

Department of the Treasury Internal Revenue Service

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Open to Public Inspection

For calendar year 2017 or tax year beginning, 2017, and ending, 20

Name of foundation: MARPAT FOUNDATION INCORPORATED. Employer identification number: 52-1358159. Telephone number: (202) 232-2112. City or town: SILVER SPRING, MD 20910.

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

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	4,003,555.		
	3	Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations (attach schedule), . .			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule),			
	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 ▶ _____ ATCH 6)	2,086.			
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,005,641.	0.	0.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons, . .			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
23	Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/>				
	and complete lines 24 through 26, and lines 30 and 31.				
	24	Unrestricted	4,005,641.		
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg., and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds . .				
30	Total net assets or fund balances (see instructions)	4,005,641.	0.		
31	Total liabilities and net assets/fund balances (see instructions)	4,005,641.	0.		

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 4,005,641.
2	Enter amount from Part I, line 27a	2 -4,005,564.
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 77.
5	Decreases not included in line 2 (itemize) ▶ ATCH 7	5 77.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8 }		3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	2,596,711.	6,209,578.	0.418178
2015	2,469,554.	8,590,052.	0.287490
2014	4,101,120.	12,347,686.	0.332137
2013	3,951,367.	14,636,905.	0.269959
2012	3,889,781.	17,017,424.	0.228576
2 Total of line 1, column (d)			2 1.536340
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years			3 0.307268
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 3,227,928.
5 Multiply line 4 by line 3.			5 991,839.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6
7 Add lines 5 and 6.			7 991,839.
8 Enter qualifying distributions from Part XII, line 4. 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.			8 3,980,718.

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

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, domestic foundations, tax under section 511, and credits/payments. Total tax due is 0.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political influence, expenditures, and reporting requirements. Includes 'ATCH 9' reference.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-16 regarding controlled entities, distributions, public inspection, website address, books in care, and foreign country interests.

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.

Table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions for disqualifying acts, taxes on failure to distribute income, and business enterprise interests.

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 10		0.	0.	0.

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

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

Total number of other employees paid over \$50,000.

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	3,277,084.
c	Fair market value of all other assets (see instructions).	1c	
d	Total (add lines 1a, b, and c)	1d	3,277,084.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,277,084.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	49,156.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,227,928.
6	Minimum investment return. Enter 5% of line 5	6	161,396.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	161,396.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	161,396.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4.	5	161,396.
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	161,396.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	3,980,718.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,980,718.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,980,718.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				161,396.
2 Undistributed income, if any, as of the end of 2017:				
a Enter amount for 2016 only.				
b Total for prior years: 20 15 , 20 14 , 20 13				
3 Excess distributions carryover, if any, to 2017:				
a From 2012	3,052,308.			
b From 2013	3,252,722.			
c From 2014	3,510,324.			
d From 2015	2,055,567.			
e From 2016	2,301,078.			
f Total of lines 3a through e	14,171,999.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ <u>3,980,718.</u>				
a Applied to 2016, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2017 distributable amount.				161,396.
e Remaining amount distributed out of corpus.	3,819,322.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	17,991,321.			
b Prior years' undistributed income. Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)	3,052,308.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	14,939,013.			
10 Analysis of line 9:				
a Excess from 2013	3,252,722.			
b Excess from 2014	3,510,324.			
c Excess from 2015	2,055,567.			
d Excess from 2016	2,301,078.			
e Excess from 2017	3,819,322.			

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

Table with 5 columns: (a) 2017, (b) 2016, (c) 2015, (d) 2014, (e) Total. Rows include 2a-2e (Qualifying distributions) and 3a-3d (Alternative tests).

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000).

N/A

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.

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a <i>Paid during the year</i></p> <p>ATCH 11</p>				
Total				3a 3,877,086.
<p>b <i>Approved for future payment</i></p>				
Total				3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, etc.

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

Table with 2 columns: Line No. and Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes.

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A' for all columns.

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

b If "Yes," complete the following schedule.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All rows are empty.

