LETTERS TO THE EDITOR

Development worry is a misperception

Your Jan. 15 editorial concerning Tudor Place's application for a special exception to raise money by hosting private parties in our residential neighborhood was based on several misperceptions and inaccuracies.

First, Tudor Place can never be subdivided because Armistead Peter III granted a permanent scenic easement to the United States that forever precludes any changes to the property.

Second, Tudor Place doesn't need to raise money by conducting commercial events in order to maintain this historical treasure. In 2001, when it had no "party revenue" at all, it was able to more than cover its expenses from its generous endowment, tour revenue and donations. Moreover, it has employed unnecessary staff to engage in activities that are contrary to the express wishes of Mr. Peter as set forth in his will. If Tudor Place stuck to its mission of maintaining Tudor Place as Mr. Peter left it and making it available to the people of the United States for historical public tours, it would have no trouble living within its means.

Third, the Board of Zoning Adjustment has no authority under the zoning regulations to allow nonprofit organizations to conduct activities in single-family homes that are prohibited for the other homeowners in the neighborhood. That includes museums and nonprofit fund-raisers, which are prohibited in the R-1 zone.

Fourth, Tudor Place is seeking authority to conduct an unlimited number of commercial parties for up to 200 people and 10 fund-raising events for up to 500 people. That would allow commercial events every day and night of the week. Neighbors should not be expected to live together with that type of activity, no matter how noble the cause.

You are absolutely correct in stating that no music or noise whatsoever should be heard at the edge of the property. That commonsense rule applies to all residents in a quiet single-family neighborhood.

Don W. Crockett
Georgetown

BZA
Case No. 16974
Exhibit No. 92A

Board of Zoning Adjustment
District of Columbia
CASE NO. 16974
EXHIBIT NO. 92A1

LAST WILL AND TESTAMENT

OF

ARMISTEAD PETER, 3rd

I, ARMISTEAD PETER, 3rd, of the City of Washington, District of Columbia, do make, publish and declare this as and for my Last Will and Testament, hereby revoking any and all former wills and testaments and codicils thereto at any time heretofore by me made.

ARTICLE ONE: I direct that my funeral expenses be paid out of my estate, notwithstanding that the amount thereof may exceed any statutory limitation. I direct that, wherever death may find me, my remains shall be returned to Tudor Place, that they may lie prior to my burial before the mantel-piece in the drawing room from where so many of my family have bid this house their last farewell. I direct that my funeral be conducted by Joseph Gawler's Sons, Inc, with such services at such place as my wife Helen shall decide upon. I am to be buried beside my late wife, Caroline, in the vault which has already been prepared at Oak Hill Cemetery. In this connection my wife Helen has decided to be buried with me in this same lot. I therefore direct that, if my wife Helen shall survive me or if she has predeceased me but I have not been able to make these arrangements, a slab provided by Presbrey-Leland, Inc., of New York City, be placed over her gravesite identical in form and material with my own with the words "beloved wife of Armistead Peter, 3rd" after her name and any further details which she if living desires, and that the expense thereof be provided by my estate. I also direct that the gravesite in the plot shall be picked by my wife Helen and

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shall be constructed in accordance with what has been done on this lot already and that it be carried out by E.A. Baker under the direction of Arthur Romer. I, as a former member of our armed forces, also direct that the American flag be draped over my coffin and that three leaves of the Tudor Place sago palm tied simply with a purple ribbon shall be placed on the flag. If regulations prevent anything being placed upon the flag, the leaves are to be placed on the casket after the flag is removed just before it is placed in the vault. I further direct that the date of my death be carved in the space provided by Presbrey-Leland, Inc., of New York City. The coffin is to be walnut, similar to that of my late wife, Caroline, which my daughter will remember, and the head of the coffin is to be slid into the vault first. The vault is to be sealed. I further direct that the sum specified by Oak Hill Cemetery as required fee for perpetual care of that lot be paid, if I have not already done so. I further direct that if Oak Hill Cemetery ever ceases to be a cemetery, every effort shall be made to transfer our remains to Tudor Place, our most natural resting place, and that they shall be interred appropriately.

ARTICLE TWO: (1) Except for the trust in paragraph (2) below and the specific bequests in ARTICLE FOUR of this, my Last Will and Testament, I make no other financial provision for my wife, Helen T. Peter, since I have already made such provision as hereinafter noted in ARTICLE TWENTY of this, my Last Will and Testament.

(2) If my wife, Helen T. Peter, shall survive me, I bequeath the sum of One Hundred Thousand Dollars ($100,000) to my trustees hereinafter named, in trust,

to hold, invest, reinvest, manage and administer in the manner, with the powers, discretion and duties hereinafter more fully described, and to dispose of the principal and income thereof as hereinafter set forth. My trustees shall pay the entire net income of this trust to or for the benefit of my wife, Helen T. Peter, during her lifetime in quarterly installments commencing with the date of my death. In addition, while my said wife Helen is residing on premises 1670 Thirty-First Street, Northwest, Washington, D.C., my trustees shall pay to her annually out of principal an amount equal to the excess, if any, of the amount of real estate taxes which she has paid with respect to said premises over the amount of income which she has received from this trust. Upon the death of my said wife this trust shall terminate and my trustees shall thereupon distribute the principal remaining to such persons, including herself, her estate, her creditors, and the creditors of her estate, in such manner and shares, for such estates, or upon such trusts as my said wife Helen may appoint in her last will by specific reference to this general power, and in default of such appointment, and subject to the next succeeding sentence, to CAROSTEAD FOUNDATION, INC., a District of Columbia non-profit corporation, herein sometimes referred to as "the Foundation." If there should be any incremental death duties in the estate of my said wife Helen in respect of trust property over which she has not exercised her power of appointment, such incremental amount shall be paid to her executors before final distribution hereunder.

Any provision of this, my Last Will and Testament, which may appear to conflict with my intention to have this trust qualify for the marital deduction shall be construed so

as to accomplish that intention. All property allocated to or held in this trust shall qualify for the marital deduction.

ARTICLE THREE: (1) If my grandson, WORTHINGTON PETER PEARRE, shall survive me, I bequeath to him the sum of One Hundred Thousand Dollars ($100,000). If my said grandson shall not survive me, I give and bequeath said sum to the issue of my said grandson living at the time of my death, per stirpes and not per capita, subject to the provisions of paragraph (3) below with respect to any issue who has not attained his or her twenty-first (21st) birthday. If neither my said grandson nor issue of my said grandson shall survive me, I give and bequeath said sum to CAROSTEAD FOUNDATION, INC.

(2) If my granddaughter, LOUISA PEARRE, shall survive me, I bequeath the sum of One Hundred Thousand Dollars ($100,000) to my trustees hereinafter named, in trust, to hold, invest, reinvest, manage and administer in the manner with the powers, discretion and duties hereinafter more fully described and to dispose of the principal and income thereof as hereinafter set forth. My trustees shall pay the entire net income of this trust to or for the benefit of my granddaughter, LOUISA PEARRE, during her lifetime in quarterly or other convenient installments commencing with the ~~date of my death.~~ Upon the death of my said granddaughter this trust shall terminate and my trustees shall thereupon distribute the entire trust property and estate then held by them hereunder together with any accrued and undistributed income free of trust to the issue of said granddaughter living at the time of her death, per stirpes and not per capita, subject to the provisions of paragraph (3) below with respect to any issue who has not attained his or her twenty-first

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survive her, such distribution shall be made to CAROSTEAD FOUNDATION, INC.

(3) If any person entitled to any distribution under paragraph (1) or (2) above shall not have attained his or her twenty-first (21st) birthday, I direct that my trustees shall hold his or her share in trust for the support, maintenance, education and general welfare of such person as my trustees in their discretion shall deem advisable, adding the unused income to principal. Upon such person attaining his or her twenty-first (21st) birthday, I direct that his or her share in principal together with any accrued and undistributed income, free of trust, shall be distributed to him or her. If any such person entitled to income hereunder shall die before his or her twenty-first (21st) birthday, his or her share of principal together with any accrued and undistributed income shall be paid to CAROSTEAD FOUNDATION, INC.

ARTICLE FOUR: (1) I give and bequeath to my daughter, ANNE PETER PEARRE, if she shall survive me, my mother's jewel box together with its contents (which I request be honored without regard to the validity of a bequest of "contents") at the time of my death (except for articles otherwise specifically bequeathed in this, my Last Will and Testament) plus the gold repeater watch bearing the diamond "W" initial, which formerly belonged to my said daughter's great-grandmother, Sarah Williams, the large gold watch which formerly belonged to my said daughter's great-great-grandfather, George Law, and the gold watch formerly belonging to her grandfather, Armistead Peter, Jr., all of which watches are now in my safe deposit box at American Security Bank but may be elsewhere at the time of my death.

(2) I give and bequeath to my grandson, WORTHINGTON PETER PEARRE, if he shall survive me, the collection of stamps made by his great-grandfather, Armistead Peter, Jr.; the black hematite and diamond studs and cuff links that were his grandmother's first Christmas present to me; my pearl studs and cuff links for evening wear, and the gold tie clasp, all of which were given to me by his grandmother, Caroline Peter; the red leather jewel case and contents (which I request be honored without regard to the validity of a bequest of "contents") that will be found in a drawer of my large wardrobe trunk in the attic of Tudor Place; and the jewel box which is in my safe deposit box.

