

For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

|                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                   |                                                                                                                            |  |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|--|
| Name of foundation<br>THE DOROTHY G BENDER FOUNDATION INC                                                                                                                                                                                                                                                                                                         |                                                                                                                                                                                                   | A Employer identification number<br>52-1406566                                                                             |  |
| Number and street (or P.O. box number if mail is not delivered to street address)<br>2838 MCGILL TERRACE N W                                                                                                                                                                                                                                                      |                                                                                                                                                                                                   | Room/suite                                                                                                                 |  |
| City or town, state or province, country, and ZIP or foreign postal code<br>WASHINGTON, DC 200082748                                                                                                                                                                                                                                                              |                                                                                                                                                                                                   | B Telephone number (see instructions)<br>(202) 234-8010                                                                    |  |
| G Check all that apply<br><div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div> |                                                                                                                                                                                                   | D 1. Foreign organizations, check here<br>2. Foreign organizations meeting the 85% test, check here and attach computation |  |
| H Check type of organization<br><input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation                                                                                                               |                                                                                                                                                                                                   | E If private foundation status was terminated under section 507(b)(1)(A), check here                                       |  |
| I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 5,793,767                                                                                                                                                                                                                                                                    | J Accounting method<br><input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____<br>(Part I, column (d) must be on cash basis ) | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here                                    |  |

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) ) |                                                                                                                 | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| Revenue                                                                                                                                                             | 1 Contributions, gifts, grants, etc., received (attach schedule)                                                |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch. B . . . . . |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 3 Interest on savings and temporary cash investments . . . . .                                                  | 1,156                              | 1,156                     |                         |                                                             |
|                                                                                                                                                                     | 4 Dividends and interest from securities . . . . .                                                              | 84,514                             | 84,514                    |                         |                                                             |
|                                                                                                                                                                     | 5a Gross rents . . . . .                                                                                        |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | b Net rental income or (loss) _____                                                                             |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 6a Net gain or (loss) from sale of assets not on line 10                                                        | 872                                |                           |                         |                                                             |
|                                                                                                                                                                     | b Gross sales price for all assets on line 6a 1,891,908                                                         |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 7 Capital gain net income (from Part IV, line 2) . . . . .                                                      |                                    | 872                       |                         |                                                             |
|                                                                                                                                                                     | 8 Net short-term capital gain . . . . .                                                                         |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 9 Income modifications . . . . .                                                                                |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 10a Gross sales less returns and allowances _____                                                               |                                    |                           |                         |                                                             |
| Operating and Administrative Expenses                                                                                                                               | b Less Cost of goods sold . . . . .                                                                             |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | c Gross profit or (loss) (attach schedule) . . . . .                                                            |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 11 Other income (attach schedule) . . . . .                                                                     | 1,610                              | 1,610                     |                         |                                                             |
|                                                                                                                                                                     | 12 Total. Add lines 1 through 11 . . . . .                                                                      | 88,152                             | 88,152                    |                         |                                                             |
|                                                                                                                                                                     | 13 Compensation of officers, directors, trustees, etc                                                           | 0                                  | 0                         |                         | 0                                                           |
|                                                                                                                                                                     | 14 Other employee salaries and wages . . . . .                                                                  |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 15 Pension plans, employee benefits . . . . .                                                                   |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 16a Legal fees (attach schedule) . . . . .                                                                      |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | b Accounting fees (attach schedule) . . . . .                                                                   | 5,210                              | 5,210                     |                         | 0                                                           |
|                                                                                                                                                                     | c Other professional fees (attach schedule) . . . . .                                                           | 210                                | 210                       |                         | 0                                                           |
|                                                                                                                                                                     | 17 Interest . . . . .                                                                                           | 444                                | 0                         |                         | 0                                                           |
|                                                                                                                                                                     | 18 Taxes (attach schedule) (see instructions) . . . . .                                                         |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 19 Depreciation (attach schedule) and depletion . . . . .                                                       |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 20 Occupancy . . . . .                                                                                          |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 21 Travel, conferences, and meetings . . . . .                                                                  |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 22 Printing and publications . . . . .                                                                          |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 23 Other expenses (attach schedule) . . . . .                                                                   | 29,755                             | 28,289                    |                         | 0                                                           |
|                                                                                                                                                                     | 24 Total operating and administrative expenses. Add lines 13 through 23 . . . . .                               | 35,619                             | 33,709                    |                         | 0                                                           |
|                                                                                                                                                                     | 25 Contributions, gifts, grants paid . . . . .                                                                  | 492,710                            |                           |                         | 492,710                                                     |
|                                                                                                                                                                     | 26 Total expenses and disbursements. Add lines 24 and 25                                                        | 528,329                            | 33,709                    |                         | 492,710                                                     |
|                                                                                                                                                                     | 27 Subtract line 26 from line 12                                                                                |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | a Excess of revenue over expenses and disbursements                                                             | -440,177                           |                           |                         |                                                             |
|                                                                                                                                                                     | b Net investment income (if negative, enter -0-)                                                                |                                    | 54,443                    |                         |                                                             |
| c Adjusted net income (if negative, enter -0-)                                                                                                                      |                                                                                                                 |                                    |                           |                         |                                                             |

| 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<br>(a) Book Value                                                                                                            | End of year<br>(b) Book Value (c) Fair Market Value      |           |           |
| Assets                      | 1                                                                          | Cash—non-interest-bearing . . . . .                                                                                                            |                                                          |           |           |
|                             | 2                                                                          | Savings and temporary cash investments . . . . .                                                                                               | 201,904                                                  | 230,272   | 230,272   |
|                             | 3                                                                          | Accounts receivable ▶ <u>11,231</u>                                                                                                            |                                                          |           |           |
|                             |                                                                            | Less allowance for doubtful accounts ▶ _____                                                                                                   | 10,012                                                   | 11,231    | 11,231    |
|                             | 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) ▶ <u>515,009</u>                                                                            |                                                          |           |           |
|                             |                                                                            | Less allowance for doubtful accounts ▶ <u>0</u>                                                                                                | 515,009                                                  | 515,009   | 515,009   |
|                             | 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) . . . . .                                                                                        | 4,549,212                                                | 4,059,468 | 4,337,255 |
|                             | c                                                                          | Investments—corporate bonds (attach schedule) . . . . .                                                                                        |                                                          |           |           |
|                             | Liabilities                                                                | 11                                                                                                                                             | Investments—land, buildings, and equipment basis ▶ _____ |           |           |
|                             |                                                                            | Less accumulated depreciation (attach schedule) ▶ _____                                                                                        |                                                          |           |           |
| 12                          |                                                                            | Investments—mortgage loans . . . . .                                                                                                           |                                                          |           |           |
| 13                          |                                                                            | Investments—other (attach schedule) . . . . .                                                                                                  |                                                          |           |           |
| 14                          |                                                                            | Land, buildings, and equipment basis ▶ _____                                                                                                   |                                                          |           |           |
|                             |                                                                            | Less accumulated depreciation (attach schedule) ▶ _____                                                                                        |                                                          |           |           |
| 15                          |                                                                            | Other assets (describe ▶ _____)                                                                                                                | 697,406                                                  | 700,000   | 700,000   |
| 16                          |                                                                            | <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)                                             | 5,973,543                                                | 5,515,980 | 5,793,767 |
| 17                          |                                                                            | Accounts payable and accrued expenses . . . . .                                                                                                | 26,303                                                   | 26,304    |           |
| 18                          |                                                                            | Grants payable . . . . .                                                                                                                       |                                                          |           |           |
| Net Assets or Fund Balances | 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 ▶ _____)                                                                                                           |                                                          |           |           |
|                             | 23                                                                         | <b>Total liabilities</b> (add lines 17 through 22) . . . . .                                                                                   | 26,303                                                   | 26,304    |           |
|                             |                                                                            | <b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/><br><b>and complete lines 24 through 26 and lines 30 and 31.</b> |                                                          |           |           |
|                             | 24                                                                         | Unrestricted . . . . .                                                                                                                         |                                                          |           |           |
|                             | 25                                                                         | Temporarily restricted . . . . .                                                                                                               |                                                          |           |           |
|                             | 26                                                                         | Permanently restricted . . . . .                                                                                                               |                                                          |           |           |
|                             |                                                                            | <b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/><br><b>and complete lines 27 through 31.</b>   |                                                          |           |           |
| 27                          | Capital stock, trust principal, or current funds . . . . .                 | 0                                                                                                                                              | 0                                                        |           |           |
| 28                          | Paid-in or capital surplus, or land, bldg, and equipment fund              | 0                                                                                                                                              | 0                                                        |           |           |
| 29                          | Retained earnings, accumulated income, endowment, or other funds           | 5,947,240                                                                                                                                      | 5,489,676                                                |           |           |
| 30                          | <b>Total net assets or fund balances</b> (see instructions) . . . . .      | 5,947,240                                                                                                                                      | 5,489,676                                                |           |           |
| 31                          | <b>Total liabilities and net assets/fund balances</b> (see instructions) . | 5,973,543                                                                                                                                      | 5,515,980                                                |           |           |

