

**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

2004

Department of the Treasury
Internal Revenue Service

Note: The organization may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2004, or tax year beginning _____, and ending _____

G Check all that apply: Initial return Final return Amended return Address change Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of organization CAMPBELL HOFFMAN FOUNDATION	A Employer identification number 54-1724558
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 9893 GEORGETOWN PIKE	B Telephone number 703-757-7772
	City or town, state, and ZIP code GREAT FALLS, VA 22066	C If exemption application is pending, check here <input type="checkbox"/>

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 2,264,949.** (Part I, column (d) must be on cash basis.)

J Accounting method: Cash Accrual
 Other (specify) _____

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>				
Revenue				
1 Contributions, gifts, grants, etc., received	6,250.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	879.	879.		STATEMENT 1
4 Dividends and interest from securities	83,373.	79,533.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	150,113.			
b Gross sales price for all assets on line 6a	1,044,536.			
7 Capital gain net income (from Part IV, line 2)		150,113.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss)				
11 Other income	1,347.	0.		STATEMENT 3
12 Total. Add lines 1 through 11	241,962.	230,525.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	71,164.	7,116.		53,373.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees				
c Other professional fees				
17 Interest				
18 Taxes STMT 4	11,787.	730.		5,186.
19 Depreciation and depletion	1,182.	0.		
20 Occupancy				
21 Travel, conferences, and meetings	407.	0.		0.
22 Printing and publications				
23 Other expenses STMT 5	16,780.	218.		13,259.
24 Total operating and administrative expenses. Add lines 13 through 23	101,320.	8,064.		71,818.
25 Contributions, gifts, grants paid	26,519.			96,877.
26 Total expenses and disbursements. Add lines 24 and 25	127,839.	8,064.		168,695.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	114,123.			
b Net investment income (if negative, enter -0-)		222,461.		
c Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		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	259,515.	57,737.	57,737.	
	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				
	7	Other notes and loans receivable				
		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				
	b	Investments - corporate stock STMT 6	1,013,986.	1,201,379.	1,201,179.	
	c	Investments - corporate bonds STMT 7	871,691.	988,223.	988,223.	
	11	Investments - land, buildings, and equipment: basis				
	Less: accumulated depreciation					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis	7,595.				
	Less: accumulated depreciation STMT 8	6,447.	2,330.	1,148.	1,148.	
15	Other assets (describe STATEMENT 9)	15,728.	16,662.	16,662.		
16	Total assets (to be completed by all filers)	2,163,250.	2,265,149.	2,264,949.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable	82,872.	14,062.		
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe STATEMENT 10)	1,000.	4,105.		
23	Total liabilities (add lines 17 through 22)	83,872.	18,167.			
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Organizations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	579,378.	746,982.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund	1,500,000.	1,500,000.			
29	Retained earnings, accumulated income, endowment, or other funds	0.	0.			
30	Total net assets or fund balances	2,079,378.	2,246,982.			
31	Total liabilities and net assets/fund balances	2,163,250.	2,265,149.			

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	2,079,378.
2	Enter amount from Part I, line 27a	2	114,123.
3	Other increases not included in line 2 (itemize) UNREALIZED GAINS ON INVESTMENTS	3	55,039.
4	Add lines 1, 2, and 3	4	2,248,540.
5	Decreases not included in line 2 (itemize) 2003 BALANCE SHEET ADJUSTMENT	5	1,558.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,246,982.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED STATEMENT	P	VARIOUS	VARIOUS
b	P	VARIOUS	VARIOUS
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 399,624.		265,623.	134,001.
b 644,912.		628,800.	16,112.
c			
d			
e			

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			134,001.
b			16,112.
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	150,113.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2003	221,576.	2,013,072.	.1100686
2002	182,370.	2,074,509.	.0879100
2001	51,699.	2,763,011.	.0187111
2000	157,858.	2,573,274.	.0613452
1999	23,830.	2,097,517.	.0113611

2 Total of line 1, column (d)	2	.2893960
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.0578792
4 Enter the net value of noncharitable-use assets for 2004 from Part X, line 5	4	2,143,550.
5 Multiply line 4 by line 3	5	124,067.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,225.
7 Add lines 5 and 6	7	126,292.
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	168,695.

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 operating foundations, domestic organizations, tax under section 511, add lines 1 and 2, subtitle A tax, tax based on investment income, credits/payments, total credits, penalty, tax due, overpayment, and amount of line 10.