(3) I give and bequeath to my granddaughter, LOUISA PEARRE, if she shall survive me, the jewel box which belonged to my late wife, Caroline, together with its contents (which I request be honored without regard to the validity of a bequest of "contents") at the time of my death (except for articles otherwise specifically bequeathed in this my Last Will and Testament) plus the square gold cuff links with my initials that were given to me by her grandmother, Caroline Peter, and the engagement ring that belonged to my late wife Caroline.

(4) I give and bequeath to CAROSTEAD FOUNDATION, INC., the very small evening wristwatch encrusted with diamonds which I purchased for my late wife, Caroline, in Switzerland on our last trip there. I direct that the Directors of the Foundation shall hold such wristwatch together with the Tudor Place Personalty described in ARTICLE EIGHT of my Last Will and Testament but that the Directors of the Foundation shall give such wristwatch to the first of my female issue whose first given names are "Caroline Peter".

(5) I give and bequeath to the COSMOS CLUB OF WASHINGTON, D.C., Ten Thousand Dollars ($10,000) with the intention that it be added to the endowment fund of the club.

(6) I give and bequeath to my wife, HELEN T. PETER, if she survives me, my heavy scroll gold cuff links, the round silver bowl that stands by the door of the living room at Tudor Place, which she has often filled with flowers, plus such of my watercolors that I painted as she may desire (with the exception of the watercolors that are hanging at Tudor Place at the time of my death). The watercolors hanging at 1670 31st Street, N.W., and the watercolor of the Castle of Eilen Dunin already are the property of my wife Helen as is the singing bird music box in the living room of Tudor Place. I give one of my watercolors that I painted (with the exception of the watercolors that are hanging at Tudor Place at the time of my death) to my daughter and one to each of my grandchildren, and one to each of the children of my wife Helen T. Peter who survives me, and one each to Dr. Frank G. MacMurray, Dr. Dabney Jarman, Dr. George Baxter, and Dr. Robert Day, in each case to be selected by my wife HELEN T. PETER if she shall survive me and if she shall not survive me to be selected by each beneficiary in such order as shall be determined by my Executor. The balance of my watercolors that I painted which are not hanging at the time of my death and which are not chosen under the two preceding sentences shall be retained at Tudor Place or disposed of in accordance with the best judgment of my wife HELEN T. PETER, if she shall survive me, and if she shall nor survive me, they shall become the property of CAROSTEAD FOUNDATION, INC.

ARTICLE FIVE: I give and bequeath absolutely:

(1) To Mrs. Roland Lufkin, Five Hundred Dollars ($500.00) for each full year that she shall have been employed at Content Farms, if she shall survive me, whether or not she is so employed at the time of my death;

(2) To whomever may be the farm caretaker at Content Farms at the time of my death: Two Hundred Dollars ($200.00) for each full year that he or she shall have been employed as such farm caretaker;

(3) To whomever may be my secretary at Tudor Place at the time of my death: Five Hundred Dollars ($500.00) for each full year that he or she shall have been employed as such secretary;

(4) To ANGELO LANCELLOTTI, gardener at Tudor Place, if he shall survive me, and be employed at the date of my death, Four Hundred Dollars ($400.00) for each full year that he has been employed as gardener at Tudor place;

(5) To ADRIANA MACHUTCA, if she shall survive me, and be employed at the date of my death, Two Hundred Dollars ($200.00) for each full year that she has been employed at Tudor Place.

(6) To each other person who shall survive me and be in my employ at the time of my death and shall have been in my employ for a period or periods, consecutive or non-consecutive, which aggregate one full year or more to the date of my death: One Hundred Dollars ($100.00) for each full year of employment. This provision shall be construed to include but shall not be limited to clerical and other persons employed by me habitually in my houses and grounds at Tudor Place and Content Farms, hereinafter described.

(7) To RICHARD HURST, WILLIAM WATT and ARTHUR ROMER, if each of them respectively shall survive me, in recognition and appreciation of their devoted attention that they have always paid to all that I have asked them to do: One Thousand Dollars ($1,000.00) each. I further leave to each of them a copy of my book, "Tudor Place";

(8) I give and bequeath Five Hundred Dollars ($500.00) to STERLING SETTLE, if he shall survive me, in recognition and appreciation of repeated helpfulness;

(9) I give and bequeath Five Hundred Dollars ($500.00) to MR. JACK BAKER, if he shall survive me, in recognition and appreciation of his repeated helpfulness.

ARTICLE SIX: I give and bequeath absolutely:

(1) Twenty Thousand Dollars ($20,000) to ST. LUKE'S EPISCOPAL CHURCH, Cambridge, New York, in memory of my late wife, CAROLINE PETER. I suggest that the use of these funds in reconstructing the tower would be a fitting memorial.

(2) Twenty Thousand Dollars ($20,000) to Chapter III of the COLONIAL DAMES OF AMERICA, located at Washington, D.C., to be used in the memory of my wife, HELEN T. PETER, in whatever way the Board of such Chapter III deems appropriate to her many years of devoted service. I suggest that the use of these funds to help acquire a headquarters building in an area safer and more appropriate than the location of the present headquarters would be a fitting memorial.

ARTICLE SEVEN: I make the following disposition of my Jackson Township farm called "Content Farms," which was built by my great-grandfather, George Law, and where I was born, near Cambridge, Washington County, New York, and all

tangible personal property thereon, except as otherwise specified herein:

(1) I bequeath the dresses, hats, and other personal effects, together with the accumulated personal correspondence and records of all kinds of my late wife, Caroline, as well as any of my own farm records particularly the poultry breeding records, and trophies, personal files, guns, cameras, projectors, motion picture films, correspondence, trunks and their contents (which I request be honored without regard to the validity of a bequest of "contents"), drawings, and personal effects, located at Content Farms to CAROSTEAD FOUNDATION, INC., to become part of Tudor Place Personalty, subject to the terms and conditions hereinafter set forth. This bequest includes the partial set of Hague China now in the corner cupboard of the dining room and the three plates with stylized foxes in the center also in the same cabinet and the heavy glass ice bowl with the silver rim.

(2) If my daughter, ANNE PETER PEARRE, shall survive me, I devise and bequeath to my said daughter a life estate in Content Farms, together with the livestock thereon and all farm equipment, household goods and accessories (except as provided in paragraph (1) above); and I require my said daughter to pay promptly real estate and school taxes and assessments of every kind that may be charged against said farm property, and all debts and obligations incurred by her on account of said farm property so that said life estate may not, in any way, be jeopardized; provided that my said daughter should feel free to sell or otherwise dispose of articles of tangible personal property not of historic value used solely for housekeeping purposes or outside gardening work when such articles have become worn out or useless. However, if the

main residence and other related residential buildings at Content Farms should ever be used by my said daughter for any purpose other than as a family residence for members of our family, I direct that the large desk in my office that belonged to my great-grandfather George Law, the dining room furniture and pictures, the portrait of my grandmother, Sarah Law Williams, in the front parlor and such of the furniture, pictures and rugs as would be appropriate for the purpose be transferred to Tudor Place Addition (1670 - 31st Street, N.W., Washington, D.C. 20007) as the property of CAROSTEAD FOUNDATION, INC., for the furnishing of that house as the eventual administrative headquarters of Tudor Place.

(3) I devise and bequeath the remainder interest in Content Farms after the expiration of my daughter's life estate (or the entire fee simple interest if my said daughter shall not survive me) to my granddaughter, LOUISA PEARRE, and my grandson, WORTHINGTON PETER PEARRE, in equal shares as tenants in common. In the event my said granddaughter or my said grandson shall not survive the survivor of my said daughter and me, I devise and bequeath the interest of such grandchild to his or her issue surviving the survivor of my daughter and me, in equal shares per stirpes and not per capita, and if either said grandchild shall not leave issue surviving the survivor of my said daughter and me, as the case may be, the whole of said remainder interest or entire fee, as the case may be, shall go to the other grandchild, if living, or if dead to the issue of said other grandchild, in equal shares, per stirpes and not per capita, and if no issue of my said daughter shall survive the survivor of my said daughter and me, to CAROSTEAD FOUNDATION, INC. I express my hope to the owner of the remainder interest that Content Farms be

preserved as it is now. Should the owner of the remainder interest find it necessary to sell or develop part of Content Farms, however, it is my hope that the owner will retain and preserve the main residence and other related residential and farm buildings where I have spent some of the happiest days of my life, together with such surrounding land as shall provide a setting suitable for use as a family residence, bearing in mind the history and close association with the family since the land was purchased by George Law in 1866 and the present house was completed about ten years later.

ARTICLE EIGHT: I hereby give, devise and bequeath, absolutely and in fee simple, to CAROSTEAD FOUNDATION, INC.:

(1) premises 1644 Thirty-First Street, N.W., Washington, D.C., known and hereinafter called Tudor Place, and

(2) whatever interest I may have (excluding any interest my estate may have for a six month period after my death but including any reversionary interest I or my estate may have) in 1670 Thirty-First Street, Northwest, Washington, D.C. ("Tudor Place Addition"), as its boundaries have been established during my lifetime. On November 14, 1980, I executed a Deed in which I disposed of my interest in Tudor Place Addition, except as reserved therein.

This Foundation should be regarded as created not only by me, but also by my late wife, Caroline, who by her Last Will and Testament has made its creation possible. The Board of Directors of such Foundation is hereinafter sometimes referred to as the Board.

Except as otherwise given and bequeathed elsewhere herein, I also give and bequeath, absolutely, to the Foundation

all the tangible personal property located in or about Tudor Place which I shall own at the time of my death. Said tangible personal property is hereinafter called Tudor Place Personalty and includes, most importantly, those things formerly at Mount Vernon.