**Part III Analysis of Changes in Net Assets or Fund Balances**

|   |                                                                                                                                                                    |   |           |
|---|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|-----------|
| 1 | Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . . | 1 | 5,947,240 |
| 2 | Enter amount from Part I, line 27a . . . . .                                                                                                                       | 2 | -440,177  |
| 3 | Other increases not included in line 2 (itemize) ▶ _____                                                                                                           | 3 | 0         |
| 4 | Add lines 1, 2, and 3 . . . . .                                                                                                                                    | 4 | 5,507,063 |
| 5 | Decreases not included in line 2 (itemize) ▶ _____                                                                                                                 | 5 | 17,387    |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .                                                              | 6 | 5,489,676 |

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

| (a)<br>List and describe the kind(s) of property sold (e g , real estate,<br>2-story brick warehouse, or common stock, 200 shs MLC Co ) | (b)<br>How acquired<br>P—Purchase<br>D—Donation | (c)<br>Date acquired<br>(mo , day, yr ) | (d)<br>Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------|-----------------------------------------|-------------------------------------|
| <b>1a</b> See Additional Data Table                                                                                                     |                                                 |                                         |                                     |
| <b>b</b>                                                                                                                                |                                                 |                                         |                                     |
| <b>c</b>                                                                                                                                |                                                 |                                         |                                     |
| <b>d</b>                                                                                                                                |                                                 |                                         |                                     |
| <b>e</b>                                                                                                                                |                                                 |                                         |                                     |

  

| (e)<br>Gross sales price           | (f)<br>Depreciation allowed<br>(or allowable) | (g)<br>Cost or other basis<br>plus expense of sale | (h)<br>Gain or (loss)<br>(e) plus (f) minus (g) |
|------------------------------------|-----------------------------------------------|----------------------------------------------------|-------------------------------------------------|
| <b>a</b> See Additional Data Table |                                               |                                                    |                                                 |
| <b>b</b>                           |                                               |                                                    |                                                 |
| <b>c</b>                           |                                               |                                                    |                                                 |
| <b>d</b>                           |                                               |                                                    |                                                 |
| <b>e</b>                           |                                               |                                                    |                                                 |

  

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                         |                                                  | (l)<br>Gains (Col (h) gain minus<br>col (k), but not less than -0-) or<br>Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|-----------------------------------------|--------------------------------------------------|-------------------------------------------------------------------------------------------------|
| (i)<br>F M V as of 12/31/69                                                                 | (j)<br>Adjusted basis<br>as of 12/31/69 | (k)<br>Excess of col (i)<br>over col (j), if any |                                                                                                 |
| <b>a</b> See Additional Data Table                                                          |                                         |                                                  |                                                                                                 |
| <b>b</b>                                                                                    |                                         |                                                  |                                                                                                 |
| <b>c</b>                                                                                    |                                         |                                                  |                                                                                                 |
| <b>d</b>                                                                                    |                                         |                                                  |                                                                                                 |
| <b>e</b>                                                                                    |                                         |                                                  |                                                                                                 |

  

|                                                                                                                                                                                                                                                |          |     |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|-----|
| <b>2</b> Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7<br/>If (loss), enter -0- in Part I, line 7 }</span>                                                                 | <b>2</b> | 872 |
| <b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0-<br>in Part I, line 8 <span style="float: right;">{ }</span> | <b>3</b> |     |

**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)<br>Base period years Calendar<br>year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col (b) divided by col (c)) |
|----------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-----------------------------------------------------------|
| 2015                                                                 | 324,650                                  | 9,995,218                                    | 0 032481                                                  |
| 2014                                                                 | 291,278                                  | 6,536,567                                    | 0 044561                                                  |
| 2013                                                                 | 301,604                                  | 6,021,158                                    | 0 050091                                                  |
| 2012                                                                 | 300,348                                  | 5,938,752                                    | 0 050574                                                  |
| 2011                                                                 | 303,154                                  | 6,179,294                                    | 0 049060                                                  |

  

|                                                                                                                                                                                                  |          |           |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|-----------|
| <b>2</b> Total of line 1, column (d) . . . . .                                                                                                                                                   | <b>2</b> | 0 226767  |
| <b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the<br>number of years the foundation has been in existence if less than 5 years . . . . . | <b>3</b> | 0 045353  |
| <b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 . . . . .                                                                                                  | <b>4</b> | 9,494,229 |
| <b>5</b> Multiply line 4 by line 3 . . . . .                                                                                                                                                     | <b>5</b> | 430,592   |
| <b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) . . . . .                                                                                                                    | <b>6</b> | 544       |
| <b>7</b> Add lines 5 and 6 . . . . .                                                                                                                                                             | <b>7</b> | 431,136   |
| <b>8</b> Enter qualifying distributions from Part XII, line 4 , . . . . .                                                                                                                        | <b>8</b> | 492,710   |

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

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

|           |                                                                                                                                                                                                                                   |           |       |
|-----------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-------|
| <b>1a</b> | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1<br>Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions) |           |       |
| <b>b</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 . . . . .                                                              | <b>1</b>  | 544   |
| <b>c</b>  | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)                                                                                                            |           |       |
| <b>2</b>  | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                         | <b>2</b>  | 0     |
| <b>3</b>  | Add lines 1 and 2. . . . .                                                                                                                                                                                                        | <b>3</b>  | 544   |
| <b>4</b>  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                       | <b>4</b>  | 0     |
| <b>5</b>  | <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .                                                                                                                          | <b>5</b>  | 544   |
| <b>6</b>  | Credits/Payments                                                                                                                                                                                                                  |           |       |
| <b>a</b>  | 2016 estimated tax payments and 2015 overpayment credited to 2016                                                                                                                                                                 | <b>6a</b> | 4,400 |
| <b>b</b>  | Exempt foreign organizations—tax withheld at source . . . . .                                                                                                                                                                     | <b>6b</b> |       |
| <b>c</b>  | Tax paid with application for extension of time to file (Form 8868) . . . . .                                                                                                                                                     | <b>6c</b> |       |
| <b>d</b>  | Backup withholding erroneously withheld . . . . .                                                                                                                                                                                 | <b>6d</b> |       |
| <b>7</b>  | Total credits and payments. Add lines 6a through 6d. . . . .                                                                                                                                                                      | <b>7</b>  | 4,400 |
| <b>8</b>  | Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached                                                                                               | <b>8</b>  | 7     |
| <b>9</b>  | <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .                                                                                                                             | <b>9</b>  |       |
| <b>10</b> | <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .                                                                                                                 | <b>10</b> | 3,849 |
| <b>11</b> | Enter the amount of line 10 to be <b>Credited to 2017 estimated tax</b> 3,849 <b>Refunded</b>                                                                                                                                     | <b>11</b> | 0     |

**Part VII-A Statements Regarding Activities**

|                                                                                                                                                                                                                                                                                                                                                                  | Yes       | No  |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----|
| <b>1a</b> 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>1a</b> | No  |
| <b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . .<br><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> | <b>1b</b> | No  |
| <b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .                                                                                                                                                                                                                                                                                   | <b>1c</b> | No  |
| <b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year<br>(1) On the foundation  \$ 0 (2) On foundation managers  \$ 0                                                                                                                                                                                       |           |     |
| <b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers  \$ 0                                                                                                                                                                                                              |           |     |
| <b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .<br><i>If "Yes," attach a detailed description of the activities</i>                                                                                                                                                                           | <b>2</b>  | No  |
| <b>3</b> 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> . . . . .                                                                                                             | <b>3</b>  | No  |
| <b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .                                                                                                                                                                                                                                                  | <b>4a</b> | No  |
| <b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .                                                                                                                                                                                                                                                                       | <b>4b</b> |     |
| <b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .<br><i>If "Yes," attach the statement required by General Instruction T</i>                                                                                                                                                                     | <b>5</b>  | No  |
| <b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either<br>• By language in the governing instrument, or<br>• 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? . . . . .             | <b>6</b>  | Yes |
| <b>7</b> 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> . . . . .                                                                                                                                                                                                       | <b>7</b>  | Yes |
| <b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions)<br>_____                                                                                                                                                                                                                                            |           |     |
| <b>b</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>                                                                                                                                      | <b>8b</b> | No  |
| <b>9</b> 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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)?<br><i>If "Yes," complete Part XIV</i> . . . . .                                                                                | <b>9</b>  | No  |
| <b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .                                                                                                                                                                                                    | <b>10</b> | No  |

**Part VII-A Statements Regarding Activities** (continued)

|           |                                                                                                                                                                                          |           |            |           |
|-----------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|------------|-----------|
| <b>11</b> | 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). | <b>11</b> |            | <b>No</b> |
| <b>12</b> | 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) | <b>12</b> |            | <b>No</b> |
| <b>13</b> | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?<br>Website address <b>N/A</b>                                        | <b>13</b> | <b>Yes</b> |           |
| <b>14</b> | The books are in care of <b>MORTON A BENDER</b> Telephone no <b>(202) 234-8010</b>                                                                                                       |           |            |           |

