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

2008

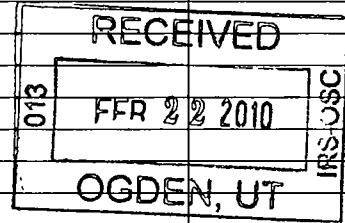
Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2008, or tax year beginning, **SEP 1, 2008** and ending **AUG 31, 2009**

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 foundation Cartledge Charitable Foundation, Inc. Number and street (or P O box number if mail is not delivered to street address) 4235 Electric Road, SW Room/suite 100 City or town, state, and ZIP code Roanoke, VA 24018	A Employer identification number 54-6044831 B Telephone number (540) 776-7000
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, or if 6) \$ 224,678. (Part I column d) must be on cash basis		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	119,256.		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	2,547.	2,547.		Statement 1
4 Dividends and interest from securities	903.	903.		Statement 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		0.		
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				
12 Total. Add lines 1 through 11	122,706.	3,450.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees Stmt 3	1,775.	0.		0.
c Other professional fees				
17 Interest				
18 Taxes Stmt 4	450.	0.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses Stmt 5	390.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23	2,615.	0.		0.
25 Contributions, gifts, grants paid	296,729.			296,729.
26 Total expenses and disbursements. Add lines 24 and 25	299,344.	0.		296,729.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-176,638.			
b Net investment income (if negative, enter -0-)		3,450.		
c Adjusted net income (if negative enter -0-)			N/A	



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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		56,991.	41,204.	41,204.
	2	Savings and temporary cash investments		314,068.	153,510.	153,510.
	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		278,800.	278,800.	27,382.
	c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans Stmt 7		2,875.	2,582.	2,582.	
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		652,734.	476,096.	224,678.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
27	Capital stock, trust principal, or current funds		0.	0.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		652,734.	476,096.		
30	Total net assets or fund balances		652,734.	476,096.		
31	Total liabilities and net assets/fund balances		652,734.	476,096.		

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	652,734.
2	Enter amount from Part I, line 27a	2	-176,638.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	476,096.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	476,096.

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				
b	NONE			
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) } <small>{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</small>		2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): <small>If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8</small>		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2007	303,720.	567,103.	.535564
2006	282,793.	550,148.	.514031
2005	283,105.	170,621.	1.659262
2004	321,896.	156,986.	2.050476
2003	314,257.	73,406.	4.281081
2	Total of line 1, column (d)		9.040414
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		1.808083
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5		263,272.
5	Multiply line 4 by line 3		476,018.
6	Enter 1% of net investment income (1% of Part I, line 27b)		35.
7	Add lines 5 and 6		476,053.
8	Enter qualifying distributions from Part XII, line 4		296,729.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	69.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	69.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-	5	69.
6	Credits/Payments:		
a	2008 estimated tax payments and 2007 overpayment credited to 2008	6a	
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	450.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	450.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	381.
11	Enter the amount of line 10 to be: Credited to 2009 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/> 0.	11	381.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6		X
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>Randy Lundy</u> Telephone no. ▶ <u>(540) 776-7000</u> Located at ▶ <u>4235 Electric Road Roanoke, VA</u> ZIP+4 ▶ <u>24018</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u> <u>N/A</u>			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> ▶ <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008) <u>N/A</u>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (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)? Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No

Organizations relying on a current notice regarding disaster assistance check here

N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

N/A

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If you answered "Yes" to 6, do file Form 870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

N/A

5b			
6b			X
7b			

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

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

(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 8		0.	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

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

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 N/A	

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	
All other program-related investments. See instructions.	
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	25,531.
b	Average of monthly cash balances	1b	241,750.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	267,281.
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	267,281.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	4,009.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	263,272.
6	Minimum investment return. Enter 5% of line 5	6	13,164.

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	13,164.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	69.
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	69.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	13,095.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	13,095.
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	13,095.

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	296,729.
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	296,729.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	296,729.

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 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				13,095.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003	310,597.			
b From 2004	314,056.			
c From 2005	274,583.			
d From 2006	255,564.			
e From 2007	275,815.			
f Total of lines 3a through e	1,430,615.			
4 Qualifying distributions for 2008 from Part XII, line 4: ▶ \$ 296,729.				
a Applied to 2007, 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 2008 distributable amount				13,095.
e Remaining amount distributed out of corpus	283,634.			
5 Excess distributions carryover applied to 2008 (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:	1,714,249.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2007. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	310,597.			
9 Excess distributions carryover to 2009 Subtract lines 7 and 8 from line 6a	1,403,652.			
10 Analysis of line 9:				
a Excess from 2004	314,056.			
b Excess from 2005	274,583.			
c Excess from 2006	255,564.			
d Excess from 2007	275,815.			
e Excess from 2008	283,634.			

