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Form 990-PF

Return of Private Foundation

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

2014

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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For calendar year 2014, or tax year beginning 01-01-2014, and ending 12-31-2014

Name of foundation JS PLANK & DM DICARLO FAMILY FOUNDATION INC
A Employer identification number 71-1040599
B Telephone number (see instructions) (410) 454-6441
C If exemption application is pending, check here
D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation
E If private foundation status was terminated under section 507(b)(1)(A), check here
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

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

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes (cash basis only). Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), followed by summary rows 27-29.

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing	132,056	3,476,490	3,476,490
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ 909,000 Less allowance for doubtful accounts ▶ _____ 0	0	909,000	909,000
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____	900,000		
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	10,332,570	10,003,838	11,240,910
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	5,289	2,909	2,909	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	11,369,915	14,392,237	15,629,309	
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 (attach schedule)			
	22	Other liabilities (describe ▶ _____)	29,342	16,912	
23	Total liabilities (add lines 17 through 22)	29,342	16,912		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	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 ▶ <input checked="" type="checkbox"/>				
	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	11,340,573	14,375,325		
30	Total net assets or fund balances (see instructions)	11,340,573	14,375,325		
31	Total liabilities and net assets/fund balances (see instructions)	11,369,915	14,392,237		

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	11,340,573
2	Enter amount from Part I, line 27a	2	3,034,752
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	14,375,325
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	14,375,325

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)
1 a GOLDMAN SACHS A/C 6702		2000-01-01	2014-06-16
b GOLDMAN SACHS A/C 2486 - UA SALES		2005-08-25	2014-10-10
c 455 PERIWINKLE WAY	P	2013-02-15	2014-04-29
d CAPITAL GAINS DIVIDENDS	P		
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 1,025,997		869,217	156,780
b 4,830,788			4,830,788
c 909,000		909,000	0
d 10,823			10,823
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			156,780
b			4,830,788
c			0
d			10,823
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	4,998,391
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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	1,497,244	9,169,700	0.163282
2012	1,362,471	6,649,049	0.204912
2011	751,664	4,785,173	0.157082
2010	542,735	3,576,590	0.151746
2009	577,947	3,671,095	0.157432

2 Total of line 1, column (d).	2	0.834454
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.166891
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	12,413,601
5 Multiply line 4 by line 3.	5	2,071,718
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	52,911
7 Add lines 5 and 6.	7	2,124,629
8 Enter qualifying distributions from Part XII, line 4.	8	2,143,365

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	52,911
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	52,911
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	52,911
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	36,000
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	35,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	71,000
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	29
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed <input type="checkbox"/>	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . <input type="checkbox"/>	10	18,060
11	Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> 18,060 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ <u>0</u> (2) On foundation managers <input type="checkbox"/> \$ <u>0</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ <u>0</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		No
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? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
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?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MD _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	Yes	
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)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of VICKIE L HILDITCH Telephone no (443) 478-1200 Located at 100 INTERNATIONAL DR STE 21100 BALTIMORE MD ZIP+4 21202			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country	16	Yes	No

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
1b	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)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		
1c	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	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 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i></p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><i>If "Yes" to 6b, file Form 8870.</i></p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b	
	6b	No
	7b	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
J SCOTT PLANK 100 INTERNATIONAL DR STE 21100 BALTIMORE, MD 21202	PRESIDENT/TREAS 0 00	0	0	0
DANA M DICARLO 100 INTERNATIONAL DR STE 21100 BALTIMORE, MD 21202	VICE PRESIDENT 0 00	0	0	0
MORRIS L GARTEN 36 S CHARLES ST SUITE 2300 BALTIMORE, MD 21201	SECRETARY 0 00	0	0	0
DAVID A GOLDNER 36 S CHARLES STREET 18TH FL BALTIMORE, MD 21201	TREASURER 0 00	0	0	0