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|           |                                                                                                                                                                                                                                                                                                                                                                                          |           |            |           |
|-----------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|------------|-----------|
| <b>15</b> | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . <input type="checkbox"/><br>and enter the amount of tax-exempt interest received or accrued during the year . . . . . <b>15</b>                                                                                                                                      |           |            |           |
| <b>16</b> | At any time during calendar year 2016, 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?<br>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 <b>▶</b> | <b>16</b> | <b>Yes</b> | <b>No</b> |

**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.**

|           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |           |            |           |
|-----------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|------------|-----------|
| <b>1a</b> | During the year did the foundation (either directly or indirectly)                                                                                                                                                                                                                                                                                                                                                                                                                                                       |           | <b>Yes</b> | <b>No</b> |
|           | (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? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                              |           |            |           |
| <b>b</b>  | If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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)? <input type="checkbox"/><br>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>                                                                                                                                                     | <b>1b</b> |            |           |
| <b>c</b>  | 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 2016? <input type="checkbox"/>                                                                                                                                                                                                                                                                                                         | <b>1c</b> |            | <b>No</b> |
| <b>2</b>  | 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))                                                                                                                                                                                                                                                                                                                                            |           |            |           |
| <b>a</b>  | At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>If "Yes," list the years <b>▶ 20____, 20____, 20____, 20____</b>                                                                                                                                                                                                                                |           |            |           |
| <b>b</b>  | Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/>                                                                                                                                                                           | <b>2b</b> |            |           |
| <b>c</b>  | If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>▶ 20____, 20____, 20____, 20____</b>                                                                                                                                                                                                                                                                                                                                                           |           |            |           |
| <b>3a</b> | 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>b</b>  | If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016). <input type="checkbox"/> | <b>3b</b> |            |           |
| <b>4a</b> | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?                                                                                                                                                                                                                                                                                                                                                                                                          | <b>4a</b> |            | <b>No</b> |
| <b>b</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 2016?                                                                                                                                                                                                                                                                                        | <b>4b</b> |            | <b>No</b> |

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

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

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

| <b>1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).</b>                     |                                                           |                                           |                                                                       |                                       |
|-------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| (a) Name and address                                                                                                                | Title, and average hours per week (b) devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | Expense account, (e) other allowances |
| See Additional Data Table                                                                                                           |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
| <b>2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."</b> |                                                           |                                           |                                                                       |                                       |
| (a) Name and address of each employee paid more than \$50,000                                                                       | Title, and average hours per week (b) devoted to position | (c) Compensation                          | (d) Contributions to employee benefit plans and deferred compensation | Expense account, (e) other allowances |
| NONE                                                                                                                                |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
| <b>Total number of other employees paid over \$50,000.</b>                                                                          |                                                           |                                           | ▶                                                                     | <b>0</b>                              |

**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                                                                                       |                     |                  |
|                                                                                            |                     |                  |
|                                                                                            |                     |                  |
|                                                                                            |                     |                  |
|                                                                                            |                     |                  |
|                                                                                            |                     |                  |
|                                                                                            |                     |                  |
|                                                                                            |                     |                  |
| <b>Total</b> 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 |
|----------|----------|
| <b>1</b> |          |
|          |          |
|          |          |
| <b>2</b> |          |
|          |          |
|          |          |
| <b>3</b> |          |
|          |          |
|          |          |
| <b>4</b> |          |
|          |          |
|          |          |

**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 |
|------------------------------------------------------------------------------------------------------------------|--------|
| <b>1</b>                                                                                                         |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| <b>2</b>                                                                                                         |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| All other program-related investments. See instructions.                                                         |        |
| <b>3</b>                                                                                                         |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| <b>Total.</b> Add lines 1 through 3 . . . . . ►                                                                  | 0      |

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

|          |                                                                                                              |           |           |
|----------|--------------------------------------------------------------------------------------------------------------|-----------|-----------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes   |           |           |
| <b>a</b> | Average monthly fair market value of securities.                                                             | <b>1a</b> | 4,460,972 |
| <b>b</b> | Average of monthly cash balances.                                                                            | <b>1b</b> | 133,282   |
| <b>c</b> | Fair market value of all other assets (see instructions).                                                    | <b>1c</b> | 5,044,557 |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c).                                                                       | <b>1d</b> | 9,638,811 |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).   | <b>1e</b> | 0         |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets.                                                        | <b>2</b>  | 0         |
| <b>3</b> | Subtract line 2 from line 1d.                                                                                | <b>3</b>  | 9,638,811 |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).   | <b>4</b>  | 144,582   |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4. | <b>5</b>  | 9,494,229 |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5.                                                        | <b>6</b>  | 474,711   |

**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.)

|           |                                                                                                            |           |         |
|-----------|------------------------------------------------------------------------------------------------------------|-----------|---------|
| <b>1</b>  | Minimum investment return from Part X, line 6.                                                             | <b>1</b>  | 474,711 |
| <b>2a</b> | Tax on investment income for 2016 from Part VI, line 5.                                                    | <b>2a</b> | 544     |
| <b>b</b>  | Income tax for 2016 (This does not include the tax from Part VI).                                          | <b>2b</b> |         |
| <b>c</b>  | Add lines 2a and 2b.                                                                                       | <b>2c</b> | 544     |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1.                                     | <b>3</b>  | 474,167 |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions.                                                 | <b>4</b>  | 0       |
| <b>5</b>  | Add lines 3 and 4.                                                                                         | <b>5</b>  | 474,167 |
| <b>6</b>  | Deduction from distributable amount (see instructions).                                                    | <b>6</b>  | 0       |
| <b>7</b>  | <b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. | <b>7</b>  | 474,167 |

**Part XII Qualifying Distributions** (see instructions)

|          |                                                                                                                                                       |           |         |
|----------|-------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|---------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes                                                             |           |         |
| <b>a</b> | Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.                                                                          | <b>1a</b> | 492,710 |
| <b>b</b> | Program-related investments—total from Part IX-B.                                                                                                     | <b>1b</b> | 0       |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.                                            | <b>2</b>  |         |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the                                                                                   |           |         |
| <b>a</b> | Suitability test (prior IRS approval required).                                                                                                       | <b>3a</b> |         |
| <b>b</b> | Cash distribution test (attach the required schedule).                                                                                                | <b>3b</b> |         |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.                                    | <b>4</b>  | 492,710 |
| <b>5</b> | 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). | <b>5</b>  | 544     |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.                                                                                | <b>6</b>  | 492,166 |

**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)<br>Corpus | (b)<br>Years prior to 2015 | (c)<br>2015 | (d)<br>2016 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2016 from Part XI, line 7                                                                                                                                |               |                            |             | 474,167     |
| <b>2</b> Undistributed income, if any, as of the end of 2016                                                                                                                               |               |                            |             |             |
| <b>a</b> Enter amount for 2015 only. . . . .                                                                                                                                               |               |                            | 482,364     |             |
| <b>b</b> Total for prior years 20____, 20____, 20____                                                                                                                                      |               | 0                          |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2016                                                                                                                                   |               |                            |             |             |
| <b>a</b> From 2011. . . . .                                                                                                                                                                |               |                            |             |             |
| <b>b</b> From 2012. . . . .                                                                                                                                                                |               |                            |             |             |
| <b>c</b> From 2013. . . . .                                                                                                                                                                |               |                            |             |             |
| <b>d</b> From 2014. . . . .                                                                                                                                                                |               |                            |             |             |
| <b>e</b> From 2015. . . . .                                                                                                                                                                |               |                            |             |             |
| <b>f</b> Total of lines 3a through e. . . . .                                                                                                                                              | 0             |                            |             |             |
| <b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 492,710                                                                                                              |               |                            |             |             |
| <b>a</b> Applied to 2015, but not more than line 2a                                                                                                                                        |               |                            | 482,364     |             |
| <b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .                                                                                      |               | 0                          |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .                                                                                              | 0             |                            |             |             |
| <b>d</b> Applied to 2016 distributable amount. . . . .                                                                                                                                     |               |                            |             | 10,346      |
| <b>e</b> Remaining amount distributed out of corpus                                                                                                                                        | 0             |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2016<br>(If an amount appears in column (d), the same amount must be shown in column (a) )                                              | 0             |                            |             | 0           |
| <b>6</b> Enter the net total of each column as indicated below:                                                                                                                            |               |                            |             |             |
| <b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5                                                                                                                                   | 0             |                            |             |             |
| <b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .                                                                                                         |               | 0                          |             |             |
| <b>c</b> 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                          |             |             |
| <b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .                                                                                                           |               | 0                          |             |             |
| <b>e</b> Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .                                                                             |               |                            | 0           |             |
| <b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017 . . . . .                                                               |               |                            |             | 463,821     |
| <b>7</b> 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             |                            |             |             |
| <b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions). . . . .                                                                              | 0             |                            |             |             |
| <b>9</b> Excess distributions carryover to 2017.<br>Subtract lines 7 and 8 from line 6a . . . . .                                                                                          | 0             |                            |             |             |
| <b>10</b> Analysis of line 9                                                                                                                                                               |               |                            |             |             |
| <b>a</b> Excess from 2012. . . . .                                                                                                                                                         |               |                            |             |             |
| <b>b</b> Excess from 2013. . . . .                                                                                                                                                         |               |                            |             |             |
| <b>c</b> Excess from 2014. . . . .                                                                                                                                                         |               |                            |             |             |
| <b>d</b> Excess from 2015. . . . .                                                                                                                                                         |               |                            |             |             |
| <b>e</b> Excess from 2016. . . . .                                                                                                                                                         |               |                            |             |             |