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

Sign Here Signature of officer or trustee Date Title May the IRS discuss this return with the preparer shown below? See instructions. Yes No

Paid Preparer Use Only Print/Type preparer's name RICHARD L RUVELSON Preparer's signature Date 05/15/2018 Check self-employed if PTIN P00234075 Firm's name WITHUMSMITH+BROWN, PC Firm's EIN 22-2027092 Firm's address 4600 EAST WEST HWY 900 BETHESDA, MD 20814-3423 Phone no. 301-272-6000

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PNC BANK	456.	456.
TOTAL	<u>456.</u>	<u>456.</u>

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LARS ETZKORN LAW PLLC LEGAL SERVICES AND CONSULTING, CORRESPONDENCE, AND DRAFTING DOCUMENTS	15,458.	7,729.		7,729.
TOTALS	<u>15,458.</u>	<u>7,729.</u>		<u>7,729.</u>

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
BOND BEEBE, PC FINANCIAL STATEMENT REVIEW AND FORM 990-PF PREPARATION	15,145.	7,573.		7,572.
TOTALS	<u>15,145.</u>	<u>7,573.</u>		<u>7,572.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT ADVISORY AND CUSTODIAL FEES:			
INTERVEST LTD	10,000.	10,000.	
BOOKKEEPING FEES:			
INTERVEST LTD	2,000.		2,000.
TOTALS	<u>12,000.</u>	<u>10,000.</u>	<u>2,000.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
TABULATING AND SECRETARIAL	22,976.	22,976.
CONSULTING FEES	27,884.	27,884.
SUBSCRIPTIONS/DUES	18,900.	18,900.
BOARD MEETING EXPENSES	7,869.	7,869.
OFFICE SUPPLIES & EXPENSES	6,167.	6,167.
INSURANCE	1,445.	1,445.
MISCELLANEOUS	1,090.	1,090.
TOTALS	<u>86,331.</u>	<u>86,331.</u>

ATTACHMENT 6

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
EXCISE TAX RECEIVABLE	2,086.		
TOTALS	<u>2,086.</u>		

ATTACHMENT 7

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION

AMOUNT

PRIOR YEAR ADJUSTMENT

77.

TOTAL

77.

ATTACHMENT 8FORM 990PF, PART VII-A - LIQUIDATION, TERMINATION, ETC. STATEMENT

THE FOUNDATION FILED AN ARTICLES OF DISSOLUTION WITH MARYLAND AND DISTRIBUTED ITS CASH RESERVES TO VARIOUS CHARITIES AS LISTED FOR PART XV LINE 3A - SEE ATTACHMENT 9.

ATTACHMENT 9FORM 990PF, PART VII-A, LINE 5 - DISSOLUTION STATEMENT

RECIPIENT'S NAME: PRINCE FOUNDATION
RECIPIENT'S ADDRESS: 140 S. DEARBORN, SUITE 1410
SECOND LINE ADDRESS: CHICAGO, IL 60603
DISSOLUTION AMOUNT: 752,086.
EXPLANATION OF DISTRIBUTION:
THE FOUNDATION DISTRIBUTED THE REMAINING CASH ASSETS TO THE PRINCE
FOUNDATION AT DISSOLUTION.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
SAMUEL N STOKES 8000 PARK CREST DRIVE SILVER SPRING, MD 20910	PRESIDENT/DIRECTOR 12.00	0.	0.	0.
CHRISTINE MINTER-DOWD 8000 PARK CREST DRIVE SILVER SPRING, MD 20910	VICE PRESIDENT/DIRECTOR 4.00	0.	0.	0.
ARTHUR A WARREN 8000 PARK CREST DRIVE SILVER SPRING, MD 20910	TREASURER/DIRECTOR 4.00	0.	0.	0.
SHERRILL M HOUGHTON 8000 PARK CREST DRIVE SILVER SPRING, MD 20910	ASSISTANT SECRETARY/DIRECTOR 4.00	0.	0.	0.
JOY DRACHMAN 8000 PARK CREST DRIVE SILVER SPRING, MD 20910	SECRETARY/DIRECTOR 4.00	0.	0.	0.
RICHARD SCHOENFELD 8000 PARK CREST DRIVE SILVER SPRING, MD 20910	ASST. TREASURER 4.00	0.	0.	0.

RICHARD SCHOENFELD IS THE PRESIDENT OF INTERVEST, LTD ("LTD"), WHICH PROVIDES INVESTMENT ADVISORY AND BOOKKEEPING SERVICES TO MARPAT. ALL FEES ARE PAID TO THE "LTD" ARE FOR PROFESSIONAL SERVICES PROVIDED TO THE

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 10 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
<p>FOUNDATION AND UNDER IRC SECTION 6652 ARE CONSIDERED REASONABLE AND NOT SUBJECT TO THE SELF-DEALING EXCISE TAX.</p>				
	GRAND TOTALS	<u>0.</u>	<u>0.</u>	<u>0.</u>