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 2008, enter the date of the ruling ▶
 b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	
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 foundation had \$5,000 or more in assets at any time during the year-see 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 foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:
George B. Cartledge, Jr., 540-776-7000
4235 Electric Road, SW, Roanoke, VA 24014

b The form in which applications should be submitted and information and materials they should include:
Memorandum of need and financial statement

c Any submission deadlines:
 None

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
 None

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a Paid during the year</p> <p>See Attached Schedule A</p>			<p>Fund Education Activities</p>	<p>296,729.</p>
<p>Total</p>				<p>▶ 3a 296,729.</p>
<p>b Approved for future payment</p> <p>None</p>				
<p>Total</p>				<p>▶ 3b 0.</p>

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Other investment income, Gain or loss from sales, and Subtotal/Total.

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

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

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

Table with 3 columns: Question, Yes, No. Contains questions 1, a, b, c, d regarding transfers and transactions with noncharitable exempt organizations.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Entry shows N/A.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3) or in section 527)?

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Entry shows N/A.

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

Signature and date of officer or trustee, and preparer information including signature, date, firm name, address, and phone number.

Schedule B

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, and 990-PF.

OMB No 1545-0047

2008

Name of the organization

Cartledge Charitable Foundation, Inc.

Employer identification number

54-6044831

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 (1) \$5,000 or (2) 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1. 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** answer "No" on Part IV, line 2 of their Form 990, or check the box in the heading of their 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 Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990. These instructions will be issued separately.

Schedule B (Form 990, 990-EZ, or 990-PF) (2008)

Name of organization Cartledge Charitable Foundation, Inc.	Employer identification number 54-6044831
--	---

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Olive M. Cartledge Charitable Lead Trust 4235 Electric Road, SW Suite 100 Roanoke, VA 24014	\$ 119,256.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
Smith Barney	2,547.
Total to Form 990-PF, Part I, line 3, Column A	2,547.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Smith Barney	903.	0.	903.
Total to Fm 990-PF, Part I, ln 4	903.	0.	903.

Form 990-PF Accounting Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	1,775.	0.		0.
To Form 990-PF, Pg 1, ln 16b	1,775.	0.		0.

Form 990-PF Taxes Statement 4

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Income taxes	450.	0.		0.
To Form 990-PF, Pg 1, ln 18	450.	0.		0.

Form 990-PF	Other Expenses			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Bank Fees	300.	0.			0.
Supplies	90.	0.			0.
To Form 990-PF, Pg 1, ln 23	390.	0.			0.

Form 990-PF	Corporate Stock		Statement	6
Description	Book Value	Fair Market Value		
Smith Barney Investments	278,800.	27,382.		
Total to Form 990-PF, Part II, line 10b	278,800.	27,382.		

Form 990-PF	Mortgage Loans		Statement	7
Description	Book Value	Fair Market Value		
FMLMC	2,582.	2,582.		
Total to Form 990-PF, Part II, line 12	2,582.	2,582.		

Form 990-PF Part VIII - List of Officers, Directors Statement 8
 Trustees and Foundation Managers

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
George B. Cartledge, Jr. 4235 Electric Road, SW Roanoke, VA 24014	Chairman of Board 0.00	0.	0.	0.
Randall Lundy 4235 Electric Road, SW Roanoke, VA 24014	Secretary 0.00	0.	0.	0.
Pat Bennett 4235 Electric Road, SW Roanoke, VA 24014	Director 0.00	0.	0.	0.
Robert G. Bennett 4235 Electric Road, SW Roanoke, VA 24014	Executive VP 0.00	0.	0.	0.
George B. Cartledge, III 4235 Electric Road, SW Roanoke, VA 24014	President 0.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.	0.