As conditions of this devise and bequest, I direct (1) that the Foundation shall not give, sell, rent or mortgage Tudor Place, or give, sell, or loan Tudor Place Personalty of historic significance or of sentimental significance to those who have dwelt in Tudor place, (2) that the Foundation shall not air-condition the historic house at Tudor Place except to the extent that it shall have been air-conditioned by me at the time of my death, and (3) that, after my death, no issue of mine shall serve as a director or officer of the Foundation and no issue of mine shall be employed by the Foundation for compensation. This requirement is provided in order to avoid any semblance of self-dealing. My daughter may recall Mr. Wilmer's attitude on this matter.

I anticipate that the staff of Tudor Place will initially be retained by my executors and I authorize my executors to employ the staff until such time as Carostead Foundation takes over the operation of Tudor Place. Furthermore, I specifically commend to my executors the continuing employment of my secretary, since she has the most knowledge about the records and files, and of my gardener, and I authorize my executors to continue such employments without diminution of the fees to be paid by my executors.

ARTICLE NINE: I give and bequeath all tangible personal property not otherwise given and bequeathed under this, my Last Will and Testament, to the Foundation to be added to

Tudor Place Personalty in ARTICLE EIGHT of this my Last Will and Testament. Such tangible personal property shall include: (1) paintings executed by me wherever located; (2) jewelry constituting examples of things my late wife, Caroline, wore and of which she was fond, including: the small gold locket with diamond monogram "C P" and attached gold bracelet now located in my safe deposit box; the small alternating diamond and ruby ring which I gave my late wife, Caroline, for our fortieth wedding anniversary; the jade jewelry (consisting of a pin, necklace, two pairs of earrings, rectangular flat three-section brooch and the ring which I had specially set in a wave pattern which I brought back together with the longer and lighter pair of earings to my late wife Caroline at the end of World War II); (3) my sapphire ring and stainless steel wristwatch, each of which I have worn since my late wife Caroline gave them to me; and (4) all remaining copies of my book on Tudor Place, wherever located, and they may still be in storage at Meriden Gravure, Meriden, Connecticut. I asked my late wife Caroline during her lifetime to preserve those of her dresses and hats that we particularly liked. Some of them are at Tudor Place and some are at Content Farms, and some may be at Security Storage Company. They are to be a part of Tudor Place Personalty. I have asked my wife Helen to do likewise with the same objective.

ARTICLE TEN: All the rest, residue and remainder of my estate, real and personal, of whatsoever nature and wherever situated, whether now owned by me or hereafter acquired by me, including lapsed legacies and devises, and specifically including all securities owned by me at my death and found in a safe deposit in my name (or in the joint names of my late

wife and me) at NATIONAL SAVINGS AND TRUST COMPANY OF WASHINGTON, D.C., and at AMERICAN SECURITY BANK of Washington, D.C., I give, devise and bequeath to the Trustees, under the Trust Agreement heretofore executed under date of June 19, 1978, by NATIONAL SAVINGS AND TRUST COMPANY OF WASHINGTON, D.C. as corporate Trustee and by me as Grantor, to be added to the corpus of that Trust under the provisions of that Trust Agreement.

ARTICLE ELEVEN: I make the following requests of, and recommendations and suggestions to, the Board of Carostead Foundation but they are not conditions of this, my Last Will and Testament:

(1) There should be yearly inspections of Tudor Place by members of the Board to assure themselves that the fabric of the house is maintained in sound condition with particular attention to the roof, guttering, ceilings and as to whether termites have invaded the foundations. The Board members should be accompanied by an architect of high standing who will make recommendations to them. The outward appearance of the buildings at Tudor Place and the basic plan of the garden must not be changed.

(2) There should be a periodic inspection by members of the Board of the garden with particular attention to the boxwood, the trees, which should have periodic attention by a firm of recognized experts, and the grounds. The boxwood within the rose garden should be kept well clipped and kept to not more than seventeen inches in width. Accommodations for a gardener and his family have been provided at Tudor Place.

(3) There should be a yearly inspection by members of the Board of subsidiary buildings under the same requirements as to the main house. Special attention should

be given to the heating plant, the chimneys, the water supply, the heating and plumbing, piping and electric wiring throughout the place.

(4) Whether the house should be occupied by a custodian or not I leave to the Board to decide. In any case, it should be provided with uniformed watchmen around the house and the grounds as found appropriate by the Board. However, Tudor Place should be occupied only by persons employed by the Board for custodial purposes, if such a course is decided upon.

(5) It is my wish that Tudor Place will always be a refuge for the squirrels and rabbits that make it their home. The birds should be given special consideration. No tree sprays or pesticides should be used in ways that can harm them. Water should be provided for them, and food during the winter. In particular, the fountain and bird bath on the lower walk I request be maintained in its present location, where it has given infinite pleasure both to the birds and to me. Berried shrubs for food and thorned shrubs for protected nesting sites, which have been planted in profusion, should always be maintained. The members of the Board will be aided in this by a detailed plat of the garden which is in the back of my book on Tudor Place.

(6) Members of the Board should yearly review every kind of insurance coverage on Tudor Place, Tudor Place Personalty and Tudor Place Addition to assure themselves that there is adequate insurance coverage at all times.

(7) In the event that any of the buildings on Tudor Place are damaged or destroyed by fire or other casualty, the Board should promptly use the proceeds of insurance and other funds of the Foundation to restore any such building to

set of photographs are in existence and will be available to the Board for this purpose. Reconstructions are to be carried out with the same materials as used in the original structure. William Watt installed the burglar and fire alarm system and is thoroughly familiar with that system and other electrical and mechanical installations at Tudor Place. I suggest that the Board retain William Watt one or two days per month to check and maintain such installations and to acquaint a possible successor to maintain such installations.

(8) The Board, subject to their approval, should feel free to receive, so as to become part of the assets of the Foundation, property, real and personal, given or bequeathed or devised to the Foundation by other persons, and to purchase so as to become part of Tudor Place Personalty articles of tangible personal property or real property thought desirable by the Board.

(9) I request the Board to have not less than two meetings each year. I recommend that the house on Tudor Place Addition (after it is no longer in use by my wife Helen) or a building on said Addition constructed for the purpose be used for an administrative office rather than have such office in the house on Tudor Place, although quarters for custodial personnel in the west wing may be provided if found desirable. If deemed advisable, the Board is not debarred from creating an advisory body.

(10) In opening Tudor Place to the public, an entrance fee should be charged for the garden with an additional fee for the house, if it is found necessary to open the house in this way. I am in hopes, however, that it will be possible to employ the house on a more restricted basis with entry allowed on written request only. Strict rules should be

made which will protect Tudor Place, Tudor Place Personalty and Tudor Place Addition and docents should be provided at any time that the house is opened to the public. I have found that for purposes of control and the satisfactory exposition of the house's history, no more than fifteen persons should be allowed into the house at one time.

(11) It is my hope that the Georgetown Garden Club will continue to meet at Tudor Place at such time as they may select.

(12) I suggest to the members of the Board the advisability of consulting with other persons or groups of persons outside the membership of the Board who have intimate knowledge of certain feature with which the Board has to deal in the administration of the Foundation, particularly with those whom I have mentioned in my book, Tudor Place, as being particularly competent. I have suggested specifically Richard Hurst, William Watt and Arthur Romer as consultants in anything having to do with maintenance, construction, repair, or electric wiring or maintenance.

(13) For a better understanding of, and appreciation for, Tudor Place and Tudor Place Personalty, I request each person as he or she becomes a member of the Board to read carefully: (1) my book entitled "Tudor Place" giving a history and description of Tudor Place through past generations and describing the contents of the house and their origins; and (b) the Deed dated November 15, 1966 by which I conveyed a scenic easement over Tudor Place to the United States of America, which Deed contains restrictions on the manner in which the building and grounds of Tudor Place can be altered or improved.

(14) I further request that the Board always keep in mind that their function is to preserve Tudor Place and its contents, irrespective of the stresses of a changing world. It is their responsibility, therefore, in their capacities as Board Members, to take no public controversial position relative to politics, race, sex or religion. This does not, however, lessen their responsibility to maintain evenhanded rules of conduct and deportment relative to visitors no matter who they may be. Entry is a privilege, and those who do so must be required to conform to the requirements of a civilized society. Obviously, this requires a caretaker of competence, tact and conviction, and properly trained employees of unquestionable integrity. Accommodations for such employees are provided in the garage addition.

(15) I request particularly that Tudor Place be kept as I shall leave it, and that it be considered not as a period museum but as a house lived in and loved by generations of our family and in which they found great happiness. A complete inventory has been made excluding the books. Much remains to be done in examining, classifying and inventorying, and to this end I recommend the employment of an efficient and sympathetic curator. I wish the garden to be maintained as I shall leave it, irrespective of the suggestions of landscape architects or well-meaning friends. For this reason I desire that no landscape architect be made a member of the Board and that any help in maintenance of the garden as it stands shall be obtained by the Board from persons specifically trained for the purpose. This refers most particularly to the care of trees, shrubs or plants which may come under the attack of pests now possibly unknown. Plants that die, I want replaced with the same type of plant, particularly the old

which is a better type than the modern varieties, and the syringa (or mock orange) which is all of the old-fashioned, fragrant type; most of the increases have been by cuttings from the old plant. In trees that are affected by blight, such as the chestnut blight and the Dutch elm disease, I want them replaced if necessary with the tree that would give the most directly comparable effect in the garden. However, I have found that red oaks seem particularly unsuited to this locality, and therefore I direct that no red oaks be planted. White oaks are definitely the best, followed by black oak and chestnut oak. I have never liked willow oak for use at Tudor Place. Every effort must be made to protect the boxwood but overfeeding and particularly overwatering can do more harm than good. To those who may criticize some of the garden's characteristics, I would say that this garden represents the nearest approximation to the garden as it might have been developed by the original builders under modern conditions, introducing appropriate additions, but still maintaining the slightly informal effect of the older gardens. It will be noted that nothing of an exotic nature which might not already have been in use has been used on the center walk, which is the true heart of the garden. Shortcomings it may have, but, whatever they are, I wish them left as I shall leave them. I expect the same attitude to be used in the furnishing of the house, in the pictures and in the appointments, including their locations.