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ACADEMY OF HOPE 2315 18TH PLACE, NE WASHINGTON, DC 20018	N/A PC	SOCIAL SERVICES	60,000.
ALL SOULS MEMORIAL EPISCOPAL CHURCH 2300 CATHEDRAL AVE NW WASHINGTON, DC 20008	N/A PC	HISTORIC PRESERVATION	10,000.
AMHERST COLLEGE TRUSTEES PO BOX 5000 AMHERST, MA 01002	N/A PC	VISUAL & PERFORMING ARTS	20,000.
ANACOSTIA WATERSHED SOCIETY 4302 BALTIMORE AVENUE BLADENSBURG, MD 20710	N/A PC	CONSERVING NATURAL RESOURCES	50,000.
BRIGHT BEGINNINGS, INC. 128 M STREET, NW WASHINGTON, DC 20001	N/A PC	YOUTH SERVICES	20,000.
BUILDING BRIDGES ACROSS THE RIVER 1901 MISSISSIPPI AVE WASHINGTON, DC 20020	N/A PC	SOCIAL SERVICES	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
C&O CANAL TRUST, INC. 1850 DUAL HIGHWAY HAGERSTOWN, MD 21740	N/A PC	HISTORIC PRESERVATION	50,000.
CALVARY WOMEN'S SERVICES 1217 GOOD HOPE RD, SE WASHINGTON, DC 20020	N/A PC	SOCIAL SERVICES	60,000.
CHESAPEAKE BAY TRUST 60 WEST STREET STE 405 ANNAPOLIS, MD 21401	N/A PC	CONSERVING NATURAL RESOURCES	30,000.
COMM SERVICES AGENCY, MET WASH COUNCIL 888 16TH STREET, NW WASHINGTON, DC 20006	N/A PC	SOCIAL SERVICES	5,000.
DC APPLESEED CENTER FOR LAW AND JUSTICE 1111 14TH ST, NW WASHINGTON, DC 20005	N/A PC	CONSERVING NATURAL RESOURCES	60,000.
DC CAMPAIGN TO PREVENT TEEN PREGNANCY 1101 FIFTEENTH ST, NW WASHINGTON, DC 20005	N/A PC	FAMILY PLANNING	80,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
DC RAPE CRISIS CENTER 5321 1ST PLACE NE WASHINGTON, DC 20011	N/A PC	FAMILY PLANNING	30,000.
DC WHEEL PRODUCTIONS - DANCE PLACE 3225 8TH ST NE WASHINGTON, DC 20017	N/A PC	VISUAL & PERFORMING ARTS	45,000.
ENVIRONMENTAL FILM FESTIVAL IN DC 1224 M ST NW #301 WASHINGTON, DC 20005	N/A PC	CONSERVING NATURAL RESOURCES	10,000.
FAIR CHANCE 2001 S STREET, NW WASHINGTON, DC 20009	N/A PC	SOCIAL SERVICES	80,000.
FATHER MCKENNA CENTER, INC. 19 EYE STREET, NW WASHINGTON, DC 20001	N/A PC	SOCIAL SERVICES	20,000.
FISHING SCHOOL 4737 MEADE STREET, NE WASHINGTON, DC 20019	N/A PC	YOUTH SERVICES	100,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
FOUNDATION CENTER 1627 K ST NW WASHINGTON, DC 20006	N/A PC	OTHER	25,000.
FOUNDRY METHODIST 1500 16TH ST NW WASHINGTON, DC 20036	N/A PC	SOCIAL SERVICES	30,000.
FRIENDS OF PEIRCE MILL 2036 PIERCE MILL RD WASHINGTON, DC 20010	N/A PC	HISTORIC PRESERVATION	40,000.
FRIENDS OF THE NATIONAL ARBORETUM 3501 NEW YORK AVE WASHINGTON, DC 20002	N/A PC	YOUTH SERVICES	100,000.
GALA HISPANIC THEATRE PO BOX 43209 WASHINGTON, DC 20010	N/A PC	VISUAL & PERFORMING ARTS	25,000.
HISTORICAL SOCIETY OF WASHINGTON, D.C. 801 K STREET, NW WASHINGTON, DC 20001	N/A PC	HISTORIC PRESERVATION	110,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
HOMELESS CHILDREN'S PLAYTIME PROJECT 1525 NEWTON STREET, NW WASHINGTON, DC 20010	N/A PC	YOUTH SERVICES	90,000.