Part VII-A Statements Regarding Activities

Table with 11 rows for activity statements. Includes questions about influencing legislation, political purposes, Form 1120-POL, political expenditures, reimbursement, IRS reporting, unrelated business income, liquidation, section 508(e) requirements, assets, states of registration, Form 990-PF copies, private operating foundation status, substantial contributors, public inspection requirements, website address, books in care, and section 4947(a)(1) nonexempt trusts.

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.

1a During the year did the organization (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official?
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?
c Did the organization engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2004?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2004, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2004?
b Are there any years listed in 2a for which the organization is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income?
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2004 as a result of (1) any purchase by the organization or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?
4a Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the organization make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2004?
5a During the year did the organization pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
(3) Provide a grant to an individual for travel, study, or other similar purposes?
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
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)?
c If the answer is "Yes" to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant?
6a Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
b Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
If you answered "Yes" to 6b, also file Form 8870.

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.

(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
SEE STATEMENT 11		71,164.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

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

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

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 MISSION OF MERCY	22,992.
2 PHARMACEUTICAL ACCESS	3,527.
3 COMMUNITY DEVELOPMENT	284.
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
1	N/A	
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3		0.

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	2,060,790.
b	Average of monthly cash balances	1b	115,403.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,176,193.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,176,193.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	32,643.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,143,550.
6	Minimum investment return. Enter 5% of line 5	6	107,178.

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	107,178.
2a	Tax on investment income for 2004 from Part VI, line 5	2a	2,225.
b	Income tax for 2004. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,225.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	104,953.
4	Recoveries of amounts treated as qualifying distributions	4	7,398.
5	Add lines 3 and 4	5	112,351.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	112,351.

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	168,695.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	168,695.
5	Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	2,225.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	166,470.

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 2003	(c) 2003	(d) 2004
1 Distributable amount for 2004 from Part XI, line 7				112,351.
2 Undistributed income, if any, as of the end of 2003:				
a Enter amount for 2003 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2004:				
a From 1999				
b From 2000				
c From 2001				
d From 2002				
e From 2003				75,326.
f Total of lines 3a through e	75,326.			
4 Qualifying distributions for 2004 from Part XII, line 4: ▶ \$	168,695.			
a Applied to 2003, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2004 distributable amount				112,351.
e Remaining amount distributed out of corpus	56,344.			
5 Excess distributions carryover applied to 2004 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	131,670.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2003. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2004. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2005				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3)	0.			
8 Excess distributions carryover from 1999 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2005. Subtract lines 7 and 8 from line 6a	131,670.			
10 Analysis of line 9:				
a Excess from 2000				
b Excess from 2001				
c Excess from 2002				
d Excess from 2003			75,326.	
e Excess from 2004			56,344.	

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2004, enter the date of the ruling ▶
b Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2004	(b) 2003	(c) 2002	(d) 2001	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year-see page 26 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

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.

NONE

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

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

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

JOANN P. KNOX, 9893 GEORGETOWN PIKE, GREAT FALLS, VA 22066, 703-757-7772

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

SEE INFORMATION AT WWW.CAMPBELLHOFFMAN.ORG

c Any submission deadlines:

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

THE FOUNDATION LIMITS ITS GRANT-MAKING ACTIVITIES TO ORGANIZATIONS THAT PROMOTE ACCESS TO HEALTHCARE IN THE NORTHERN VIRGINIA AREA.

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

Supplementary Information for
line 1 of Form 990, 990-EZ, and 990-PF (see instructions)

OMB No. 1545-0047

2004

Name of organization

CAMPBELL HOFFMAN FOUNDATION

Employer identification number

54-1724558

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

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

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

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

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**. (Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule-see instructions.)

General Rule-

For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules-

For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms. (Complete Parts I and II.)

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. (Complete Parts I, II, and III.)

