIC CHARITY	ARTISTIC, EDUCATION	
4200 CAMPBELL AVENUE		- 501(C)(3)	AND COMMUNITY PROGRAMS	
ARLINGTON, VA 22206		-		3,000
SO OTHERS MIGHT EAT 71 O STREET, N.W.	NONE	PUBLIC CHARITY - 501(C)(3)	GENERAL SUPPORT	
WASHINGTON, DC 20001		301(0)(3)		5,000
				· · · · · · · · · · · · · · · · · · ·
ST. JOHNS EPISCOPAL CHURCH	NONE	PUBLIC CHARITY	GENERAL SUPPORT	
3240 O STREET, NW		- 501(C)(3)		
WASHINGTON, DC 20007				5,000
STUDENT CONSERVATION ASSOC. INC.	NONE	PUBLIC CHARITY	BUILD THE NEXT	
4245 NORTH FAIRFAX DRIVE STE. 825	[100.2	- 501(C)(3)	GENERATION OF	
ARLINGTON, VA 22203			CONSERVATION LEADERS	30,000
THE TRANSPORT OF WATERLAND WORKER WITHOUT				
THE FRIENDS OF HISTORIC MOUNT VERNON PO BOX 110	NONE	- 501(C)(3)	GENERAL SUPPORT	
MOUNT VERNON, VA 22121				10,000
TRUST FOR THE NATIONAL MALL PO BOX 96475	NONE		RESTORE AND IMPROVE	
WASHINGTON, DC 20090		- 501(C)(3)	THE NATIONAL MALL	10,000
VIRGINIA COLLEGE FUND	NONE	PUBLIC CHARITY	SUPPORT INDEPENDENT	
4900 AUGUSTA AVE., SUITE 101 RICHMOND, VA 23230		- 501(C)(3)	COLLEGE MEMBERS IN VIRGINIA.	15,000
				13,000
VIRGINIA FOUNDATION FOR INDEPENDENT	NONE	PUBLIC CHARITY - 501(C)(3)	GENERAL SUPPORT	
8010 RIDGE ROAD, SUITE B		301(0)(3)		
RICHMOND, VA 23229				20,000

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) Recipient If recipient is an individual, Purpose of grant or Foundation show any relationship to Amount status of contribution any foundation manager or substantial contributor Name and address (home or business) recipient WASHINGTON ANIMAL RESCUE LEAGUE NONE PUBLIC CHARITY PROJECT RESCUE: RESCUE, REHABILITATE 71 OGLETHORPE STREET, N.W. 501(C)(3) WASHINGTON, DC 20011 AND REHOME ANIMALS 5,000. PUBLIC CHARITY PROVIDE HIGH QUALITY WASHINGTON CONCERT OPERA NONE 2437 15TH ST., N.W. 501(C)(3) OPERAS TO AUDIENCES IN THE WASHINGTON METRO WASHINGTON, DC 20009 AREA AT AFFORDABLE PRICES. 2,000. WASHINGTON HOME & COMMUNITY HOSPICES NONE PUBLIC CHARITY GENERAL SUPPORT 3720 UPTON ST, NW 501(C)(3) WASHINGTON, DC 20016 2,000. NONE PUBLIC CHARITY SUPPORT THE OPERA WASHINGTON NATIONAL OPERA 501(C)(3) SEASON 2700 F ST, NW WASHINGTON, DC 20566 20,000. PUBLIC CHARITY GENERAL SUPPORT WASHINGTON WINTER SHOW NONE 29 GRANT CIRCLE WNW 501(C)(3) WASHINGTON, DC 20011 10,000. WILDLIFE CENTER OF VIRGINIA NONE PUBLIC CHARITY A HOSPITAL FOR NATIVE WILDLIFE: TEACHING P.O. BOX 1557, 501(C)(3) THE WORLD TO CARE WAYNESBORO, VA 22980 ABOUT/FOR WILDLIFE AND THEIR ENVIRONMENT. 10,000. WOLF TRAP EARLY LEARNING CENTER NONE PUBLIC CHARITY SUPPORT INSTITUTE FOR 1645 TRAP ROAD 501(C)(3) EARLY LEARNING THROUGH VIENNA, VA 22182 THE ARTS AND WOLF TRAP OPERA COMPANY 15,000. WOLF TRAP FD FOR THE PERFORMING ARTS PUBLIC CHARITY PROVIDE PROGRAMS THAT NONE ENHANCE EXPERIENCE AND 1624 TRAP RD 501(C)(3) PREPAREDNESS OF VIENNA, VA 22182 TEACHERS, PARENTS, CAREGIVERS AND 50,000. Total from continuation sheets