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

|                                                                                                                                                                                                    |                 |                 |                 |                 |                  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|-----------------|-----------------|-----------------|------------------|
| <b>1a</b> If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. . . . . ▶ |                 |                 |                 |                 |                  |
| <b>b</b> Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)          |                 |                 |                 |                 |                  |
| <b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .                                                      | Tax year        | Prior 3 years   |                 |                 | <b>(e) Total</b> |
|                                                                                                                                                                                                    | <b>(a)</b> 2016 | <b>(b)</b> 2015 | <b>(c)</b> 2014 | <b>(d)</b> 2013 |                  |
| <b>b</b> 85% of line 2a . . . . .                                                                                                                                                                  |                 |                 |                 |                 |                  |
| <b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .                                                                                                             |                 |                 |                 |                 |                  |
| <b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .                                                                                           |                 |                 |                 |                 |                  |
| <b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .                                                                   |                 |                 |                 |                 |                  |
| <b>3</b> Complete 3a, b, or c for the alternative test relied upon                                                                                                                                 |                 |                 |                 |                 |                  |
| <b>a</b> "Assets" alternative test—enter                                                                                                                                                           |                 |                 |                 |                 |                  |
| <b>(1)</b> Value of all assets . . . . .                                                                                                                                                           |                 |                 |                 |                 |                  |
| <b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .                                                                                                                     |                 |                 |                 |                 |                  |
| <b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .                                                                |                 |                 |                 |                 |                  |
| <b>c</b> "Support" alternative test—enter                                                                                                                                                          |                 |                 |                 |                 |                  |
| <b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .                                 |                 |                 |                 |                 |                  |
| <b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .                                                                       |                 |                 |                 |                 |                  |
| <b>(3)</b> Largest amount of support from an exempt organization . . . . .                                                                                                                         |                 |                 |                 |                 |                  |
| <b>(4)</b> 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.)**

|                                                                                                                                                                                                                                                                                                                                  |  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| <b>1 Information Regarding Foundation Managers:</b>                                                                                                                                                                                                                                                                              |  |
| <b>a</b> 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) )<br>MORTON A BENDER                                                          |  |
| <b>b</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                                                                                             |  |
| <b>2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:</b>                                                                                                                                                                                                                                     |  |
| Check here <input type="checkbox"/> 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 |  |
| <b>a</b> The name, address, and telephone number or e-mail address of the person to whom applications should be addressed<br>MORTON A BENDER<br>2838 MCGILL TERRACE NW<br>WASHINGTON, DC 20008<br>(202) 466-5821                                                                                                                 |  |
| <b>b</b> The form in which applications should be submitted and information and materials they should include<br>REQUESTS ARE TO BE SUBMITTED IN WRITING ACCOMPANIED BY A COPY OF IRS EXEMPTION LETTER                                                                                                                           |  |
| <b>c</b> Any submission deadlines<br>NONE                                                                                                                                                                                                                                                                                        |  |
| <b>d</b> Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors<br>GRANTS ARE GENERALLY MADE TO EXEMPT ORGANIZATIONS LOCATED IN THE GREATER METROPOLITAN WASHINGTON AREA                                                                           |  |

**Part XV** **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient                                                         | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount  |
|-------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|---------|
| Name and address (home or business)                               |                                                                                                                    |                                      |                                     |         |
| <b>a</b> <i>Paid during the year</i><br>See Additional Data Table |                                                                                                                    |                                      |                                     |         |
| <b>Total</b> . . . . .                                            |                                                                                                                    |                                      | <b>3a</b>                           | 492,710 |
| <b>b</b> <i>Approved for future payment</i>                       |                                                                                                                    |                                      |                                     |         |
| <b>Total</b> . . . . .                                            |                                                                                                                    |                                      | <b>3b</b>                           | 0       |

Enter gross amounts unless otherwise indicated

| Enter gross amounts unless otherwise indicated                                 | Unrelated business income |               | Excluded by section 512, 513, or 514 |               | (e)<br>Related or exempt<br>function income<br>(See instructions ) |
|--------------------------------------------------------------------------------|---------------------------|---------------|--------------------------------------|---------------|--------------------------------------------------------------------|
|                                                                                | (a)<br>Business code      | (b)<br>Amount | (c)<br>Exclusion code                | (d)<br>Amount |                                                                    |
| <b>1</b> Program service revenue                                               |                           |               |                                      |               |                                                                    |
| <b>a</b> _____                                                                 |                           |               |                                      |               |                                                                    |
| <b>b</b> _____                                                                 |                           |               |                                      |               |                                                                    |
| <b>c</b> _____                                                                 |                           |               |                                      |               |                                                                    |
| <b>d</b> _____                                                                 |                           |               |                                      |               |                                                                    |
| <b>e</b> _____                                                                 |                           |               |                                      |               |                                                                    |
| <b>f</b> _____                                                                 |                           |               |                                      |               |                                                                    |
| <b>g</b> Fees and contracts from government agencies                           |                           |               |                                      |               |                                                                    |
| <b>2</b> Membership dues and assessments. . . .                                |                           |               |                                      |               |                                                                    |
| <b>3</b> Interest on savings and temporary cash<br>investments . . . . .       |                           |               | 14                                   | 1,156         |                                                                    |
| <b>4</b> Dividends and interest from securities. . . .                         |                           |               | 14                                   | 84,514        |                                                                    |
| <b>5</b> Net rental income or (loss) from real estate                          |                           |               |                                      |               |                                                                    |
| <b>a</b> Debt-financed property. . . . .                                       |                           |               |                                      |               |                                                                    |
| <b>b</b> Not debt-financed property. . . . .                                   |                           |               |                                      |               |                                                                    |
| <b>6</b> Net rental income or (loss) from personal property                    |                           |               |                                      |               |                                                                    |
| <b>7</b> Other investment income. . . . .                                      |                           |               | 14                                   | 1,610         |                                                                    |
| <b>8</b> Gain or (loss) from sales of assets other than<br>inventory . . . . . |                           |               | 18                                   | 872           |                                                                    |
| <b>9</b> Net income or (loss) from special events                              |                           |               |                                      |               |                                                                    |
| <b>10</b> Gross profit or (loss) from sales of inventory                       |                           |               |                                      |               |                                                                    |
| <b>11</b> Other revenue <b>a</b> _____                                         |                           |               |                                      |               |                                                                    |
| <b>b</b> _____                                                                 |                           |               |                                      |               |                                                                    |
| <b>c</b> _____                                                                 |                           |               |                                      |               |                                                                    |
| <b>d</b> _____                                                                 |                           |               |                                      |               |                                                                    |
| <b>e</b> _____                                                                 |                           |               |                                      |               |                                                                    |
| <b>12</b> Subtotal Add columns (b), (d), and (e). .                            |                           | 0             |                                      | 88,152        | 0                                                                  |
| <b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . .               |                           |               | <b>13</b>                            |               | <b>88,152</b>                                                      |

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]

## Part XVII

- |       | Yes | No |
|-------|-----|----|
| 1a(1) |     | No |
| 1a(2) |     | No |
| 1b(1) |     | No |
| 1b(2) |     | No |
| 1b(3) |     | No |
| 1b(4) |     | No |
| 1b(5) |     | No |
| 1b(6) |     | No |
| 1c    |     | No |

[illegible]

- 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 |
|--------------------------|--------------------------|---------------------------------|
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |

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

|                                                                            |                      |      |                                                   |                         |
|----------------------------------------------------------------------------|----------------------|------|---------------------------------------------------|-------------------------|
| Print/Type preparer's name<br><br>JAMES S REGAN                            | Preparer's Signature | Date | Check if self-employed ► <input type="checkbox"/> | PTIN<br><br>P01216328   |
| Firm's name ► REGAN GRACE & KERLEY LLC                                     |                      |      |                                                   | Firm's EIN ► 20-8171239 |
| Firm's address ► 2139 DEFENSE HIGHWAY SUITE 2<br><br>CROFTON, MD 211142113 |                      |      |                                                   | Phone no (410) 721-3151 |

| Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d                                           |                                                 |                                         |                                     |
|--------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------|-----------------------------------------|-------------------------------------|
| List and describe the kind(s) of property sold (e g , real estate,<br>(a) 2-story brick warehouse, or common stock, 200 shs MLC Co ) | (b)<br>How acquired<br>P—Purchase<br>D—Donation | (c)<br>Date acquired<br>(mo , day, yr ) | (d)<br>Date sold<br>(mo , day, yr ) |
| WILLIAMS CO INC                                                                                                                      | P                                               | 2015-04-24                              | 2016-01-13                          |
| WILLIAMS CO INC                                                                                                                      | P                                               | 2015-06-12                              | 2016-01-13                          |
| PJT PARTNERS INC                                                                                                                     | P                                               | 2015-04-24                              | 2016-01-13                          |
| MONSANTO CO                                                                                                                          | P                                               | 2015-04-24                              | 2016-01-25                          |
| MONSANTO CO                                                                                                                          | P                                               | 2015-06-12                              | 2016-01-25                          |
| AMERICAN EXPRESS CO                                                                                                                  | P                                               | 2012-02-27                              | 2016-01-25                          |
| AMERICAN EXPRESS CO                                                                                                                  | P                                               | 2012-07-05                              | 2016-01-25                          |
| AMERICAN EXPRESS CO                                                                                                                  | P                                               | 2013-08-19                              | 2016-01-25                          |
| ABBOTT LABORATORIES                                                                                                                  | P                                               | 2015-04-24                              | 2016-03-03                          |
| LINKEDIN CORP                                                                                                                        | P                                               | 2015-04-24                              | 2016-03-03                          |

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

| (e) Gross sales price | Depreciation allowed<br>(f) (or allowable) | Cost or other basis<br>(g) plus expense of sale | Gain or (loss)<br>(h) (e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 42,605                |                                            | 153,471                                         | -110,866                                     |
| 14                    |                                            | 47                                              | -33                                          |
| 2,113                 |                                            | 331                                             | 1,782                                        |
| 1,540                 |                                            | 1,954                                           | -414                                         |
| 76,646                |                                            | 99,905                                          | -23,259                                      |
| 26,467                |                                            | 26,341                                          | 126                                          |
| 39,374                |                                            | 43,014                                          | -3,640                                       |
| 1,688                 |                                            | 2,428                                           | -740                                         |
| 78,048                |                                            | 98,556                                          | -20,508                                      |
| 45,029                |                                            | 98,599                                          | -53,570                                      |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

| 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) F M V as of 12/31/69                                                                    | Adjusted basis<br>(j) as of 12/31/69 | Excess of col (i)<br>(k) over col (j), if any |                                                                                        |
|                                                                                             |                                      |                                               | -110,866                                                                               |
|                                                                                             |                                      |                                               | -33                                                                                    |
|                                                                                             |                                      |                                               | 1,782                                                                                  |
|                                                                                             |                                      |                                               | -414                                                                                   |
|                                                                                             |                                      |                                               | -23,259                                                                                |
|                                                                                             |                                      |                                               | 126                                                                                    |
|                                                                                             |                                      |                                               | -3,640                                                                                 |
|                                                                                             |                                      |                                               | -740                                                                                   |
|                                                                                             |                                      |                                               | -20,508                                                                                |
|                                                                                             |                                      |                                               | -53,570                                                                                |

| Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d                                           |                                                 |                                         |                                     |
|--------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------|-----------------------------------------|-------------------------------------|
| List and describe the kind(s) of property sold (e g , real estate,<br>(a) 2-story brick warehouse, or common stock, 200 shs MLC Co ) | (b)<br>How acquired<br>P—Purchase<br>D—Donation | (c)<br>Date acquired<br>(mo , day, yr ) | (d)<br>Date sold<br>(mo , day, yr ) |
| LINKEDIN CORP                                                                                                                        | P                                               | 2015-06-12                              | 2016-03-03                          |
| DELPHI AUTOMOTIVE PLC                                                                                                                | P                                               | 2015-04-24                              | 2016-04-28                          |
| STARWOOD HTLS & RST WW INC                                                                                                           | P                                               | 2015-04-24                              | 2016-04-28                          |
| NEXTERA ENERGY INC                                                                                                                   | P                                               | 2015-04-24                              | 2016-06-24                          |
| NEXTERA ENERGY INC                                                                                                                   | P                                               | 2015-06-12                              | 2016-06-24                          |
| FORTIVE CORP                                                                                                                         | P                                               | 2016-03-03                              | 2016-07-01                          |
| FORTIVE CORP                                                                                                                         | P                                               | 2016-03-03                              | 2016-07-07                          |
| PROLOGIS INC                                                                                                                         | P                                               | 2015-04-24                              | 2016-08-18                          |
| PROLOGIS INC                                                                                                                         | P                                               | 2015-06-12                              | 2016-08-18                          |
| VISA INC                                                                                                                             | P                                               | 2015-04-24                              | 2016-08-18                          |

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 8,746                 |                                            | 16,084                                          | -7,338                                       |
| 36,567                |                                            | 40,238                                          | -3,671                                       |
| 98,266                |                                            | 99,992                                          | -1,726                                       |
| 117,392               |                                            | 99,582                                          | 17,810                                       |
| 7,213                 |                                            | 5,766                                           | 1,447                                        |
| 25                    |                                            | 21                                              | 4                                            |
| 18,057                |                                            | 16,367                                          | 1,690                                        |
| 124,207               |                                            | 99,576                                          | 24,631                                       |
| 9,165                 |                                            | 6,833                                           | 2,332                                        |
| 172,443               |                                            | 144,809                                         | 27,634                                       |

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                      |                                               | (I) Gains (Col (h) gain minus<br>col (k), but not less than -0-) or<br>Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------|----------------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any |                                                                                              |
|                                                                                             |                                      |                                               | -7,338                                                                                       |
|                                                                                             |                                      |                                               | -3,671                                                                                       |
|                                                                                             |                                      |                                               | -1,726                                                                                       |
|                                                                                             |                                      |                                               | 17,810                                                                                       |
|                                                                                             |                                      |                                               | 1,447                                                                                        |
|                                                                                             |                                      |                                               | 4                                                                                            |
|                                                                                             |                                      |                                               | 1,690                                                                                        |
|                                                                                             |                                      |                                               | 24,631                                                                                       |
|                                                                                             |                                      |                                               | 2,332                                                                                        |
|                                                                                             |                                      |                                               | 27,634                                                                                       |

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

| List and describe the kind(s) of property sold (e g , real estate,<br>(a) 2-story brick warehouse, or common stock, 200 shs MLC Co ) | (b)<br>How acquired<br>P—Purchase<br>D—Donation | (c)<br>Date acquired<br>(mo , day, yr ) | (d)<br>Date sold<br>(mo , day, yr ) |
|--------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------|-----------------------------------------|-------------------------------------|
| ADVANSIX INC                                                                                                                         | P                                               | 2015-04-24                              | 2016-09-13                          |
| ADVANSIX INC                                                                                                                         | P                                               | 2015-04-24                              | 2016-10-14                          |
| ADVANSIX INC                                                                                                                         | P                                               | 2015-04-24                              | 2016-10-14                          |
| ALPHABET INC                                                                                                                         | P                                               | 2015-08-25                              | 2016-10-14                          |
| FACEBOOK INC                                                                                                                         | P                                               | 2015-08-25                              | 2016-10-14                          |
| FACEBOOK INC                                                                                                                         | P                                               | 2015-08-25                              | 2016-10-19                          |
| THERMO FISHER SCIENTIFIC                                                                                                             | P                                               | 2015-04-24                              | 2016-10-14                          |
| THERMO FISHER SCIENTIFIC                                                                                                             | P                                               | 2015-04-24                              | 2016-10-19                          |
| DELPHI AUTOMOTIVE PLC                                                                                                                | P                                               | 2015-04-24                              | 2016-11-22                          |
| CVS HEALTH CORP                                                                                                                      | P                                               | 2015-12-07                              | 2016-11-22                          |

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 3                     |                                            | 3                                               | 0                                            |
| 861                   |                                            | 758                                             | 103                                          |
| 277                   |                                            | 250                                             | 27                                           |
| 12,874                |                                            | 9,145                                           | 3,729                                        |
| 31,478                |                                            | 20,870                                          | 10,608                                       |
| 101,052               |                                            | 66,344                                          | 34,708                                       |
| 30,530                |                                            | 26,166                                          | 4,364                                        |
| 99,367                |                                            | 85,397                                          | 13,970                                       |
| 80,908                |                                            | 102,226                                         | -21,318                                      |
| 72,254                |                                            | 94,343                                          | -22,089                                      |