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.) ► \$ _____

Caution: Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions
for Form 990, Form 990-EZ, and Form 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2004)

Name of organization CAMPBELL HOFFMAN FOUNDATION	Employer identification number 54-1724558
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Part I Contributors (See Specific Instructions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	KAREN LOULAKIS <hr/> <hr/>	\$ 500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	KAISER PERMANENTE <hr/> <hr/>	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	UNICARE <hr/> <hr/>	\$ 750.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	<hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	<hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	<hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Asset No.	Description	Date Acquired	Method	Life	Line No.	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Amount Of Depreciation
1	OFFICE EQUIPMENT	091500	200DB	5.00	17	4,500.			4,500.	4,126.		374.
2	PRINTER	091500	200DB	5.00	17	570.			570.	472.		65.
3	FAX/COPIER/PRINTER	120402	200DB	5.00	17	505.			505.	263.		97.
4	LAPTOP COMPUTER	061603	200DB	5.00	17	1,870.			1,870.	374.		598.
5	POCKET ORGANIZER	042503	200DB	5.00	17	150.			150.	30.		48.
6	PHONE AND CHARGER	032905	200DB	5.00	19B	467.			467.			0.
	* TOTAL 990-PF PG 1 DEPR					8,062.		0.	8,062.	5,265.	0.	1,182.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
MERRILL LYNCH	879.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	879.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ACCRUED INTEREST	2,493.	0.	2,493.
BOND INTEREST	62,143.	0.	62,143.
DIVIDENDS	18,737.	0.	18,737.
TOTAL TO FM 990-PF, PART I, LN 4	83,373.	0.	83,373.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	AMOUNT
NONTAXABLE DISTRIBUTIONS	1,347.
TOTAL TO FORM 990-PF, PART I, LINE 11, COLUMN A	1,347.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	4,637.	0.		0.
FOREIGN TAX	38.	38.		0.
PAYROLL TAX	6,915.	692.		5,186.
PROPERTY TAX	172.	0.		0.
ANNUAL FEE	25.	0.		0.
TO FORM 990-PF, PG 1, LN 18	11,787.	730.		5,186.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOARD EXPENSES	1,115.	0.		836.
BANK FEE	218.	218.		0.
INSURANCE	750.	0.		563.
INTERNET ACCESS	330.	0.		248.
MEALS & ENTERTAINMENT	435.	0.		326.
MEMBERSHIPS	2,605.	0.		2,605.
MILEAGE & PARKING	402.	0.		302.
MISCELLANEOUS	53.	0.		0.
OFFICE SUPPLIES	1,496.	0.		1,122.
PAYROLL SERVICE FEES	1,286.	0.		965.
POST OFFICE BOX	120.	0.		90.
POSTAGE	377.	0.		283.
SOFTWARE	35.	0.		0.
TELEPHONE	1,740.	0.		1,305.
WEBSITE	2,714.	0.		2,036.
GRANT ADMINISTRATION	2,191.	0.		2,191.
STORAGE SPACE	516.	0.		387.
OTHER	397.	0.		0.
TO FORM 990-PF, PG 1, LN 23	16,780.	218.		13,259.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	1,201,379.	1,201,179.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,201,379.	1,201,179.

FORM 990-PF CORPORATE BONDS STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	988,223.	988,223.
TOTAL TO FORM 990-PF, PART II, LINE 10C	988,223.	988,223.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 8

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE EQUIPMENT	4,500.	4,500.	0.
PRINTER	570.	537.	33.
FAX/COPIER/PRINTER	505.	360.	145.
LAPTOP COMPUTER	1,870.	972.	898.
POCKET ORGANIZER	150.	78.	72.
TOTAL TO FM 990-PF, PART II, LN 14	7,595.	6,447.	1,148.

FORM 990-PF OTHER ASSETS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST	16,327.	16,327.
EXCISE TAX REFUND RECEIVABLE	335.	335.
TOTAL TO FORM 990-PF, PART II, LINE 15	16,662.	16,662.

FORM 990-PF OTHER LIABILITIES STATEMENT 10

DESCRIPTION	AMOUNT
EXCISE TAX PAYABLE DUE FROM OFFICER	4,047. 58.
TOTAL TO FORM 990-PF, PART II, LINE 22, COLUMN B	4,105.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 11
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOANN P. KNOX 722 FOREST RIDGE DRIVE GREAT FALLS, VA 22066	EXECUTIVE DIRECTOR 30+	71,164.	0.	0.
LORI COOPER 722 FOREST RIDGE DRIVE GREAT FALLS, VA 22066	DIRECTOR 5+	0.	0.	0.
M. TRACY AULT 722 FOREST RIDGE DRIVE GREAT FALLS, VA 22066	DIRECTOR 5+	0.	0.	0.
BRIAN DAVIS 722 FOREST RIDGE DRIVE GREAT FALLS, VA 22066	DIRECTOR 5+	0.	0.	0.
DAVID GAGEN 722 FOREST RIDGE DRIVE GREAT FALLS, VA 22066	TREASURER 5+	0.	0.	0.
CAROL JAMESON 722 FOREST RIDGE DRIVE GREAT FALLS, VA 22066	SECRETARY 5+	0.	0.	0.
LYNN ROZENTAL 722 FOREST RIDGE DRIVE GREAT FALLS, VA 22066	PRESIDENT 5+	0.	0.	0.
KATHIE WESTPHELING 722 FOREST RIDGE DRIVE GREAT FALLS, VA 22066	DIRECTOR 5+	0.	0.	0.
JOHN WILLIAMS 722 FOREST RIDGE DRIVE GREAT FALLS, VA 22066	DIRECTOR 5+	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		71,164.	0.	0.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 12