KARUNA CENTER FOR PEACEBUILDING 447 WEST STREET AMHERST, MA 01002	N/A PC	INTERNATIONAL UNDERSTANDING	60,000.
LA CLINICA DEL PUEBLO 2831 15TH STREET, NW WASHINGTON, DC 20009	N/A PC	FAMILY PLANNING	110,000.
LAND TRUST ALLIANCE 1660 L ST NW STE 1100 WASHINGTON, DC 20036	N/A PC	CONSERVING NATURAL RESOURCES	250,000.
LIFE PIECES TO MASTERPIECES 5600 EADS STREET, NE WASHINGTON, DC 20019	N/A PC	YOUTH SERVICES	60,000.
MARYLAND HISTORICAL TRUST 100 COMMUNITY PLACE CROWNSVILLE, MD 21032	N/A PC	HISTORIC PRESERVATION	300,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
MARY'S CTR FOR MATERNAL & CHILD CARE, INC 2333 ONTARIO ROAD, NW WASHINGTON, DC 20009	N/A PC	FAMILY PLANNING	100,000.
NATIONAL PARK FOUNDATION 1110 VERMONT AVE NW WASHINGTON, DC 20005	N/A PC	CONSERVING NATURAL RESOURCES	150,000.
OLD SALEM, INC. 600 S MAIN STREET WINSTON SALEM, NC 27101	N/A PC	HISTORIC PRESERVATION	30,000.
PHILLIPS COLLECTION 1600 TWENTY-FIRST ST WASHINGTON, DC 20009	N/A PC	VISUAL & PERFORMING ARTS	20,000.
POST CLASSICAL ENSEMBLE, INC. 5104 44TH STREET, NW WASHINGTON, DC 20016	N/A PC	VISUAL & PERFORMING ARTS	30,000.
PRINCE FOUNDATION 140 S. DEARBORN, STE 1410 CHICAGO, IL 60603	N/A PF	CONSERVING NATURAL RESOURCES	752,086.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
PROJECT CREATE 2401 VIRGINIA AVE WASHINGTON, DC 20037	N/A PC	YOUTH SERVICES	50,000.
ROCK CREEK CONSERVANCY, INC. 4825 CORDELL AVENUE BETHESDA, MD 20814	N/A PC	CONSERVING NATURAL RESOURCES	20,000.
ROUND HOUSE THEATRE, INC. 4545 EAST WEST HIGHWAY BETHESDA, MD 20814	N/A PC	VISUAL & PERFORMING ARTS	30,000.
SIGNATURE THEATRE, INC. 4200 CAMPBELL AVENUE ARLINGTON, VA 22206	N/A PC	VISUAL & PERFORMING ARTS	120,000.
SOME 60 O ST NW WASHINGTON, DC 20001	N/A PC	SOCIAL SERVICES	50,000.
TECH IMPACT 2001 S STREET, NW WASHINGTON, DC 20009	N/A PC	SOCIAL SERVICES	40,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
TEXTILE MUSEUM 701 21ST ST NW WASHINGTON, DC 20052	N/A PC	VISUAL & PERFORMING ARTS	15,000.
TUDOR PLACE 1644 31ST ST NW WASHINGTON, DC 20007	N/A PC	HISTORIC PRESERVATION	15,000.
URBAN ED, INC. 2041 MLK JR AVE, SE WASHINGTON, DC 20020	N/A PC	SOCIAL SERVICES	80,000.
US/ICOMOS 1307 NEW HAMPSHIRE AVE WASHINGTON, DC 20036	N/A PC	HISTORIC PRESERVATION	40,000.
WASH LAWYER'S CMT FOR CIVIL RTS/URBAN AFF 11 DUPONT CIRCLE NW WASHINGTON, DC 20036	N/A PC	SOCIAL SERVICES	30,000.
WASHINGTON AREA WOMEN'S FOUNDATION 1331 H ST NW WASHINGTON, DC 20005	N/A PC	FAMILY PLANNING	175,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
WEST VIRGINIA RIVERS COALITION 3501 MACCORKLE AVE CHARLESTON, WV 23504	N/A PC	CONSERVING NATURAL RESOURCES	50,000.
WOOLLY MAMMOTH THEATRE COMPANY 641 D STREET, NW WASHINGTON, DC 20004	N/A PC	VISUAL & PERFORMING ARTS	50,000.
WORLD ARTS FOCUS (DBA JOE'S MOVEMENT EMP) 3309 BUNKER HILL RD MOUNT RAINIER, MD 20712	N/A PC	VISUAL & PERFORMING ARTS	50,000.
TOTAL CONTRIBUTIONS PAID			<u>3,877,086.</u>