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FORM 990-PF IN	TEREST	ON SAVIN	IGS AN	ID TEM	POR	ARY	CASH	IN	VESTMENTS	SI	PATEMENT	1
SOURCE				(A REVE PER B	NUE		NET	IN	(B) VESTMENT COME	N	(C) ADJUSTED JET INCOME	3
BROWN BROTHERS	HARRIN	IAN & CO		_	3 (08.			308.		·	
TOTAL TO PART I	, LINE	E 3			3 (08.			308.			
FORM 990-PF		DIVIDENDS	AND	INTER	EST	FRO	M SEC	UR	ITIES	SI	PATEMENT	2
SOURCE		GROSS AMOUNT	G	APITAL GAINS VIDEND		RE	(A) VENUE BOOK		(B) NET INVES MENT INCO		(C) ADJUSTE NET INCO	
BBH REAL ESTATE INCOME FUND II, BBH REAL ESTATE INCOME FUND, LP		6,842. 9,932.			0. 0.		6,84 9,93					
BBH WS LLC - LBC CREDIT PARTNERS III		16,576.			0.		16,57		16,57			
BBH WS LLC - REI GROUP BROWN BROTHERS	MS	171.			0.		17	1.	17	1.		
HARRIMAN & CO HARBOR		682,118.	4	197,98	3.	1	84,13	5.	184,13	35.		
INTERNATIONAL F	UND	23,391.			0.		23,39	1.	23,39	1.		
TO PART I, LINE	4 _	739,030.		197,98	3.	2	41,04	7.	241,04	7.		_
FORM 990-PF				LEGAL	FEI	ES				នា	TATEMENT	3
DESCRIPTION			(Z EXPEN PER E	ISES) VEST- NCOME		(C) ADJUSTED NET INCOM		(D) CHARITAI PURPOSI	
PROFESSIONAL FE	ES - C	OTHER	1	,609.			0).			1,60	9.
TO FM 990-PF, P	G 1, I		1	,609.			C	<u> </u>	-		1,60	9.
					==			== =				_