RECIPIENT NAME AND ADDRESS	RECIPIENT STATUS	PURPOSE OF GRANT	RECIPIENT RELATIONSHIP	AMOUNT
ARLINGTON COUNTY DEPT OF HUMAN SERVICES	501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	NONE	500.
ARLINGTON FREE CLINIC	501(C)(3) PUBLIC CHARITY	PHASE IV	NONE	9,563.
CENTER FOR MULTICULTURAL HUMAN	501(C)(3) PUBLIC CHARITY	PHASE III	NONE	3,685.
NORTHERN VIRGINIA DENTAL CLINIC	501(C)(3) PUBLIC CHARITY	PHASE IV	NONE	14,063.
NORTHERN VIRGINIA EDUCATIONAL FOUNDATION	501(C)(3) PUBLIC CHARITY	PHASE IV	NONE	4,688.
NORTHERN VIRGINIA FAMILY SERVICES	501(C)(3) PUBLIC CHARITY	PHASE IV	NONE	10,250.
ST. STEPHEN'S	501(C)(3) PUBLIC CHARITY	PHASE III	NONE	6,250.
ST. STEPHEN'S	501(C)(3) PUBLIC CHARITY	PHASE IV	NONE	14,063.
WASHINGTON GRANTMAKERS	501(C)(3) PUBLIC CHARITY		NONE	2,300.
GRANTMAKERS IN HEALTH	501(C)(3) PUBLIC CHARITY		NONE	2,025.
ASSOCIATION OF CLINICIANS FOR THE UNDERSERVED	501(C)(3) PUBLIC CHARITY		NONE	1,187.

CAMPBELL HOFFMAN FOUNDATION

54-1724558

CONSUMER HEALTH FOUNDATION	501(C)(3) PUBLIC CHARITY	NONE	1,000.
PRINCE WILLIAM COUNTY SCHOOLS	501(C)(3) PUBLIC CHARITY	NONE	500.
MISSION OF MERCY		NONE	22,992.
PHARMACEUTICAL ACCESS		NONE	3,527.
COMMUNITY DEVELOPMENT		NONE	284.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			<u>96,877.</u>

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box **X**
 - If you are filing for an **Additional (not automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time - Only submit original (no copies needed)

Form 990-T corporations requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including Form 990-C filers) must use Form 7004 to request an extension of time to file income tax returns. Partnerships, REMICs, and trusts must use Form 8736 to request an extension of time to file Form 1065, 1066, or 1041.

Electronic Filing (e-file). Form 8868 can be filed electronically if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for corporate Form 990-T filers). However, you cannot file it electronically if you want the additional (not automatic) 3-month extension, instead you must submit the fully completed signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile.

Type or print	Name of Exempt Organization CAMPBELL HOFFMAN FOUNDATION	Employer identification number 54-1724558
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 9893 GEORGETOWN PIKE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. GREAT FALLS, VA 22066	

Check type of return to be filed (file a separate application for each return):

- | | | |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

- The books are in the care of ▶ **THE FOUNDATION**
 Telephone No. ▶ 703-757-7772 FAX No. ▶ _____
- If the organization does **not** have an office or place of business in the United States, check this box
- If this is for a **Group Return**, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the **whole** group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6-months for a **Form 990-T corporation**) extension of time until **AUGUST 15, 2005** to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ▶ calendar year **2004** or
 ▶ tax year beginning _____, and ending _____.

2 If this tax year is for less than 12 months, check reason: Initial return Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions \$ **2,970.**

b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit \$ **2,400.**

c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions \$ **570.**

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.