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

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

Total number of other employees paid over \$50,000. 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 (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.	▶	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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	11,209,458
b	Average of monthly cash balances.	1b	1,393,183
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	12,602,641
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	12,602,641
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	189,040
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,413,601
6	Minimum investment return. Enter 5% of line 5.	6	620,680

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	620,680
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	52,911
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	52,911
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	567,769
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	567,769
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	567,769

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	2,143,365
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	2,143,365
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	52,911
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,090,454

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				567,769
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 20__ , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.	397,330			
b From 2010.	366,773			
c From 2011.	550,375			
d From 2012.	1,162,971			
e From 2013.	1,104,037			
f Total of lines 3a through e.	3,581,486			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ <u>2,143,365</u>				
a Applied to 2013, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				567,769
e Remaining amount distributed out of corpus	1,575,596			
5 Excess distributions carryover applied to 2014 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	5,157,082			
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 instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
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 (see instructions)	397,330			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	4,759,752			
10 Analysis of line 9				
a Excess from 2010. . . .	366,773			
b Excess from 2011. . . .	550,375			
c Excess from 2012. . . .	1,162,971			
d Excess from 2013. . . .	1,104,037			
e Excess from 2014. . . .	1,575,596			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a 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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2a 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 organization 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))

See Additional Data Table

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

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

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

a The name, address, and telephone number or email 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	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
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total				▶ 3a 2,143,365
b <i>Approved for future payment</i>				
Total				▶ 3b 0

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

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?

	Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of		
(1) Cash.		No
(2) Other assets.		No
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization.		No
(2) Purchases of assets from a noncharitable exempt organization.		No
(3) Rental of facilities, equipment, or other assets.		No
(4) Reimbursement arrangements.		No
(5) Loans or loan guarantees.		No
(6) Performance of services or membership or fundraising solicitations.		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		No

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

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

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.

Sign Here

***** 2015-11-13 *****

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 DAVID A GOLDNER	Preparer's Signature	Date 2015-11-10	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00519225
Firm's name <input checked="" type="checkbox"/> GROSS MENDELSON & ASSOCIATES PA		Firm's EIN <input checked="" type="checkbox"/> 52-0982413		
Firm's address <input checked="" type="checkbox"/> 36 SOUTH CHARLES ST 18TH FLOOR BALTIMORE, MD 21201		Phone no (410) 685-5512		

Form 990PF Part XV Line 1a - 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).

J SCOTT PLANK
DANA M DICARLO

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
ACTS 4 YOUTH PO BOX 11068 BALTIMORE,MD 21212	NONE	PUBLIC	UNRESTRICTED	10,000
ALZHEIMERS ASSOCIATION 1850 YORK RD TIMONIUM,MD 21093	NONE	PUBLIC	UNRESTRICTED	1,000
AMERICAN COMMUNITIES TRUST 1040 HULL STREET STE BALTIMORE,MD 21230	NONE	PUBLIC	UNRESTRICTED	49,000
AMERICAN LUNG ASSOCIATION 1301 PENNSYLVANIA AVE NW WASHINGTON,DC 20004	NONE	PUBLIC	UNRESTRICTED	500
ANGELS OF EAST AFRICA 7368 LINCOLN HIGHWAY CENTRAL CITY,PA 15926	NONE	PUBLIC	UNRESTRICTED	5,000
BALTIMORE CHORAL ARTS SOCIETY 1316 PARK AVENUE BALTIMORE,MD 21217	NONE	PUBLIC	UNRESTRICTED	500
BALTIMORE COMMUNITY FOUNDATION 2 EAST READ STREET 9TH FLOOR BALTIMORE,MD 21202	NONE	PUBLIC	UNRESTRICTED	129,700
BALTIMORE ORIOLES CHARITABLE FOUNDATION 333 WEST CAMDEN STREET BALTIMORE,MD 21201	NONE	PUBLIC	UNRESTRICTED	1,000
BALTIMORE SCHOOL FOR THE ARTS 712 CATHEDRAL STREET BALTIMORE,MD 21201	NONE	PUBLIC	UNRESTRICTED	394,818
BLINKNOW FOUNDATION PO BOX 453 MENDHAM,NJ 07945	NONE	PUBLIC	UNRESTRICTED	1,900
BOLTON STREET SYNAGOGUE 212 W COLD SPRING LANE BALTIMORE,MD 21210	NONE	PUBLIC	UNRESTRICTED	700
BUILDING STEPS FOUNDATION PO BOX 1393 BROOKLANDVILLE,MD 21022	NONE	PUBLIC	UNRESTRICTED	53,410
C&O CANAL TRUST 1850 DUAL HIGHWAY SUITE 100 HAGERSTOWN,MD 21740	NONE	PUBLIC	UNRESTRICTED	15,000
CALVERT SCHOOL 105 TUSCANY RD BALTIMORE,MD 21210	NONE	PUBLIC	UNRESTRICTED	53,978
CHESAPEAKE SHAKESPEARE COMPANY 7 SOUTH CALVERT STREET BALTIMORE,MD 21202	NONE	PUBLIC	UNRESTRICTED	52,050
Total				2,143,365