FORM 990-PF	ACCOUNTI	NG FEES	S'.	FATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROWN BROTHERS HARRIMAN CONDON O'MEARA	35,185. 8,500.	0 · 0 ·		35,185. 8,500.
TO FORM 990-PF, PG 1, LN 16B	43,685.	0.		43,685.
FORM 990-PF C	OTHER PROFES	SIONAL FEES	S'	ratement 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	28,110.	28,110.		0.
TO FORM 990-PF, PG 1, LN 16C	28,110.	28,110.		0.
FORM 990-PF	TAX	ES	S'	PATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX FOREIGN TAXES PAID	16,500. 3,220.	3,220.		0.
TO FORM 990-PF, PG 1, LN 18	19,720.	3,220.		0.
FORM 990-PF	OTHER E	XPENSES	S	TATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE PORTFOLIO DEDUCTIONS	3,165. 3,839.			3,165.
TO FORM 990-PF, PG 1, LN 23	7,004.	3,839.		3,165.
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FORM 990-PF	CORPOR	RATE STOCK		STATEMENT	8
DESCRIPTION			BOOK VALUE	FAIR MARKE	T
HARBOR INTERNATIONAL FUND SPDR TRUST, UNIT SER 1 BBH CORE SELECT CL N OAKMARK SELECT FUND-CL 1 T ROWE PRICE INST HIGH YIELD DELAWARE US GROWTH FUND-INS T ROWE PRICE NEW ASIA FUND BBH LIMITED DURATION FUND CL N LONGLEAF PARTNERS SMALL CAP FUND AIT GLOBAL EMERGING MARKETS FUND BBH INTERNATIONAL FUND TOTAL TO FORM 990-PF, PART II, LINE 1		- DB =	1,015,144. 467,512. 4,454,773. 2,022,699. 0. 2,310,113. 788,038. 5,266,693. 425,775. 498,586. 271,474. 17,520,807.	1,015,144 467,512 4,454,773 2,022,699 0 2,310,113 788,038 5,266,693 425,775 498,586 271,474	
FORM 990-PF	CORPOR	RATE BONDS		STATEMENT	9
DESCRIPTION			BOOK VALUE	FAIR MARKE VALUE	T
FEDERAL NATIONAL MORTGAGE ASSO #618497 5.5%, MATURES 11/01/20 FEDERAL NATIONAL MORTGAGE ASSO #616077 6.5%, MATURES 11/01/20	16 CIATION		1,977.	1,9	77.
TOTAL TO FORM 990-PF, PART II,	LINE 10	oc	3,674.	3,674	
FORM 990-PF	OTHER :	INVESTMENTS		STATEMENT	10
DESCRIPTION		VALUATION METHOD	BOOK VALUE	FAIR MARKE VALUE	T
BBH ABS RET O/S SER A BBH ASIAN OPPORTUNITY FUND BBH L/S EQUITY OFFSHORE FUND S BBH PRIVATE EQUITY PARTNERS IV		FMV FMV FMV FMV	0. 0. 0.		0. 0. 0.
OFFSHORE BBH CAP PARTNERS QP IV (CAYMAN BBH REAL ESTATE INCOME FUND I BBH REAL ESTATE INCOME FUND II	:	FMV FMV FMV	745,221. 483,074. 371,973. 256,830.	745,2 483,0 371,9 256,8	74.
BBH WS LLC - LBC CREDIT PARTNE	ERS	FMV	514,321.	514,3	21.

MARS FOUNDATION			54	4-6037592	
BBH WS LLC - REMS GROUP	FMV	100,3	56.	100,356.	
TOTAL TO FORM 990-PF, PART I	PART II, LINE 13		75. 2	2,471,775.	
FORM 990-PF LIST C	OF SUBSTANTIAL CONTRI PART VII-A, LINE 10	BUTORS	STATI	EMENT 11	
NAME OF CONTRIBUTOR	ADDRESS				
MARS, INCORPORATED	6885 ELM STR MCLEAN, VA 2				
	- LIST OF OFFICERS, ES AND FOUNDATION MAN		STAT	EMENT 12	
NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB		
JACQUELINE B. MARS	PRESIDENT		· · · · · · · · · · · · · · · · · · ·		
6885 ELM STREET MCLEAN, VA 221013810	1.00	0.	0.	0.	
			0.	0.	
MCLEAN, VA 221013810 FORREST E. MARS, JR. 6885 ELM STREET	1.00 VICE PRESIDEN	т О.		0.	
MCLEAN, VA 221013810 FORREST E. MARS, JR. 6885 ELM STREET MCLEAN, VA 221013810 JOHN F. MARS 6885 ELM STREET	1.00 VICE PRESIDEN 1.00 VICE PRESIDEN	0. T	0.	0.	
MCLEAN, VA 221013810 FORREST E. MARS, JR. 6885 ELM STREET MCLEAN, VA 221013810 JOHN F. MARS 6885 ELM STREET MCLEAN, VA 221013810 OTIS O. OTIH 6885 ELM STREET	1.00 VICE PRESIDEN 1.00 VICE PRESIDEN 1.00 SECRETARY/TRE	O. TT O. EASURER O.	o. o.	o. o.	

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

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