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                      |                                               | (I) Gains (Col (h) gain minus<br>col (k), but not less than -0-) or<br>Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------|----------------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any |                                                                                              |
|                                                                                             |                                      |                                               | 0                                                                                            |
|                                                                                             |                                      |                                               | 103                                                                                          |
|                                                                                             |                                      |                                               | 27                                                                                           |
|                                                                                             |                                      |                                               | 3,729                                                                                        |
|                                                                                             |                                      |                                               | 10,608                                                                                       |
|                                                                                             |                                      |                                               | 34,708                                                                                       |
|                                                                                             |                                      |                                               | 4,364                                                                                        |
|                                                                                             |                                      |                                               | 13,970                                                                                       |
|                                                                                             |                                      |                                               | -21,318                                                                                      |
|                                                                                             |                                      |                                               | -22,089                                                                                      |

| Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d                                           |                                                 |                                         |                                     |
|--------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------|-----------------------------------------|-------------------------------------|
| List and describe the kind(s) of property sold (e g , real estate,<br>(a) 2-story brick warehouse, or common stock, 200 shs MLC Co ) | (b)<br>How acquired<br>P—Purchase<br>D—Donation | (c)<br>Date acquired<br>(mo , day, yr ) | (d)<br>Date sold<br>(mo , day, yr ) |
| ALPHABET INC                                                                                                                         | P                                               | 2015-04-24                              | 2016-12-19                          |
| BLACKROCK INC                                                                                                                        | P                                               | 2013-07-05                              | 2016-12-19                          |
| CAPITAL ONE FINANCIAL CORP                                                                                                           | P                                               | 2015-11-19                              | 2016-12-22                          |
| COMCAST CORP (NEW)                                                                                                                   | P                                               | 2015-06-25                              | 2016-12-19                          |
| EOG RESOURCES INC                                                                                                                    | P                                               | 2013-08-07                              | 2016-12-19                          |
| GOLDMAN SACHS GRP INC                                                                                                                | P                                               | 2015-08-25                              | 2016-12-19                          |
| HONEYWELL INTERNATIONAL INC                                                                                                          | P                                               | 2015-04-24                              | 2016-12-19                          |
| JP MORGAN CHASE & CO                                                                                                                 | P                                               | 2015-04-24                              | 2016-12-19                          |
| PEPSICO                                                                                                                              | P                                               | 2013-09-25                              | 2016-12-19                          |
| PEPSICO                                                                                                                              | P                                               | 2013-11-21                              | 2016-12-19                          |

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

| (e) Gross sales price | Depreciation allowed<br>(f) (or allowable) | Cost or other basis<br>(g) plus expense of sale | Gain or (loss)<br>(h) (e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 20,269                |                                            | 14,290                                          | 5,979                                        |
| 30,422                |                                            | 20,119                                          | 10,303                                       |
| 107,272               |                                            | 95,764                                          | 11,508                                       |
| 24,658                |                                            | 21,620                                          | 3,038                                        |
| 25,873                |                                            | 19,670                                          | 6,203                                        |
| 24,856                |                                            | 19,118                                          | 5,738                                        |
| 41,297                |                                            | 35,941                                          | 5,356                                        |
| 71,083                |                                            | 52,099                                          | 18,984                                       |
| 5,893                 |                                            | 4,582                                           | 1,311                                        |
| 17,153                |                                            | 14,094                                          | 3,059                                        |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

| 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) F M V as of 12/31/69                                                                    | Adjusted basis<br>(j) as of 12/31/69 | Excess of col (i)<br>(k) over col (j), if any |                                                                                        |
|                                                                                             |                                      |                                               | 5,979                                                                                  |
|                                                                                             |                                      |                                               | 10,303                                                                                 |
|                                                                                             |                                      |                                               | 11,508                                                                                 |
|                                                                                             |                                      |                                               | 3,038                                                                                  |
|                                                                                             |                                      |                                               | 6,203                                                                                  |
|                                                                                             |                                      |                                               | 5,738                                                                                  |
|                                                                                             |                                      |                                               | 5,356                                                                                  |
|                                                                                             |                                      |                                               | 18,984                                                                                 |
|                                                                                             |                                      |                                               | 1,311                                                                                  |
|                                                                                             |                                      |                                               | 3,059                                                                                  |

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

| List and describe the kind(s) of property sold (e.g., real estate,<br><b>(a)</b> 2-story brick warehouse, or common stock, 200 shs MLC Co.) | <b>(b)</b><br>How acquired<br>P—Purchase<br>D—Donation | <b>(c)</b><br>Date acquired<br>(mo, day, yr) | <b>(d)</b><br>Date sold<br>(mo, day, yr) |
|---------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------|----------------------------------------------|------------------------------------------|
| PRUDENTIAL FINANCIAL INC                                                                                                                    | P                                                      | 2015-04-24                                   | 2016-12-19                               |
| PRUDENTIAL FINANCIAL INC                                                                                                                    | P                                                      | 2015-04-24                                   | 2016-12-22                               |
| ALPINE EQUITY LIMITED PARTNERSHIP                                                                                                           | P                                                      |                                              | 2016-07-31                               |
| PER K-1 - THE BLACKSTONE GROUP L P                                                                                                          | P                                                      |                                              | 2016-12-31                               |
| PER K-1 - THE BLACKSTONE GROUP L P                                                                                                          | P                                                      |                                              | 2016-01-21                               |
| SALE OF PARTNERSHIP INTEREST - ALPINE EQUITY, L P                                                                                           | P                                                      |                                              | 2016-07-31                               |

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

| <b>(e)</b> Gross sales price | <b>(f)</b> Depreciation allowed<br>(or allowable) | <b>(g)</b> Cost or other basis<br>plus expense of sale | <b>(h)</b> Gain or (loss)<br>(e) plus (f) minus (g) |
|------------------------------|---------------------------------------------------|--------------------------------------------------------|-----------------------------------------------------|
| 44,139                       |                                                   | 33,605                                                 | 10,534                                              |
| 131,389                      |                                                   | 100,654                                                | 30,735                                              |
| 5,051                        |                                                   |                                                        | 5,051                                               |
| 35                           |                                                   | 64                                                     | -29                                                 |
| 1,499                        |                                                   |                                                        | 1,499                                               |
| 5,810                        |                                                   |                                                        | 5,810                                               |

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                             |                                                      | <b>(l)</b> Gains (Col (h) gain minus<br>col (k), but not less than -0-) or<br>Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|---------------------------------------------|------------------------------------------------------|-----------------------------------------------------------------------------------------------------|
| <b>(i)</b> F M V as of 12/31/69                                                             | <b>(j)</b> Adjusted basis<br>as of 12/31/69 | <b>(k)</b> Excess of col (i)<br>over col (j), if any |                                                                                                     |
|                                                                                             |                                             |                                                      | 10,534                                                                                              |
|                                                                                             |                                             |                                                      | 30,735                                                                                              |
|                                                                                             |                                             |                                                      | 5,051                                                                                               |
|                                                                                             |                                             |                                                      | -29                                                                                                 |
|                                                                                             |                                             |                                                      | 1,499                                                                                               |
|                                                                                             |                                             |                                                      | 5,810                                                                                               |

**Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation**

| (a) Name and address                                                   | Title, and average hours per week<br>(b) devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | Expense account, (e) other allowances |
|------------------------------------------------------------------------|--------------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| MORTON A BENDER<br>2838 MCGILL TERRACE NW<br>WASHINGTON, DC 20008      | DIR-PRESIDENT<br>5 00                                        | 0                                         | 0                                                                     | 0                                     |
| GRACE M BENDER<br>2838 MCGILL TERRACE NW<br>WASHINGTON, DC 20008       |                                                              |                                           |                                                                       |                                       |
| JAY S BENDER<br>10509 UNITY LANE<br>POTOMAC, MD 20854                  | DIR-SECRETARY<br>1 00                                        | 0                                         | 0                                                                     | 0                                     |
| LISA ANN BENDER-FELDMAN<br>2579 EAGLE RUN LANE<br>WESTON, FL 33327     |                                                              |                                           |                                                                       |                                       |
| KENNETH H BENDER<br>BOX 779 20135 MULLEN ROAD<br>FRENCH TOWN, MT 59834 | DIRECTOR<br>1 00                                             | 0                                         | 0                                                                     | 0                                     |
| SCOTT M BENDER<br>12700 GLENN MILL ROAD<br>POTOMAC, MD 20852           |                                                              |                                           |                                                                       |                                       |
| JACK B BENDER<br>8709 GRANT STREET<br>BETHESDA, MD 20817               | DIRECTOR<br>1 00                                             | 0                                         | 0                                                                     | 0                                     |
|                                                                        |                                                              |                                           |                                                                       |                                       |

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

| Recipient<br>Name and address (home or business)                                                            | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount  |
|-------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|---------|
| <b>a</b> <i>Paid during the year</i>                                                                        |                                                                                                                    |                                      |                                     |         |
| ALZHEIMERS DRUG DISCOVERY<br>FOUNDATION<br>57 WEST 57TH ST STE 904<br>NEW YORK, NY 10019                    | NONE                                                                                                               | PC                                   | GENERAL SUPPORT                     | 25,000  |
| AMERICAN FRIENDS OF THE HEBREW<br>UNIVERSITY<br><br>ONE BATTERY PARK PLACE 25TH FLOOR<br>NEW YORK, NY 10004 | NONE                                                                                                               | PC                                   | GENERAL SUPPORT                     | 25,000  |
| AMERICAN UNIVERSITY HILLEL<br>4400 MASSACHUSETTS AVENUE NW<br>WASHINGTON, DC 20016                          | NONE                                                                                                               | PC                                   | GENERAL SUPPORT                     | 5,000   |
| ANTI-DEFAMATION LEAGUE<br>FOUNDATION<br>605 THIRD AVENUE<br>NEW YORK, NY 10158                              | NONE                                                                                                               | PC                                   | GENERAL SUPPORT                     | 10,000  |
| ARTS FOR THE AGING<br>12320 PARKLAWN DRIVE<br>ROCKVILLE, MD 20852                                           | NONE                                                                                                               | PC                                   | GENERAL SUPPORT                     | 1,000   |
| <b>Total . . . . . ►</b><br><b>3a</b>                                                                       |                                                                                                                    |                                      |                                     | 492,710 |