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
CHILDREN'S CHORUS OF MARYLAND 100 E PENNSYLVANIA AVE TOWSON, MD 21286	NONE	PUBLIC	UNRESTRICTED	102,390
CIRCLE OF LIGHT - AMNESTY INTERNATIONAL USA 5 PENN PLAZA 16TH FLOOR NEW YORK, NY 10001	NONE	PUBLIC	UNRESTRICTED	551
DOWNTOWN SAILING CENTER 1425 KEY HIGHWAY SUITE 110 BALTIMORE, MD 21230	NONE	PUBLIC	UNRESTRICTED	10,000
EAGLES MERE ATHLETIC ASSOCIATION PO BOX 308 EAGLES MERE, PA 17731	NONE	PUBLIC	UNRESTRICTED	5,000
EAGLES MERE CONSERVANCY PO BOX 64 EAGLES MERE, PA 17731	NONE	PUBLIC	UNRESTRICTED	7,555
FAMILY TREE 2108 N CHARLES ST BALTIMORE, MD 21218	NONE	PUBLIC	UNRESTRICTED	10,000
FIGHT FOR CHILDREN 1726 M STREET NW STE 202 WASHINGTON, DC 20036	NONE	PUBLIC	UNRESTRICTED	100,000
GEORGETOWN PREPARATORY SCHOOL 10900 ROCKVILLE PIKE NORTH BETHESDA, MD 20852	NONE	PUBLIC	UNRESTRICTED	1,000
HOUSE OF RUTH BALTIMORE INC 2201 ARGONNE DRIVE BALTIMORE, MD 21218	NONE	PUBLIC	UNRESTRICTED	3,000
HRMC FOUNDATION 110 4TH STREET SE 1ST FLOOR STE B-8 HURON, SD 57350	NONE	PUBLIC	UNRESTRICTED	5,000
ILLUMINATE THE ARTS 810 5TH AVENUE SUITE 200 SAN RAFAEL, CA 94901	NONE	PUBLIC	UNRESTRICTED	30,000
ITINERIS FOUNDATION 2050-A ROCKROSE AVENUE BALTIMORE, MD 21211	NONE	PUBLIC	UNRESTRICTED	1,250
JOHNS HOPKINS HOSPITAL 733 N BROADWAY STE G45 BALTIMORE, MD 21205	NONE	PUBLIC	UNRESTRICTED	1,000
KARMA FOR CARA FOUNDATION 650 SOUTH EXETER ST STE 100 BALTIMORE, MD 21202	NONE	PUBLIC	UNRESTRICTED	5,000
KENNEDY KRIEGER 707 N BROADWAY BALTIMORE, MD 21205	NONE	PUBLIC	UNRESTRICTED	450
Total				2,143,365