I have made the foregoing requests, recommendations, and suggestions as they have come to me after deep thought over a course of years. It might well be that after my death the Foundation will wish to amend its By-laws so as to encompass in one document my thoughts on the administration of

Tudor Place, Tudor Place Personalty and Tudor Place Addition as above expressed. As the years go on and new members are elected to the Board, such an amendment to the By-laws may be of value.

ARTICLE TWELVE: In addition to, and not in limitation of, the powers and authorizations elsewhere in this, my Last Will and Testament, conferred upon my executors and trustees, the executors and trustees shall have the following powers, discretion and authorizations, without the provisions of any one of the following paragraphs being deemed to limit the generality of any other of them:

(1) To hold and retain the stocks, bonds and all other investments, securities and any other property which may at any time comprise the principal of my estate for any length of time my executors or my trustees may deem expedient or advantageous so to do without liability of any kind by reason of such holding or retention, and to hold any securities including stocks contained in my estate even after default in the payment of interest or dividends thereon.

(2) To invest, reinvest and successively reinvest and keep reinvested the principal of my estate in such securities, including preferred and common stocks of corporations and preferred and common stock or shares of any so-called investment trusts or companies, as my executors or my trustees may deem prudent without restriction to so-called legal investments for executors or trustees, and with complete discretion as to the rate of interest or income yield to be realized, and without being under any duty to diversify investments; and also to assume a cash position in whole or in part, whenever my executors or my trustees think it wise so to do, and to maintain such cash position so long as my executors or my trustees deem the then situation such as to render such course wise; it being the intent hereof to vest in my executors and my trustees unlimited discretion as to the kind and character of stocks, bonds, securities and other property in which my estate shall be invested so that they shall not in any way be bound or limited by any present or future laws or customs concerning the investments for executors and trustees.

(3) To make subscriptions for stock and bond privileges and allotments and to exercise warrants, options and rights to such extent as my executors or my trustees may deem proper in corporations in which my estate may have an interest, and to surrender or deposit shares of stock, bonds, warrants, options and rights belonging to my estate for the purpose of taking part in any plan of leasing, mortgaging, consolidation, exchanging, foreclosing, merging or reorganizing any corporation in which my estate may have an interest, and

to deposit such shares of stock, bonds, warrants, options and rights under any voting agreement, and at the discretion of my executors or my trustees to pay assessments in connection therewith; also to exchange shares of stock, bonds, warrants, options and rights belonging to my estate for such other shares of stock, bonds, warrants, options and rights as my executors or my trustees may deem most advantageous.

(4) With respect to all trusts other than the trust under paragraph (2) of ARTICLE TWO, to treat as principal, so far as may be permissible in law, all stock dividends or proceeds of sales of warrants, options or rights to subscribe for stock or other securities issued with respect to any stock which may be held by my executors or my trustees as part of my estate.

(5) To borrow money, pledging as collateral security therefor any securities or other intangible personal property that may at any time constitute a part of my estate, for the purpose of paying debts, charges, costs of administration and estate, inheritance, succession, transfer or any other taxes (including any interest or penalties thereon) that may from time to time become due and payable with respect to my estate, or any part thereof, or for any other purpose or purposes whatsoever that may be deemed necessary or expedient by my executors or my trustees; and also to continue any loan or loans, whether I be borrower or lender, that I may have at the time of my death. There shall be no liability on the part of persons lending money to my executors or my trustees to see to or to be responsible for the application of the money so loaned.

(6) To register and hold in the name of the nominee or nominees of my executors or my trustees or to endorse to the name of such nominee or nominees, or both, but at the risk of my executors or my trustees, any securities or other property at any time comprising a part of my estate.

(7) To compromise, settle, arbitrate or release any claim in favor or against my estate.

(8) To employ such agents, experts or counsel, investment or legal, as my executors or my trustees may deem advisable, including any firm in which any of my executors or my trustees may have an interest, or any firm in which any Director or officer of Carostead Foundation, Inc., may have an interest, and to rely upon information and advice furnished by such agents, experts or counsel and pay reasonable fees therefor.

(9) To make and execute all instruments necessary and proper to carry out the powers conferred upon my executors or my trustees.

(10) To pay all proper expenses incident to the management of my estate and to charge or apportion such expenses to principal or income as my executors or my trustees may deem just and proper, and specifically to pay all expenses for operation, maintenance, taxes, insurance, domestic and gardening services and all other expenses of Tudor Place, Tudor Place Addition and Content Farms prior to distribution of each.

(11) To sell, without first obtaining an order of any court, securities, at public or private sale, with or without advertisement, in order to pay debts, charges, or taxes of any kind, or for purposes of making distribution, or for any other purposes hereunder, at such price or prices and upon such terms, for cash or credit or otherwise, as my executors or my trustees may in their sole and absolute discretion determine, and to execute, acknowledge and deliver all proper instruments of assignment and conveyance, as my executors or my trustees may deem necessary to convey absolute title of any property sold to the purchaser or purchasers thereof the same as I could do if living, all without the consent or order of any court having jurisdiction of my estate.

(12) To do all such acts, take all such proceedings and exercise all such rights and privileges, although not hereinbefore specifically mentioned, with relation to any such property as if the absolute owner thereof, and in connection therewith to make, execute and deliver any instrument and to enter into any convenants or agreements binding my estate; provided, however, that nothing in this paragraph (12), or any other provision of this ARTICLE TWELVE, shall be construed to permit my executors or trustees to act in a manner which would defeat my intention to obtain a marital deduction for the trust under paragraph (2) of ARTICLE TWO.

Persons dealing with my executors or my trustees shall not be under any liability to inquire into the authority for or propriety of any action by any of them.

ARTICLE THIRTEEN: Whereas by virtue of the provisions of ARTICLE TWENTY-FIFTH of the Last Will and Testament of my grandmother, Sarah Williams, deceased, dated June 20, 1909, I may have under the conditions therein set forth the power to cause to be transferred, paid over and delivered the principal of the trust fund described in said Article to such person or persons as I shall by my Last Will and Testament nominate and appoint to receive the same, and whereas by partial release executed by me on March 2, 1950, I have limited a class of persons whom I may so nominate and appoint, I hereby exercise such power, as so limited, as follows: (1) in the exercise of such power, as so limited, I hereby nominate and appoint to receive said principal my daughter, ANNE PETER PEARRE, if she shall survive me, or (2) if my said daughter shall not survive me and issue of mine shall survive me, in the exercise of such

power, as so limited, I hereby nominate and appoint to receive said principal my issue surviving me, per stirpes and not per capita, to the extent that such issue would not receive the principal of said trust fund solely by the operation of the provisions of said ARTICLE TWENTY-FIFTH as being "lawful child or children" of mine surviving me as described in said Article and without my exercising in favor of such issue such power, as so limited.

ARTICLE FOURTEEN: I have not made herein any immediate substantial provisions for my daughter, ANNE PETER PEARRE, other than as set forth in other Articles of this, my Last Will and Testament, because of the substantial estate which will eventually come to her through trusts previously created for her benefit by others.

ARTICLE FIFTEEN: I nominate, constitute and appoint as the executors of this, my Last Will and Testament, and as trustees of any trust created by this, my Last Will and Testament, my wife, HELEN T. PETER, DON V. HARRIS, JR., of Washington, D.C., and NATIONAL SAVINGS AND TRUST COMPANY OF WASHINGTON, D.C. In the event that either or both of my named individual executors or trustees shall not qualify as such or having qualified shall for any reason thereafter be unable to act as such executor or trustee, the remaining named executors and trustees shall continue to act and it shall not be necessary to fill any vacancy. At any time that neither named individual executor or trustee shall be acting, said NATIONAL SAVINGS AND TRUST COMPANY shall be the sole executor or the sole trustee. I direct and request that my executors and trustees acting hereunder shall not be required in any jurisdiction to give bond or other undertaking for the faithful performance of her,

ARTICLE SIXTEEN: I order and direct that any and all debts, charges, costs of administration and estate, inheritance, succession, transfer and any other similar taxes by whatsoever governmental authority imposed shall be borne entirely by, and paid out of, my residuary estate. Accordingly, I further order and direct that none of such debts, charges, costs of administration or taxes shall be borne by or paid out of, nor shall my executors and trustees endeavor to collect any amount or proportion of such debts, charges, costs of administration or taxes from any person on account of his or her interest in any of the following property: (1) property passing under any provisions of this, my Last Will and Testament, other than my residuary estate, or (2) property which does not pass under this, my Last Will and Testament, but which is required to be included in my gross estate for estate, inheritance, succession, transfer or similar tax purposes.

ARTICLE SEVENTEEN: If any beneficiary named or described in this, my Last Will and Testament, and I shall die under such circumstances that there shall be doubt as to which of us shall have been the first to die, I direct that I shall be deemed to have survived such beneficiary and this, my Last Will and Testament, shall be given the same effect, in all respects, as if it were clearly demonstrable that I had in fact so survived.