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

| Recipient                                                                    | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount  |
|------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|---------|
| Name and address (home or business)                                          |                                                                                                                    |                                      |                                     |         |
| <b>a</b> <i>Paid during the year</i>                                         |                                                                                                                    |                                      |                                     |         |
| ASPEN INSTITUTE<br>1 DUPONT CIR NW 700<br>WASHINGTON, DC 20036               | NONE                                                                                                               | PC                                   | GENERAL SUPPORT                     | 10,000  |
| AYENDA FOUNDATION<br>1050 - 30TH STREET NW<br>WASHINGTON, DC 20007           | NONE                                                                                                               | PC                                   | GENERAL SUPPORT                     | 1,000   |
| BEEBE MEDICAL FOUNDATION<br>902 SAVANNAH ROAD<br>LEWES, DE 19958             | NONE                                                                                                               | PC                                   | GENERAL SUPPORT                     | 5,000   |
| CAPITAL AREA FOOD BANK<br>4900 PUERTO RICO AVENUE NW<br>WASHINGTON, DC 20017 | NONE                                                                                                               | PC                                   | GENERAL SUPPORT                     | 10,000  |
| CARON FOUNDATION<br>243 N GALEN HALL ROAD<br>WERNERSVILLE, PA 19565          | NONE                                                                                                               | PC                                   | GENERAL SUPPORT                     | 5,000   |
| <b>Total . . . . . ▶</b><br><b>3a</b>                                        |                                                                                                                    |                                      |                                     | 492,710 |

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

| Recipient                                                                               | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount  |
|-----------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|---------|
| Name and address (home or business)                                                     |                                                                                                                    |                                      |                                     |         |
| <b>a</b> <i>Paid during the year</i>                                                    |                                                                                                                    |                                      |                                     |         |
| CATHOLIC UNIVERSITY OF AMERICA<br>620 MICHIGAN AVENUE NE<br>WASHINGTON, DC 20064        | NONE                                                                                                               | PC                                   | GENERAL SUPPORT                     | 10,000  |
| CHESAPEAKE BAY FOUNDATION<br>6 HERNDON AVE<br>ANNAPOLIS, MD 21403                       | NONE                                                                                                               | PC                                   | GENERAL SUPPORT                     | 5,000   |
| CHILDREN'S MUSEUM OF WASHINGTON<br>DC<br>5234 4TH STREET NE 101<br>WASHINGTON, DC 20011 | NONE                                                                                                               | PC                                   | GENERAL SUPPORT                     | 10,000  |
| CHILDREN'S NAT'L MEDICAL CTR<br>2141 K ST NW<br>WASHINGTON, DC 20037                    | NONE                                                                                                               | PC                                   | GENERAL SUPPORT                     | 2,000   |
| CITY DANCE 1570 E JEFFERSON ST<br>ROCKVILLE, MD 20852                                   | NONE                                                                                                               | PC                                   | GENERAL SUPPORT                     | 1,000   |
| <b>Total . . . . .</b> ►<br><b>3a</b>                                                   |                                                                                                                    |                                      |                                     | 492,710 |

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

| Recipient                                                                                                | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount  |
|----------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|---------|
| Name and address (home or business)                                                                      |                                                                                                                    |                                      |                                     |         |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                                    |                                      |                                     |         |
| DC DESIGN HOUSE INC<br>9004 CONGRESSIONAL COURT<br>POTOMAC, MD 20854                                     | NONE                                                                                                               | PC                                   | GENERAL SUPPORT                     | 11,210  |
| DELAWARE BOTANICAL GARDENS<br>P O BOX 66<br>DAGSBORO, DE 19939                                           | NONE                                                                                                               | PC                                   | GENERAL SUPPORT                     | 1,000   |
| DISTRICT HEIGHTS BOYS & GIRLS CLUB<br>2311 RITCHIE ROAD<br>FORESTVILLE, MD 20747                         | NONE                                                                                                               | PC                                   | GENERAL SUPPORT                     | 15,000  |
| DOG TAG INC 3206 GRACE STREET NW<br>WASHINGTON, DC 20007                                                 | NONE                                                                                                               | PC                                   | GENERAL SUPPORT                     | 5,000   |
| ELIZABETH GLASER PEDIATRIC AIDS<br>FOUNDATION<br>1140 CONNECTICUT AVE NW STE 200<br>WASHINGTON, DC 20036 | NONE                                                                                                               | PC                                   | GENERAL SUPPORT                     | 15,000  |
| <b>Total . . . . . ▶</b><br><b>3a</b>                                                                    |                                                                                                                    |                                      |                                     | 492,710 |

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)                                                                  |                                                                                                           |                                |                                  |         |
| <b>a</b> <i>Paid during the year</i>                                                                 |                                                                                                           |                                |                                  |         |
| FORD'S THEATRE SOCIETY<br>511 10TH STREET NW<br>WASHINGTON, DC 20004                                 | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 2,500   |
| FOUNDATION FOR ART & PRESERVATION IN EMBASSIES<br>1725 I STREET NW SUITE 300<br>WASHINGTON, DC 20006 | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 2,500   |
| FUND FOR ENDOWMENT - DIPLOMATIC RECEPTION<br>2201 C STREET NW<br>WASHINGTON, DC 20520                | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 1,000   |
| GALLAUDET UNIVERSITY<br>800 FLORIDA AVENUE NE<br>WASHINGTON, DC 20002                                | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 25,000  |
| GEORGE WASHINGTON UNIVERSITY<br>2121 EYE STREET NW<br>WASHINGTON, DC 20052                           | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 25,000  |
| <b>Total . . . . .</b> ►<br><b>3a</b>                                                                |                                                                                                           |                                |                                  | 492,710 |

| 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)                                                                      |                                                                                                           |                                |                                  |         |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |         |
| GEORGETOWN UNIVERSITY MEDICAL CTR<br>3800 RESERVOIR RD NW<br>WASHINGTON, DC 20007                        | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 10,000  |
| GREEN DOOR 1221 TAYLOR STREET NW<br>WASHINGTON, DC 20011                                                 | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 1,000   |
| HORTON'S KIDS INC<br>100 MARYLAND AVE NE 520<br>WASHINGTON, DC 20002                                     | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 5,000   |
| JTCC 5200 CAMPUS DRIVE<br>COLLEGE PARK, MD 20784                                                         | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 2,000   |
| JCCA ASSOCIATION OF NORTH AMERICA<br>520 8TH AVENUE<br>NEW YORK, NY 10018                                | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 1,000   |
| <b>Total . . . . . ▶</b><br><b>3a</b>                                                                    |                                                                                                           |                                |                                  | 492,710 |

| 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)                                                                      |                                                                                                           |                                |                                  |         |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |         |
| JOHNS HOPKINS HOSPITAL<br>601 N CAROLINE ST<br>BALTIMORE, MD 21287                                       | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 10,000  |
| JUBILEE JOBS INC<br>2712 ONTARIO ROAD NW<br>WASHINGTON, DC 20009                                         | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 5,000   |
| JUNIOR TENNIS CHAMPIONS CENTER<br>5200 PAINT BRANCH PKWY<br>COLLEGE PARK, MD 20740                       | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 5,000   |
| KNOCKOUT ABUSE AGAINST WOMEN<br>1600 K STREET NW 600<br>WASHINGTON, DC 20006                             | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 2,500   |
| LIFE WITH CANCER 8411 PENNELL ST<br>FAIRFAX, VA 22031                                                    | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 1,500   |
| <b>Total . . . . . ▶</b><br><b>3a</b>                                                                    |                                                                                                           |                                |                                  | 492,710 |

| 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)                                                                      |                                                                                                           |                                |                                  |         |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |         |
| MENTORS INC<br>1012 14TH ST NW STE 304<br>WASHINGTON, DC 20005                                           | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 2,500   |
| MPN RESEARCH FOUNDATION<br>180 N MICHIGAN AVENUE SUITE 1870<br>CHICAGO, IL 60601                         | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 1,000   |
| NATIONAL COUNCIL FOR ADOPTION<br>225 N WASHINGTON ST 2<br>ALEXANDRIA, VA 22314                           | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 5,000   |
| NATIONAL GALLERY OF ART<br>4TH CONSTITUTION AVE NW<br>WASHINGTON, DC 20565                               | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 10,000  |
| NATIONAL PORTRAIT GALLERY<br>8TH ST NW F ST NW<br>WASHINGTON, DC 20001                                   | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 10,000  |
| <b>Total . . . . . ▶</b><br><b>3a</b>                                                                    |                                                                                                           |                                |                                  | 492,710 |

| 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)                                                                      |                                                                                                           |                                |                                  |         |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |         |
| NEW WORLD SYMPHONY<br>500 17TH STREET<br>MIAMI BEACH, FL 33139                                           | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 2,500   |
| OPERATION SMILE<br>3641 FACULTY BOULEVARD<br>VIRGINIA BEACH, VA 23453                                    | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 5,000   |
| SHASHA BRUCE YOUTHWORX<br>1312 E CAPITOL ST NE<br>WASHINGTON, DC 20003                                   | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 10,000  |
| SHRINERS HOSPITAL FOR CHILDREN<br>3551 N BROAD ST<br>PHILADELPHIA, PA 19140                              | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 5,000   |
| SMITHSONIAN INSTITUTION<br>P O BOX 37012 SI BUILDINGROOM 153<br>MRC 010<br>WASHINGTON, DC 20013          | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 2,500   |
| <b>Total . . . . . ▶</b><br><b>3a</b>                                                                    |                                                                                                           |                                |                                  | 492,710 |