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
LIVING CLASSROOM FOUNDATION 802 S CAROLINE ST BALTIMORE,MD 21231	NONE	PUBLIC	UNRESTRICTED	10,000
MARIPOSA 1500 UNION AVENUE STE 1310 BALTIMORE,MD 21211	NONE	PUBLIC	UNRESTRICTED	15,800
MEDSTAR UNION MEMORIAL HOSPITAL 201 E UNIVERSITY PARKWAY BALTIMORE,MD 21218	NONE	PUBLIC	UNRESTRICTED	50,000
MOVEABLE FEAST 901 N MILTON AVE BALTIMORE,MD 21205	NONE	PUBLIC	UNRESTRICTED	988
NATIONAL AQUIRIUM IN BALTIMORE 501 E PRATT ST BALTIMORE,MD 21202	NONE	PUBLIC	UNRESTRICTED	279,760
NETWORK FOR TEACHING ENTREPRENEURSHIP 1660 L STREET NW WASHINGTON,DC 20036	NONE	PUBLIC	UNRESTRICTED	1,000
NPR FOUNDATION DEPT 6054 WASHINGTON,DC 20042	NONE	PUBLIC	UNRESTRICTED	5,000
OPEN SOCIETY INSTITUTE 201 NORTH CHARLES STREET BALTIMORE,MD 21201	NONE	PUBLIC	UNRESTRICTED	5,000
PANTHER VALLEY ECUMENICAL CHURCH 1490 ROUTE 517 HACKETTSTOWN,NJ 07840	NONE	PUBLIC	UNRESTRICTED	20,000
PEP (PARENT ENCOURAGEMENT PROGRAM) 10100 CONNECTICUT AVENUE KENSINGTON,MD 20895	NONE	PUBLIC	UNRESTRICTED	45,000
PORT DISCOVERY 35 MARKET PLACE BALTIMORE,MD 21202	NONE	PUBLIC	UNRESTRICTED	152,170
RE ALLOCATE INC 399 WEBSTER ST SAN FRANCISCO,CA 94117	NONE	PUBLIC	UNRESTRICTED	4,000
ROLAND PARK BASEBALL LEAGUE 4612 ROLAND AVENUE BALTIMORE,MD 21210	NONE	PUBLIC	UNRESTRICTED	16,250
SANIBEL SEA SCHOOL PO BOX 1229 SANIBEL,FL 33957	NONE	PUBLIC	UNRESTRICTED	81,710
SEACOLOGY 1623 SOLANO AVE BERKELEY,CA 94707	NONE	PUBLIC	UNRESTRICTED	2,000
Total				2,143,365

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
SEED SCHOOL OF MARYLAND 200 FONT HILL AVE BALTIMORE, MD 21223	NONE	PUBLIC	UNRESTRICTED	10,000
SMITH COLLEGE 7 COLLEGE LN NORTHAMPTON, MA 01063	NONE	PUBLIC	UNRESTRICTED	10,500
ST JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST JUDE PLACE MEMPHIS, TN 38105	NONE	PUBLIC	UNRESTRICTED	2,000
STAR SPANGLED 200 INC 401 EAST PRATT STREET 14TH FL BALTIMORE, MD 21202	NONE	PUBLIC	UNRESTRICTED	70,278
STRATFORD GREEN INC 4200 ST PAUL STREET SUITE 100 BALTIMORE, MD 21218	NONE	PUBLIC	UNRESTRICTED	12,420
SUNDANCE INSTITUTE 5900 WILSHIRE BLVD STE 800 LOS ANGELES, CA 90036	NONE	PUBLIC	UNRESTRICTED	25,000
SWIM ACROSS AMERICA ONE INTERNATIONAL PLACE BOSTON, MA 02110	NONE	PUBLIC	UNRESTRICTED	20,500
THE AFTER SCHOOL CORP 1440 BROADWAY 1600 NEW YORK, NY 10018	NONE	PUBLIC	UNRESTRICTED	15,000
THE ARC 1825 K STREET NW STE 1200 WASHINGTON, DC 20006	NONE	PUBLIC	UNRESTRICTED	500
THE BALTIMORE MUSEUM OF ART 10 ART MUSEUM DR BALTIMORE, MD 21218	NONE	PUBLIC	UNRESTRICTED	10,000
THE WALDORF SCHOOL 4801 TAMARIND RD BALTIMORE, MD 21209	NONE	PUBLIC	UNRESTRICTED	145,341
UNITED STATES LUGE ASSOCIATION 57 CHURCH ST LAKE PLACID, NY 12946	NONE	PUBLIC	UNRESTRICTED	1,000
UNIVERSITY OF MARYLAND MEDICAL SYSTEM FOUNDATION 110 S PACA STREET 9TH FL BALTIMORE, MD 21201	NONE	PUBLIC	UNRESTRICTED	25,000
WALTERS ART MUSEUM 600 NORTH CHARLES STREET BALTIMORE, MD 21201	NONE	PUBLIC	UNRESTRICTED	500
WORLD RELIEF 7 EAST BALTIMORE STREET BALTIMORE, MD 21202	NONE	PUBLIC	UNRESTRICTED	896
Total			▶ 3a	2,143,365