ARTICLE EIGHTEEN: Notwithstanding any statutory provisions, accounting principle or judicial decision to the contrary, all income accumulated from property of my estate after my death shall be considered as income for distribution, and no part thereof may be transferred to

estate in accordance with the so-called 'SLOCUM RULE' under the laws of the District of Columbia.

ARTICLE NINETEEN: Until distributed, no gift or beneficial interest shall be subject to anticipation or to voluntary or involuntary alienation.

ARTICLE TWENTY: Certain provisions of this, my Last Will and Testament, are designed to carry out the letter and the spirit of my undertaking in Paragraph 7 of the Agreement dated June 21, 1973, between HELEN T. MACONDRAY and me, which Agreement was followed by our marriage on June 28, 1973. References in this, my Last Will and Testament, to "my late wife" are to my first wife CAROLINE PETER, who died October 2, 1965. Reference in this, my Last Will and Testament, to "my wife" are to my second wife, HELEN T. PETER.

ARTICLE TWENTY-ONE: (1) Whenever used herein, the term "my executors" shall include the executors named herein, and any executor or co-executor whom I may hereafter name by any codicil hereto, whether there be one or more acting at the particular time.

(2) Whenever used herein, the term "my trustees" shall include the trustees named herein or any trustee or co-trustee whom I may hereafter name by codicil hereto, whether there be one or more acting at the particular time.

(3) Whenever the term "my estate" is used herein, it shall be deemed to include property, whether held by my executors or by my trustees in any trust hereby created, as the case may be.

(4) Whenever the term "tangible

articles generally considered as tangible articles and shall not include securities, bank accounts or cash except curios.

(5) The term "issue" as used herein shall not include anyone adopted by any issue of mine or the issue of any such adoptee.

(6) The term "NATIONAL SAVINGS AND TRUST COMPANY OF WASHINGTON, D.C." used herein shall be deemed to include any banking corporation which shall succeed to the trust business of said NATIONAL SAVINGS AND TRUST COMPANY.

(7) The term "Foundation" shall mean CAROSTEAD FOUNDATION, INC.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal, at Washington, D.C., to this my Last Will and Testament this 17th day of July, 1983.

/s/ Armistead Peter 3rd (SEAL)
ARMISTEAD PETER, 3rd

Signed, sealed, published and declared by the above named testator, ARMISTEAD PETER, 3rd, as and for his Last Will and Testament, in the presence of us, who, at his request, in his presence and in the presence of each other, have hereunto subscribed our names as witnesses thereto on the day, month and year last above written.

/s/ Dorothy C. Tate residing at 9708 Ellen Way
Ft Washington, Md 20744

/s/ Janice K Martin residing at 7505 Allan Avenue
Falls Church VA 22046

/s/ Ellen M. Epstein residing at 5041 Sedgwick St.

D E E D

ARMISTEAD PETER, 3RD

TO

UNITED STATES OF AMERICA

RECEIVED FOR RECORD on the day of
A.D. 1966 at o'clock M., and
recorded in Liber No. at folio
one of the Land Records for the District of
Columbia, and examined by

Recorder

PLAINTIFF'S EXHIBIT
RA-17

Tudor Place Foundation, Inc.

Financial Statements
For the Years Ended December 31, 1998 and 1997

Mr. Muir

This is a complete copy. Sorry about the other copy. Please call with questions

Lina Cortas
7/20/99

BZA
Case No. 16974
Exhibit No. 92C

Bond Beebe
Certified Public Accountants

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Bond Beebe
Advisors & Accountants

REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

Board of Trustees
Tudor Place Foundation, Inc.
1605 32nd Street, N.W.
Washington, D.C. 20007

We have audited the accompanying statement of assets, liabilities and net assets - modified cash basis of Tudor Place Foundation, Inc. as of December 31, 1998 and 1997 and the related statements of revenue, expenses and changes in net assets - modified cash basis, and cash flows - modified cash basis for the years then ended. These financial statements are the responsibility of the Foundation's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As described in Note 2, these financial statements were prepared on a modified cash basis of accounting, which is a comprehensive basis of accounting other than generally accepted accounting principles.

In our opinion, the financial statements referred to above present fairly, in all material respects, the assets, liabilities and net assets of Tudor Place Foundation, Inc. as of December 31, 1998 and 1997 and its revenue, expenses and changes in net assets and its cash flows for the years then ended, on the basis of accounting described in Note 2.

Bond Beebe

A Professional Corporation
Bethesda, MD
May 13, 1999

TUDOR PLACE FOUNDATION, INC.
STATEMENT OF ASSETS, LIABILITIES AND NET ASSETS - MODIFIED CASH BASIS
DECEMBER 31, 1998 AND 1997

EXHIBIT A

ASSETS

ASSETS	1998	1997
Cash	$ 78,363	$ 70,828
Investments	764,969	769,179
Fixed assets		
Improvements - net of accumulated depreciation of $98,908 and $87,642	126,526	112,848
Office furniture and equipment - net of accumulated depreciation of $89,791 and $79,541	32,713	29,341
	159,239	142,189
Museum		
Land and buildings	1,314,847	1,314,847
Art objects and collections	2,178,229	2,177,979
	3,493,076	3,492,826
TOTAL ASSETS	$ 4,495,647	$ 4,475,022

LIABILITIES AND NET ASSETS

LIABILITIES		
Reserve for employee's retirement	$ 21,479	$ 20,584
Interest due on Bowie-Sevier note	-	22,338
TOTAL LIABILITIES	21,479	42,922
NET ASSETS		
Unrestricted	852,846	835,863
Temporarily restricted	128,246	103,411
Permanently restricted	3,493,076	3,492,826
TOTAL NET ASSETS	4,474,168	4,432,100
TOTAL LIABILITIES AND NET ASSETS	$ 4,495,647	$ 4,475,022

TUDOR PLACE FOUNDATION, INC.
STATEMENT OF REVENUE, EXPENSES AND CHANGES IN NET ASSETS - MODIFIED CASH BASIS
FOR THE YEARS ENDED DECEMBER 31, 1998 AND 1997

	1998			
REVENUE AND SUPPORT	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Distributions from Armistead Peter, III trusts	$ 390,396	$ -	$ -	$ 390,396
Contributions	263,271	24,835	250	288,356
Investment earnings	65,282	-	-	65,282
Miscellaneous income	100,960	-	-	100,960
Gain on sale of Bowie-Sevier House	-	-	-	-
Net assets released from restrictions	-	-	-	-
TOTAL REVENUE AND SUPPORT	819,909	24,835	250	844,994
EXPENSES				
Program services				
Museum operations - Tudor Place	403,206	-	-	403,206
Feasibility study and operations - Bowie-Sevier House	-	-	-	-
	403,206	-	-	403,206
Supporting services				
General and administrative - Tudor Place	260,346	-	-	260,346
General and administrative - Bowie-Sevier House	-	-	-	-
Fundraising - Tudor Place	139,374	-	-	139,374
Fundraising - Bowie-Sevier House	-	-	-	-
	399,720	-	-	399,720
TOTAL EXPENSES	802,926	-	-	802,926
INCREASE (DECREASE) IN NET ASSETS	16,983	24,835	250	42,068
NET ASSETS AT BEGINNING OF YEAR BEFORE PRIOR PERIOD ADJUSTMENT	835,863	103,411	3,492,826	4,432,100
PRIOR PERIOD ADJUSTMENT				
Reclassification of museum and collection items net assets	-	-	-	-
NET ASSETS AT BEGINNING OF YEAR	835,863	103,411	3,492,826	4,432,100
NET ASSETS AT END OF YEAR	$ 852,846	$ 128,246	$ 3,493,076	$ 4,474,168

1997			
Unrestricted	Temporarily Restricted	Permanently Restricted	Total
$ 321,648	$ -	$ -	$ 321,648
182,270	20,234	3,000	205,504
62,311	-	-	62,311
52,820	-	-	52,820
291,287	-	-	291,287
26,426	(26,426)	-	-
936,762	(6,192)	3,000	933,570
406,140	-	-	406,140
328,504	-	-	328,504
734,644	-	-	734,644
210,269	-	-	210,269
80,928	-	-	80,928
155,003	-	-	155,003
1,046	-	-	1,046
447,246	-	-	447,246
1,181,890	-	-	1,181,890
(245,128)	(6,192)	3,000	(248,320)
4,570,817	109,603	-	4,680,420
(3,489,826)	-	3,489,826	-
1,080,991	109,603	3,489,826	4,680,420
$ 835,863	$ 103,411	$ 3,492,826	$ 4,432,100

TUDOR PLACE FOUNDATION, INC.
STATEMENT OF CASH FLOWS - MODIFIED CASH BASIS
FOR THE YEARS ENDED DECEMBER 31, 1998 AND 1997

EXHIBIT C

	1998	1997
CASH FLOWS FROM OPERATING ACTIVITIES		
Increase (decrease) in net assets	$ 42,068	$ (248,320)
Adjustments to reconcile increase (decrease) in net assets to net cash provided by operating activities		
Depreciation	21,516	19,232
Collection contributions	(250)	(3,000)
Loss on sale of investments	16,375	2,487
(Increase) decrease in market value of investments	(19,870)	11,050
Gain on sale of Bowie-Sevier House	-	(291,287)
Changes in operating assets and liabilities		
Increase (decrease) in		
Miscellaneous payables	(21,443)	21,128
	38,396	(488,710)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchases of collections	(250)	(4,478)
Purchases of investments	(3,250)	(685,702)
Proceeds from sale of investments	10,955	10,000
Proceeds from sale of Bowie-Sevier House	-	2,719,570
Purchases of fixed assets	(38,566)	-
	(31,111)	2,039,390
CASH FLOWS FROM FINANCING ACTIVITIES		
Donations for the purchase of collections	250	3,000
Repayments of principal portions of long-term debt	-	(1,573,005)
	250	(1,570,005)
INCREASE (DECREASE) IN CASH	7,535	(19,325)
CASH AT BEGINNING OF YEAR	70,828	90,153
CASH AT END OF YEAR	$ 78,363	$ 70,828
SUPPLEMENTAL INFORMATION		
Cash paid for interest	$ 22,338	$ 69,627

NOTE 1: ORGANIZATION

Tudor Place Foundation, Inc. (the Foundation) was created to preserve the architecture, collections and grounds of Tudor Place, which operates as a historic house museum and garden, open to the public. The Foundation operates out of Tudor Place which is located at 1605 32nd Street, N.W., Washington, D.C.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements are prepared on a modified cash basis of accounting, whereby revenue and the related assets are generally recognized when received rather than when earned, and expenses and the related liabilities are generally recognized when paid rather than when the obligation is incurred. However, the Foundation does recognize changes in the fair value of investments as the changes occur rather than when the investments are sold, and the Foundation capitalizes and records depreciation of fixed assets.