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)                                                      |                                                                                                           |                                |                                  |         |
| <b>a</b> <i>Paid during the year</i>                                                     |                                                                                                           |                                |                                  |         |
| ST ANDREWS EPISCOPAL SCHOOL<br>8804 POSTOAK RD<br>POTOMAC, MD 20854                      | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 5,000   |
| ST JUDE'S CHILDREN'S RESEARCH HOSPITAL<br>501 ST JUDE PLACE<br>MEMPHIS, TN 38105         | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 10,000  |
| ST MICHAELS FIRE DEPARTMENT INC<br>1001 S TALBOT STREET<br>ST MICHAELS, MD 21663         | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 5,000   |
| THE KENNEDY CENTER 2700 F ST NW<br>WASHINGTON, DC 20566                                  | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 45,000  |
| THE SEED FOUNDATION<br>1776 MASSACHUSETTS AVENUE NW<br>SUITE 600<br>WASHINGTON, DC 20036 | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 2,000   |
| <b>Total . . . . .</b> ►<br><b>3a</b>                                                    |                                                                                                           |                                |                                  | 492,710 |

**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)                                                              |                                                                                                           |                                |                                  |         |
| <b>a</b> <i>Paid during the year</i>                                                             |                                                                                                           |                                |                                  |         |
| THEARC 1901 MISSISSIPPI AVENUE SE<br>WASHINGTON, DC 20020                                        | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 1,000   |
| TRUST FOR NATIONAL MALL<br>1300 PENNSYLVANIA AVENUE NW 370<br>WASHINGTON, DC 20004               | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 12,500  |
| U S HOLOCAUST MEMORIAL MUSEUM<br>100 RAOUL WALLENBERG PLACE SW<br>WASHINGTON, DC 20024           | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 25,000  |
| USO OF METROPOLITAN WASHINGTON-BALTIMORE<br>241 FRIENDSHIP RD<br>BALTIMORE, MD 21240             | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 10,000  |
| WASHINGTON HUMANE SOCIETY<br>4590 MACARTHUR BOULEVARD NW<br>SUITE<br>200<br>WASHINGTON, DC 20007 | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 5,000   |
| <b>Total . . . . .</b> ►<br><b>3a</b>                                                            |                                                                                                           |                                |                                  | 492,710 |

| 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)                                                                      |                                                                                                           |                                |                                  |         |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |         |
| WEIZMANN INSTITUTE OF SCIENCE<br>633 THIRD AVENUE<br>NEW YORK, NY 10017                                  | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 2,500   |
| WETA 3939 CAMPBELL AVE<br>ARLINGTON, VA 22206                                                            | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 5,000   |
| WHITMAN-WALKER CLINIC<br>1525 14TH STREET NW<br>WASHINGTON, DC 20005                                     | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 15,000  |
| WOLFTRAP FOUNDATION 1551 TRAP RD<br>VIENNA, VA 22182                                                     | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 10,000  |
| WOMEN'S HEART ALLIANCE<br>2200 PENNSYLVANIA AVE NW 4TH FLOOR<br>EASE<br>WASHINGTON, DC 20037             | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 5,000   |
| <b>Total . . . . .</b> ►<br><b>3a</b>                                                                    |                                                                                                           |                                |                                  | 492,710 |

| 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)                                                                      |                                                                                                           |                                |                                  |         |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |         |
| YWCA 1130 W BROADWAY<br>MISSOULA, MT 59802                                                               | NONE                                                                                                      | PC                             | GENERAL SUPPORT                  | 10,000  |
| <b>Total . . . . .</b> <div>▶</div> <b>3a</b>                                                            |                                                                                                           |                                |                                  | 492,710 |

**TY 2016 Accounting Fees Schedule****Name:** THE DOROTHY G BENDER FOUNDATION INC**EIN:** 52-1406566

| <b>Category</b> | <b>Amount</b> | <b>Net Investment<br/>Income</b> | <b>Adjusted Net<br/>Income</b> | <b>Disbursements<br/>for Charitable<br/>Purposes</b> |
|-----------------|---------------|----------------------------------|--------------------------------|------------------------------------------------------|
| ACCOUNTING      | 5,210         | 5,210                            |                                | 0                                                    |

**TY 2016 Explanation of Non-Filing with Attorney General Statement**

**Name:** THE DOROTHY G BENDER FOUNDATION INC

**EIN:** 52-1406566

**Statement:**

THE DISTRICT OF COLUMBIA OFFICE OF TAX AND REVENUE (OTR) HAS ELIMINATED THE IRS FORM 990 FILING OBLIGATION FOR NONPROFIT ORGANIZATIONS THAT WOULD OTHERWISE BE SUBJECT TO THE DISTRICT'S FRANCHISE OR PERSONAL INCOME TAXES. NONPROFIT ORGANIZATIONS WITH DC OPERATIONS ARE NO LONGER REQUIRED TO FILE A COPY OF THEIR FORM 990 WITH OTR IN ORDER TO MAINTAIN D.C. TAX-EXEMPT STATUS.

## TY 2016 Investments Corporate Stock Schedule

**Name:** THE DOROTHY G BENDER FOUNDATION INC

**EIN:** 52-1406566

| Name of Stock                    | End of Year Book Value | End of Year Fair Market Value |
|----------------------------------|------------------------|-------------------------------|
| MORGAN STANLEY SMITH BARNEY, LLC | 4,059,468              | 4,337,255                     |

**TY 2016 Other Assets Schedule****Name:** THE DOROTHY G BENDER FOUNDATION INC**EIN:** 52-1406566**Other Assets Schedule**

| Description        | Beginning of Year -<br>Book Value | End of Year - Book<br>Value | End of Year - Fair<br>Market Value |
|--------------------|-----------------------------------|-----------------------------|------------------------------------|
| ALPINE EQUITY, L P | -2,594                            |                             |                                    |
| ARTWORK            | 700,000                           | 700,000                     | 700,000                            |

**TY 2016 Other Decreases Schedule**

**Name:** THE DOROTHY G BENDER FOUNDATION INC  
**EIN:** 52-1406566

| Description                         | Amount |
|-------------------------------------|--------|
| 2015 EXCISE TAX - INVESTMENT INCOME | 17,387 |

**TY 2016 Other Expenses Schedule****Name:** THE DOROTHY G BENDER FOUNDATION INC**EIN:** 52-1406566**Other Expenses Schedule**

| Description            | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|------------------------|--------------------------------|-----------------------|---------------------|---------------------------------------|
| MISCELLANEOUS EXPENSES | 5,566                          | 5,554                 |                     | 0                                     |
| INVESTMENT FEES        | 22,735                         | 22,735                |                     | 0                                     |
| BAD DEBT EXPENSE       | 1,454                          | 0                     |                     | 0                                     |

## TY 2016 Other Income Schedule

**Name:** THE DOROTHY G BENDER FOUNDATION INC

**EIN:** 52-1406566

### Other Income Schedule

| Description                                      | Revenue And<br>Expenses Per Books | Net Investment<br>Income | Adjusted Net Income |
|--------------------------------------------------|-----------------------------------|--------------------------|---------------------|
| THE BLACKSTONE GROUP, L P - MISCELLANEOUS INCOME | 1,610                             | 1,610                    | 1,610               |

**TY 2016 Other Professional Fees Schedule****Name:** THE DOROTHY G BENDER FOUNDATION INC**EIN:** 52-1406566

| <b>Category</b>             | <b>Amount</b> | <b>Net Investment<br/>Income</b> | <b>Adjusted Net<br/>Income</b> | <b>Disbursements<br/>for Charitable<br/>Purposes</b> |
|-----------------------------|---------------|----------------------------------|--------------------------------|------------------------------------------------------|
| LEGAL AND PROFESSIONAL FEES | 210           | 210                              |                                | 0                                                    |