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
WYPR 2216 N CHARLES ST BALTIMORE, MD 21218	NONE	PUBLIC	UNRESTRICTED	55,000
Total ▶ 3a				2,143,365

TY 2014 Investments - Other Schedule

Name: JS PLANK & DM DICARLO FAMILY FOUNDATION INC

EIN: 71-1040599

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
GOLDMAN SACHS	AT COST	9,427,639	10,664,711
BREATHE BOOKS, LLC	AT COST	32,344	32,344
EVERFI	AT COST	50,000	50,000
AQUA SPARK	AT COST	493,855	493,855

TY 2014 Other Assets Schedule

Name: JS PLANK & DM DICARLO FAMILY FOUNDATION INC

EIN: 71-1040599

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INTEREST AND DIVIDENDS RECEIVABLE	5,289	2,909	2,909

TY 2014 Other Expenses Schedule

Name: JS PLANK & DM DICARLO FAMILY FOUNDATION INC

EIN: 71-1040599

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISC EXPENSES	94	94		0
BANK FEES	84	84		0
PENALTIES	127	127		0

TY 2014 Other Liabilities Schedule**Name:** JS PLANK & DM DICARLO FAMILY FOUNDATION INC**EIN:** 71-1040599

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL INCOME TAXES PAYABLE	29,342	16,912

TY 2014 Other Professional Fees Schedule

Name: JS PLANK & DM DICARLO FAMILY FOUNDATION INC

EIN: 71-1040599

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL FEES	60,090	0		0

TY 2014 Taxes Schedule

Name: JS PLANK & DM DICARLO FAMILY FOUNDATION INC

EIN: 71-1040599

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX	52,912	0		0
FOREIGN TAXES PAID	6,715	6,715		0

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

Schedule of Contributors

OMB No 1545-0047

Department of the Treasury
Internal Revenue Service

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

2014

Name of the organization

JS PLANK & DM DICARLO FAMILY FOUNDATION INC

Employer identification number

71-1040599

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other 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 33¹/₃% 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 990PF, 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
 JS PLANK & DM DICARLO FAMILY FOUNDATION INC

Employer identification number
 71-1040599

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	J SCOTT PLANK DANA DICARLO 100 INTERNATIONAL DR STE 21100 BALTIMORE, MD 21202	\$ 4,968,364	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization
JS PLANK & DM DICARLO FAMILY FOUNDATION INC

Employer identification number
71-1040599

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	78,529 SHARES OF UNDER ARMOUR CLASS A STOCK	\$ 4,968,364	

Name of organization
JS PLANK & DM DICARLO FAMILY FOUNDATION INC

Employer identification number
71-1040599

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once See instructions) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed

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

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____
_____	_____

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

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____
_____	_____

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

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____
_____	_____

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

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____
_____	_____