Investments

Investments are presented at fair value as determined by the Foundation's investment advisor.

Museum and Collections

The land and buildings of Tudor Place, as well as the furniture and collections located within Tudor Place, were distributed to the Foundation from the Estate of Armistead Peter, III during November 1984, at the carrying amounts of $1,314,847 and $1,717,525, respectively. Under the terms of Mr. Peter's will, the Foundation cannot give, sell, rent or mortgage the land, building, or collection items. The value of these assets was determined at the date of death by appraisal and real property tax assessment, as reflected in the estate tax return.

The value of art objects, collections and other non-cash items received by the Foundation, as donations, are recorded, in the financial statements, as permanently restricted contributions, at their estimated value as of the date of contribution. No provision is made for depreciation on these assets.

Fixed Assets

Additional improvements which make the museum operational but which do not add to the museum's historic significance have been stated at cost, with depreciation provided over estimated useful lives of 10-25 years, on a straight-line basis.

Office furniture and equipment have been stated at cost, with depreciation provided over estimated useful lives of 5 to 8 years for the respective assets, on a straight-line basis.

Net Assets

- **Unrestricted**

  Unrestricted net assets represent funds whose use is not restricted by donors, although their use may be limited in other respects such as Board designations.

- **Temporarily Restricted**

  Temporarily restricted net assets arise from expendable donations whose use has been limited by donors to specified purposes. However, if a restriction is fulfilled in the same time period in which the contribution is received, the Foundation reports the support as unrestricted.

- **Permanently Restricted**

  Permanently restricted net assets are the portion of net assets whose use is limited by donor-imposed stipulations that cannot be removed by the passage of time or action of the Foundation.

NOTE 3: INVESTMENTS

At December 31, 1998 and 1997, investments consisted of the following:

	1998	1997
Principal cash and money funds	$ 148,800	$ 156,367
Fund for Government Investors	21,488	20,593
Government and agencies obligations	-	10,029
JPM Institutional Funds		
Fixed income	-	54,687
Equity	396	505,814
Diversified	594,285	21,689
Balance at end of year	$ 764,969	$ 769,179

NOTE 4: RESERVE FOR EMPLOYEE'S RETIREMENT

The Foundation has set aside monies in a separate bank account for a long-time employee. At December 31, 1998 and 1997, these monies, including interest, totaled $21,479 and $20,584, respectively.

NOTE 5: RESTRICTIONS ON NET ASSETS

Temporarily Restricted

Temporarily restricted net assets consist of funds restricted to the following purposes:

	1998	1997
Major garden acquisitions	$ 71,286	$ 71,086
Arbor/greenhouse	32,325	32,325
Education and preservation	10,000	-
Restoration	14,435	-
Conservation	200	-
	$ 128,246	$ 103,411

Net assets released from restriction were used for the following purposes:

Helen T. Peter Garden Fund	$ -	$ 6,192
Bowie-Sevier House	-	20,234
	$ -	$ 26,426

Permanently Restricted

Permanently restricted net assets consist of funds restricted to the following purposes:

Museum land and building	$ 1,314,847	$ 1,314,847
Museum art objects and collections	2,178,229	2,177,979
	$ 3,493,076	$ 3,492,826

NOTE 6: DISTRIBUTIONS FROM TRUSTS

The Foundation is the beneficiary of two perpetual charitable trusts created by Armistead Peter, III. The primary objective of these trusts is to maintain and preserve Tudor Place buildings and grounds.

The Foundation withdraws investment income from these trusts each month. Distributions from principal are available for costs of improvements or replacements to Tudor Place buildings and grounds at the discretion of the Foundation's Trustees. However, if an invasion of trust principal becomes necessary, the Trustees are required to replenish the trust principal.

The investments of the two trusts are managed by Morgan Guaranty Trust Company of New York. The market values of investments of each trust, which are not reflected in the Foundation's financial statements, are detailed below for informational purposes based on statements provided to the Foundation by the investment manager:

Trust #1	1998	1997
Cash and cash equivalents	$ 413,601	$ 218,776
JPM Institutional Diversified Fund	3,163,741	2,936,297
	$ 3,577,342	$ 3,155,073
Trust #2		
Cash and cash equivalents	$ 509,725	$ 263,520
JPM Institutional Diversified Fund	4,580,589	4,251,286
	$ 5,090,314	$ 4,514,806

NOTE 7: INVESTMENT EARNINGS

Investment earnings for the years ended December 31, 1998 and 1997 were as follows:

	1998	1997
Interest and dividends	$ 61,787	$ 75,848
Realized loss on sales	(16,375)	(2,487)
Appreciation (depreciation) in fair value	19,870	(11,050)
	$ 65,282	$ 62,311

NOTE 8: BOWIE-SEVIER HOUSE

In July 1997, the Foundation sold the land and buildings known as Bowie-Sevier House for $2,750,000 and paid off all related mortgages.

NOTE 9: RETIREMENT PLANS

The Foundation sponsors a defined contribution retirement plan and all employees who have attained the age of 21 are eligible to participate after completing two continuous years of service. Employer contributions are made on behalf of participants each year (8% of base salary for 1998 and 1997). Contributions of $14,776 and $27,342 were made for 1998 and 1997.

Additionally, the Foundation established a supplemental retirement annuity plan available to all employees. This plan allows employees to contribute to a tax-deferred annuity through salary reduction.

NOTE 10: INCOME TAXES

The Foundation has been determined to be a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code and, as such, is exempt from federal and state income tax except for tax on unrelated business income. The Foundation had no unrelated business income for the years ended December 31, 1998 and 1997.

NOTE 11: MISCELLANEOUS INCOME

In 1998 and 1997, the Foundation's operating fund received miscellaneous income from the following activities:

	1998	1997
Candlelight tours	$ 6,662	$ 3,391
Souvenir sales	5,905	3,152
Garden Day	2,739	5,364
Outside use (contributions from outside organizations for use of the grounds and buildings)	79,415	32,500
Other special events	534	4,122
Miscellaneous	5,705	4,291
	$ 100,960	$ 52,820

NOTE 12: TAXES UNDER APPEAL

The Foundation received real estate tax assessments from the District of Columbia for the period of October 1, 1995 through September 30, 1996, totaling $6,544 and for the period of October 1, 1996 through September 30, 1997, totaling $138,738. Substantially all of these taxes were paid and recognized as expense concurrent with the sale of the Bowie-Sevier House in 1997. All of the assessments were under appeal at December 31, 1998; in March 1999, the Foundation received a refund of $165,190 from the District of Columbia.

NOTE 13: RECLASSIFICATIONS

Certain accounts and amounts have been reclassified as of and for the year ended December 31, 1997 to be in conformity with the presentation for 1998. These classifications did not change the amount of net assets as of December 31, 1997 or the increase in net assets for the year then ended as presented in previously issued financial statements.

NOTE 14: PRIOR PERIOD RESTATEMENT

The Foundation has restated its December 31, 1997 financial statements to reclassify $3,489,826 of museum and collection items from unrestricted net assets to permanently restricted net assets. This restatement had no effect on the increase (decrease) in net assets for 1998 or 1997.

Bond Beebe
Advisors & Accountants

REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS ON SUPPLEMENTAL INFORMATION

Board of Trustees
Tudor Place Foundation, Inc.
1605 32nd Street, N.W.
Washington, D.C. 20007

Our audits of the financial statements of Tudor Place Foundation, Inc. for the years ended December 31, 1998 and 1997 were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The attached schedule of functional expenses is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Bond Beebe

A Professional Corporation
Bethesda, MD
May 13, 1999

TUDOR PLACE FOUNDATION, INC.
SCHEDULE OF FUNCTIONAL EXPENSES - MODIFIED CASH BASIS
FOR THE YEAR ENDED DECEMBER 31, 1998

FUNCTIONAL EXPENSES	Program Services Museum Operations Tudor Place	Supporting Services General and Administrative	Supporting Services Fundraising	Total
Accounting	$ -	$ 12,468	$ -	$ 12,468
Advertising	-	-	6,040	6,040
Bank service fees	-	929	-	929
Conservation	945	-	-	-
Consultants	2,055	1,771	17,567	19,338
Depreciation	11,266	10,250	-	10,250
Docent program	754	-	-	-
Employee benefits	29,614	9,854	5,348	15,202
Entertainment and travel	2,157	3,209	1,057	4,266
Equipment maintenance	1,987	5,198	-	5,198
Fees	-	4,120	-	4,120
Gardening	-	-	-	-
Historical structures	579	-	-	-
Interest	-	-	-	-
Insurance	-	23,299	-	23,299
Investment fees	-	4,300	-	4,300
Legal	-	24,739	871	25,610
Maintenance and repairs - building	18,119	-	-	-
Maintenance and repairs - garden	8,618	-	-	-
Meetings and education	950	1,566	1,615	3,181
Membership dues	471	1,450	732	2,182
Miscellaneous	7,676	4,641	3,542	8,183
Office supplies	909	4,161	940	5,101
Photography	913	-	751	751
Postage	3	6,107	189	6,296
Printing	3,633	3,308	500	3,808
Real estate taxes	-	-	-	-
Rental - outside events	-	-	836	836
Salaries	237,969	126,925	40,997	167,922
Security	2,517	-	-	-
Souvenir	5,603	-	-	-
Special events	6,945	-	54,373	54,373
Taxes - payroll	19,432	10,210	3,293	13,503
Temporary help	-	1,841	723	2,564
Trash removal	5,222	-	-	-
Utilities	34,869	-	-	-
	$ 403,206	$ 260,346	$ 139,374	$ 399,720

*For comparative purposes only

See Notes to Financial Statements

Total	
1998	1997*
$ 12,468	$ 13,747
6,040	7,256
929	2,159
945	658
21,393	140,953
21,516	19,232
754	4,017
44,816	48,420
6,423	3,464
7,185	7,667
4,120	-
-	20,317
579	83,580
-	69,627
23,299	31,762
4,300	467
25,610	13,099
18,119	18,193
8,618	12,537
4,131	946
2,653	3,496
15,859	7,091
6,010	3,981
1,664	3,683
6,299	6,820
7,441	3,069
-	166,318
836	13,116
405,891	324,003
2,517	2,598
5,603	3,492
61,318	47,242
32,935	26,986
2,564	17,503
5,222	5,647
34,869	48,744
$ 802,926	$ 1,181,890

Form **990**

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

Department of the Treasury
Internal Revenue Service

▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

OMB No. 1545-0047

2001

Open to Public Inspection

A For the 2001 calendar year, or tax year beginning , 2001, and ending

B Check if applicable:
- ☐ Address change
- ☐ Name change
- ☐ Initial return
- ☐ Final return
- ☐ Amended return
- ☐ Application pending

Please use IRS label or print or type. See Specific Instructions.

C Name of organization
TUDOR PLACE FOUNDATION, INC.

Number and street (or P.O. box if mail is not delivered to street address) | Room/suite
1605 32ND STREET, N.W.

City or town, state or country, and ZIP + 4
WASHINGTON, DC 20007

D Employer identification number
52-6070337

E Telephone number
(202) 965-0400

F Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) ▶

- Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

H and I are not applicable to section 527 organizations.

H(a) Is this a group return for affiliates? ☐ Yes ☒ No

H(b) If "Yes," enter number of affiliates ▶

H(c) Are all affiliates included? ☐ Yes ☐ No (If "No," attach a list. See instructions.)

H(d) Is this a separate return filed by an organization covered by a group ruling? ☐ Yes ☒ No

G Web site: ▶

J Organization type (check only one) ▶ ☒ 501(c) (3) ◀ (insert no.) ☐ 4947(a)(1) or ☐ 527

I Enter 4-digit GEN ▶

K Check here ▶ ☐ if the organization's gross receipts are normally not more than $25,000. The organization need not file a return with the IRS; but if the organization received a Form 990 Package in the mail, it should file a return without financial data. **Some states require a complete return.**

M Check ▶ ☐ if the organization is not required to attach Sch. B (Form 990, 990-EZ, or 990-PF).

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 ▶ 986,536.

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See Specific Instructions on page 16.)

Revenue	1	Contributions, gifts, grants, and similar amounts received: STMT 1			
	a	Direct public support	1a	458,288.	
	b	Indirect public support	1b		
	c	Government contributions (grants)	1c		
	d	Total (add lines 1a through 1c) (cash $ 458,288. noncash $)			1d 458,288.
	2	Program service revenue including government fees and contracts (from Part VII, line 93)			2
	3	Membership dues and assessments			3
	4	Interest on savings and temporary cash investments STMT 3			4 464,413.
	5	Dividends and interest from securities			5
	6a	Gross rents	6a		
	b	Less: rental expenses	6b		
	c	Net rental income or (loss) (subtract line 6b from line 6a)			6c
	7	Other investment income (describe ▶)			7
	8a	Gross amount from sales of assets other than inventory — (A) Securities	8a	(B) Other	
	b	Less: cost or other basis and sales expenses	8b		
	c	Gain or (loss) (attach schedule)	8c		
	d	Net gain or (loss) (combine line 8c, columns (A) and (B))			8d
	9	Special events and activities (attach schedule)			
	a	Gross revenue (not including $ of contributions reported on line 1a)	9a		
	b	Less: direct expenses other than fundraising expenses	9b		
	c	Net income or (loss) from special events (subtract line 9b from line 9a)			9c
	10a	Gross sales of inventory, less returns and allowances STMT 4	10a	17,667.	
	b	Less: cost of goods sold STMT 5	10b	4,096.	
	c	Gross profit or (loss) from sales of inventory (attach schedule) (subtract line 10b from line 10a)			10c 13,571.
	11	Other revenue (from Part VII, line 103)			11 46,168.
	12	**Total revenue** (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)			12 982,440.
Expenses	13	Program services (from line 44, column (B))			13 604,691.
	14	Management and general (from line 44, column (C))			14 231,032.
	15	Fundraising (from line 44, column (D))			15 82,444.
	16	Payments to affiliates (attach schedule)			16
	17	**Total expenses** (add lines 16 and 44, column (A))			17 918,167.
Net Assets	18	Excess or (deficit) for the year (subtract line 17 from line 12)			18 64,273.
	19	Net assets or fund balances at beginning of year (from line 73, column (A))			19 4,556,763.
	20	Other changes in net assets or fund balances (attach explanation) STMT 6			20 -59,343.
	21	Net assets or fund balances at end of year (combine lines 18, 19, and 20)			21 4,561,693.

BZA Case No. 16976 Exhibit No. 92d

For Paperwork Reduction Act Notice, see the separate instructions.

Form 990 (2001)

JSA
1E1010 2.000

Part II Statement of Functional Expenses

All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others. (See Specific Instructions on page 21.)

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22 Grants and allocations (attach schedule) (cash $ _____ noncash $ _____)	22				
23 Specific assistance to individuals (attach schedule)	23				
24 Benefits paid to or for members (attach schedule)	24				
25 Compensation of officers, directors, etc.	25	NONE			
26 Other salaries and wages	26	414,696.	320,853.	59,005.	34,838.
27 Pension plan contributions	27	64,849.	49,016.	10,511.	5,322.
28 Other employee benefits	28	352.		352.	
29 Payroll taxes	29				
30 Professional fundraising fees	30				
31 Accounting fees	31				
32 Legal fees	32				
33 Supplies	33	29,348.	22,411.	5,393.	1,544.
34 Telephone	34				
35 Postage and shipping	35	11,359.	7,013.	3,299.	1,047.
36 Occupancy	36	46,111.	335.	45,776.	
37 Equipment rental and maintenance	37	35,079.	28,629.	755.	5,695.
38 Printing and publications	38	44,665.	39,721.	3,239.	1,705.
39 Travel	39	3,531.	3,354.	177.	
40 Conferences, conventions, and meetings	40				
41 Interest	41				
42 Depreciation, depletion, etc. (attach schedule)	42	43,861.	36,523.	7,338.	
43 Other expenses not covered above (itemize): STMT 7	43a	224,316.	96,836.	95,187.	32,293.
b	43b				
c	43c				
d	43d				
e	43e				
44 Total functional expenses (add lines 22 through 43). Organizations completing columns (B)-(D), carry these totals to lines 13-15	44	918,167.	604,691.	231,032.	82,444.

Joint Costs. Check ▶ ☐ if you are following SOP 98-2.

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? ▶ ☐ Yes ☒ No

If "Yes," enter (i) the aggregate amount of these joint costs $ _____ ; (ii) the amount allocated to Program services $ _____ ;

(iii) the amount allocated to Management and general $ _____ ; and (iv) the amount allocated to Fundraising $ _____

Part III Statement of Program Service Accomplishments (See Specific Instructions on page 24.)

What is the organization's primary exempt purpose ▶ HISTORIC PRESERVATION AND EDUCATION

All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)

Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.)

a PRESERVATION AND MAINTENANCE OF THE FOUNDATION'S HISTORIC MUSEUM BUILDINGS AND GARDENS SO THAT THEY MAY BE HELD OPEN FOR PUBLIC VIEWING AND STUDY

(Grants and allocations $) 604,691.

b (Grants and allocations $)

c (Grants and allocations $)

d (Grants and allocations $)

e Other program services (attach schedule) (Grants and allocations $)

f Total of Program Service Expenses (should equal line 44, column (B), Program services) ▶ 604,691.

Part IV Balance Sheets (See Specific Instructions on page 24.)

Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.				(A) Beginning of year		(B) End of year
Assets	45	Cash - non-interest-bearing		25,462.	45	3,372.
	46	Savings and temporary cash investments		NONE	46	165,152.
	47a	Accounts receivable	47a			
	b	Less: allowance for doubtful accounts	47b		47c	
	48a	Pledges receivable	48a			
	b	Less: allowance for doubtful accounts	48b		48c	
	49	Grants receivable			49	
	50	Receivables from officers, directors, trustees, and key employees (attach schedule)			50	
	51a	Other notes and loans receivable (attach schedule)	51a			
	b	Less: allowance for doubtful accounts	51b		51c	
	52	Inventories for sale or use		1,493.	52	4,212.
	53	Prepaid expenses and deferred charges		3,978.	53	NONE
	54	Investments - securities (attach schedule) ▶ [X] Cost [ ] FMV		804,632.	54	645,825.
	55a	Investments - land, buildings, and equipment: basis	55a			
	b	Less: accumulated depreciation (attach schedule)	55b		55c	
	56	Investments - other (attach schedule)			56	
	57a	Land, buildings, and equipment: basis	57a 1,853,916.			
	b	Less: accumulated depreciation (attach schedule)	57b 305,565.	1,533,810.	57c	1,548,351.
	58	Other assets (describe ▶ STMT 8)		2,207,805.	58	2,219,062.
	59	**Total assets** (add lines 45 through 58) (must equal line 74)		4,577,180.	59	4,585,974.
Liabilities	60	Accounts payable and accrued expenses		20,417.	60	24,281.
	61	Grants payable			61	
	62	Deferred revenue			62	
	63	Loans from officers, directors, trustees, and key employees (attach schedule)			63	
	64a	Tax-exempt bond liabilities (attach schedule)			64a	
	b	Mortgages and other notes payable (attach schedule)			64b	
	65	Other liabilities (describe ▶)			65	
	66	**Total liabilities** (add lines 60 through 65)		20,417.	66	24,281.
Net Assets or Fund Balances		**Organizations that follow SFAS 117, check here** ▶ [X] and complete lines 67 through 69 and lines 73 and 74.				
	67	Unrestricted		839,998.	67	823,339.
	68	Temporarily restricted		215,702.	68	215,702.
	69	Permanently restricted		3,501,063.	69	3,522,652.
		Organizations that do not follow SFAS 117, check here ▶ [ ] and complete lines 70 through 74.				
	70	Capital stock, trust principal, or current funds			70	
	71	Paid-in or capital surplus, or land, building, and equipment fund			71	
	72	Retained earnings, endowment, accumulated income, or other funds			72	
	73	**Total net assets or fund balances** (add lines 67 through 69 OR lines 70 through 72; column (A) **must** equal line 19; and column (B) **must** equal line 21)		4,556,763.	73	4,561,693.
	74	**Total liabilities and net assets / fund balances** (add lines 66 and 73)		4,577,180.	74	4,585,974.

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

Part IV-A Reconciliation of Revenue per Audited Financial Statements with Revenue per Return (See Specific Instructions, page 26.)

a	Total revenue, gains, and other support per audited financial statements ▶	a	37,477.
b	Amounts included on line a but not on line 12, Form 990:		
(1)	Net unrealized gains on investments $ -59,343.		
(2)	Donated services and use of facilities $		
(3)	Recoveries of prior year grants $		
(4)	Other (specify): STMT 9 $ -885,620.		
	Add amounts on lines (1) through (4) ▶	b	-944,963.
c	Line a minus line b ▶	c	982,440.
d	Amounts included on line 12, Form 990 but not on line a:		
(1)	Investment expenses not included on line 6b, Form 990 $		
(2)	Other (specify): $		
	Add amounts on lines (1) and (2) ▶	d	
e	Total revenue per line 12, Form 990 (line c plus line d) ▶	e	982,440.

Part IV-B Reconciliation of Expenses per Audited Financial Statements with Expenses per Return

a	Total expenses and losses per audited financial statements ▶	a	916,437.
b	Amounts included on line a but not on line 17, Form 990:		
(1)	Donated services and use of facilities $		
(2)	Prior year adjustments reported on line 20, Form 990 $		
(3)	Losses reported on line 20, Form 990 $		
(4)	Other (specify): STMT 10 $ 4,096.		
	Add amounts on lines (1) through (4) ▶	b	4,096.
c	Line a minus line b ▶	c	912,341.
d	Amounts included on line 17, Form 990 but not on line a:		
(1)	Investment expenses not included on line 6b, Form 990 $		
(2)	Other (specify): STMT 11 $ 5,826.		
	Add amounts on lines (1) and (2) ▶	d	5,826.
e	Total expenses per line 17, Form 990 (line c plus line d) ▶	e	918,167.

Part V List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated; see Specific Instructions on page 26.)

(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 & deferred compensation	(E) Expense account and other allowances
SEE STATEMENT 14		NONE	NONE	NONE

75 Did any officer, director, trustee, or key employee receive aggregate compensation of more than $100,000 from your organization and all related organizations, of which more than $10,000 was provided by the related organizations? ▶ ☐ Yes ☒ No

If "Yes," attach schedule - see Specific Instructions on page 27.

Part VI Other Information (See Specific Instructions on page 27.)

			Yes	No
76	Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity	76		X
77	Were any changes made in the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes.	77		X
78a	Did the organization have unrelated business gross income of $1,000 or more during the year covered by this return?	78a		X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	78b		X
79	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement	79		X
80a	Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?	80a	X	
b	If "Yes," enter the name of the organization ▶ ARMISTEAD PETER TRUSTS #1 & #2 and check whether it is [X] exempt OR [ ] nonexempt.			
81a	Enter direct or indirect political expenditure. See line 81 instructions 81a NONE			
b	Did the organization file Form 1120-POL for this year?	81b		X
82a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	82a		X
b	If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.) 82b N/A			
83a	Did the organization comply with the public inspection requirements for returns and exemption applications?	83a	X	
b	Did the organization comply with the disclosure requirements relating to quid pro quo contributions?	83b	X	
84a	Did the organization solicit any contributions or gifts that were not tax deductible?	84a		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	84b	N/A	
85	*501(c)(4), (5), or (6) organizations.* a Were substantially all dues nondeductible by members?	85a	N/A	
b	Did the organization make only in-house lobbying expenditures of $2,000 or less?	85b	N/A	
	If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.			
c	Dues, assessments, and similar amounts from members 85c N/A			
d	Section 162(e) lobbying and political expenditures 85d N/A			
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices 85e N/A			
f	Taxable amount of lobbying and political expenditures (line 85d less 85e) 85f N/A			
g	Does the organization elect to pay the section 6033(e) tax on the amount in 85f?	85g	N/A	
h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount in 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?	85h	N/A	
86	*501(c)(7) orgs.* Enter: a Initiation fees and capital contributions included on line 12 86a N/A			
b	Gross receipts, included on line 12, for public use of club facilities 86b N/A			
87	*501(c)(12) orgs.* Enter: a Gross income from members or shareholders 87a N/A			
b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.) 87b N/A			
88	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX	88		X
89a	*501(c)(3) organizations.* Enter: Amount of tax imposed on the organization during the year under: section 4911 ▶ NONE ; section 4912 ▶ NONE ; section 4955 ▶ NONE			
b	*501(c)(3) and 501(c)(4) orgs.* Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction	89b		X
c	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶ NONE			
d	Enter: Amount of tax on line 89c, above, reimbursed by the organization ▶ NONE			
90a	List the states with which a copy of this return is filed ▶ DISTRICT OF COLUMBIA			
b	Number of employees employed in the pay period that includes March 12, 2001 (See instructions) 90b 17			
91	The books are in care of ▶ THE FOUNDATION Telephone no. ▶ 202-965-2262 Located at ▶ 1605 32ND STREET, NW ZIP + 4 ▶ 20007			
92	*Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041* - Check here ▶ [ ] and enter the amount of tax-exempt interest received or accrued during the tax year ▶ 92 N/A			

Part VII Analysis of Income-Producing Activities (See Specific Instructions on page 32.)

Note: *Enter gross amounts unless otherwise indicated.*	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue:					
a					
b					
c					
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments			14	464,413.	
96 Dividends and interest from securities					
97 Net rental income or (loss) from real estate					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory					
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					13,571.
103 Other revenue: a					
b ADMISSIONS					24,264.
c FEES					21,904.
d					
e					
104 Subtotal (add columns (B), (D), and (E))				464,413.	59,739.
105 Total (add line 104, columns (B), (D), and (E)) ▶					524,152.

Note: *Line 105 plus line 1d, Part I, should equal the amount on line 12, Part I.*

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See Specific Instructions on page 32.)

Line No. ▼	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
103B	ADMISSIONS TO FUNDRAISING EVENTS
103C	REGISTRATION FEES FOR EDUCATION EVENTS & LICENSING FEES FROM
103C	THE SALE OF REPRODUCTIONS OF FURNITURE IN COLLECTIONS.

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See Specific Instructions on page 33.)

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
	%			
	%			
	%			
	%			

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See Specific Instructions on page 33.)

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

(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

Note: *If "Yes" to (b), file Form 8870 and Form 4720 (see instructions).*

Please Sign Here

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

COPY

▶ Signature of officer — Date

▶ Type or print name and title.

Paid Preparer's Use Only

Preparer's signature ▶	John Squire	Date 6/26/02	Check if self-employed ▶ ☐	Preparer's SSN or PTIN (See Gen. Inst. W) 109-36-0240
Firm's name (or yours if self-employed), address, and ZIP + 4 ▶	SQUIRE, LEMKIN + O'BRIEN, LLP 6001 MONTROSE ROAD, SUITE 910 ROCKVILLE, MD 20852		EIN ▶	52-2041603
			Phone no. ▶	301-984-8100