Cartledge Charitable Foundation, Inc. 54-6044831

Year Ended August 31, 2009

**Part XV
Schedule A**

<u>Date</u>	<u>Name</u>	<u>Address</u>	<u>Amount</u>
09/04/2008	Mill Mountain Theatre	One Market Square S E Roanoke, VA 24011	1,800
09/04/2008	Child Health Investment Partnership	1201 Thrd Street Roanoke, VA 24016	1,000
09/08/2008	"Hunters for the Hungry"	PO BOX 304 Big Island, VA 24526	200
09/08/2008	Rescue Mission	Attn Joy 402 4th Street SE Roanoke, VA 24013	3,360
09/15/2008	Roanoke Symphony	The Jefferson Center 541 Luck Ave SW Suite 200 Roanoke, VA 24016	6,000
09/15/2008	Rescue Mission	Attn Joy 402 4th Street SE Roanoke, VA 24013	5,000
09/15/2008	Adult Care Center	621 Court Street PO Box 568 Lynchburg, VA 24505	250
09/15/2008	Historical Society of Western Virginia	P O Box 1904 Center In the Square Roanoke, VA 24008	500
09/15/2008	The Rescue Mission Drumstick Dash	C/O Lee Clark PO Box 11525 Roanoke, VA 24022	2,500
09/22/2008	Taubman Museum of Art	110 Salem Ave SE Roanoke, VA 24011	2,750
09/26/2008	Junior Achievement of SW Virginia	3433 Brambleton Ave SW Suite 202B Roanoke, VA 24018	500
10/01/2008	Child Health Investment Partnership	1201 Thrd Street Roanoke, VA 24016	1,049
10/01/2008	Mill Mountain Zoo	P O Box 13484 Roanoke, VA 24034	420
10/01/2008	Roanoke Arts Festival	C/O Richard Salzberg 215 Church Ave SW Rm 364 Roanoke, VA 24011	1,000
10/01/2008	Meals on Wheels, Inc	PO Box 1388 Lynchburg, VA 24505	250
10/01/2008	Amenca Furniture Hall of Fame	202 Neal Place High Point, NC 27262	475
10/30/2008	Dumas Campaign	C/O TAP P O Box 2868 Suite 302	1,000
10/30/2008	WVSOM FOUNDATION, INC	ATTN Sally A Cooper 400 North Lee Street Lewisburg, WV 24901	500
10/30/2008	National MS Society , Blue Ridge Chapter	Blue Ridge Chapter One Morton Drve, Suite 106 Charlottesville, VA 22903	2,500
10/30/2008	United Way of Roanoke Valley	Attn Linda Webb 325 Campbell Ave SW Roanoke, VA 24016	500
11/14/2008	Kazim Shrne Center	628 Campbell Ave Roanoke, VA 24016	500
11/14/2008	The Virginia College Fund	6002-A West Broad Street Suite 201 Richmond VA 23230	1,300
11/14/2008	Warm Hearth Foundation	2607 Warm Hearth Drive Suite 100 Blacksburg, VA 24060	250
11/14/2008	Roanoke County of Parks, Rec & Tounsm	Attn Wendi Schultz, CFE 1206 Kessler Mill Rd Salem, VA 24153	200
11/19/2008	Center in the Square	One Market SQ SE Roanoke, VA 24011	50,000
11/19/2008	The Virginia Tech Foundation, Inc	Office of University Development 201 Pack Building (0336) Blacksburg, VA 24061	50,000
12/10/2008	Rke Emergency Medical Services	PO Box 1830 Roanoke, VA 24008-1830	100
12/10/2008	Carlton Clinic Hospice	1615 Franklin Rd SW Roanoke, Va 24016	500
12/10/2008	Presbytenan Homes & Family Services	150 Linden Avenue Lynchburg, VA 24503	3,000
12/10/2008	Roanoke Valley Golf Hall of Fame	PO Box 13253 Roanoke, VA 24032	100
12/10/2008	Children's Trust Roanoke Valley	541 Luck Ave Suite 308 Roanoke, VA 24016	400
12/10/2008	Trilium Performing Arts Collective	P O Box 1277 Lewisburg, WV 24901	500
12/17/2008	North Cross School	4254 Colonial AVE SW Roanoke, VA 24018	50,000
12/17/2008	Roanoke Symphony	The Jefferson Center 541 Luck Ave SW Suite 200 Roanoke, VA 24016	1,000
01/02/2009	Apple Ridge Farm	Jefferson Center Suite 304 541 Luck Avenue SW Roanoke, VA 24016	500
01/02/2009	Western Virginia Land Trust	722 First St SW Suite L Roanoke, VA 24016	500
01/02/2009	Va Foundation for Independent Colleges	8010 Ridge Road Suite B Richmond, VA 23229	4,000
01/02/2009	Juvenile Diabetes Research Foundation	3959 Electnc Rd Suite 222 Roanoke, VA 24018	2,500
01/20/2009	Rockingham Memonal Hospital Foundation	235 Cantrell Ave Hamsonburg, VA 22801	5,000
01/20/2009	Historical Society of Western Virginia	P O Box 1904 Center In the Square Roanoke, VA 24008	2,000
01/20/2009	Child Health Investment Partnership	1201 Thrd Street Roanoke, VA 24016	2,000
01/20/2009	Opera Roanoke	541 Luck Ave Suite 209 Roanoke, VA 24016	5,000
01/20/2009	Kimoyo LTD	120 E Campbell Ave S E Roanoke, VA 24011	1,000
01/20/2009	YMCA of Roanoke Valley	PO Box 2130 520 Church Ave SW Roanoke, VA 24016	500
01/20/2009	Virginia Veterans Service Foundation	Attn Jack Hilgers 900 East Main Street,Ground Floor Richmond, VA 23219	1,000
01/20/2009	Cave Spnng High School After-Prom	Attn Tern Langford 6011 Ponderosa Circle Roanoke, VA 24018	250
01/21/2009	Mill Mountain Theatre	One Market Square S E Roanoke, VA 24011	5,000
02/13/2009	Taubman Museum of Art	110 Salem Ave SE Roanoke, VA 24011	2,000
02/13/2009	GFWC-SML Women's Club	C/O Denise DeWalt 72 Pinecrest Circle Moneta, VA 24121	50
02/13/2009	YMCA of Roanoke Valley	PO Box 2130 520 Church Ave SW Roanoke, VA 24016	5,000
02/13/2009	Boys & Girls Club	4395 Electnc Rd Roanoke, VA 24018	250
02/20/2009	Amenca Furniture Hall of Fame	202 Neal Place High Point, NC 27262	500
02/20/2009	Hooked For Life	5244 Sundance Rd Salem, VA 24108	200
03/11/2009	First Fndays At Five, Inc	C/O M Henry 3211 Colonial Ave Roanoke, VA 24018	5,000

Cartledge Charitable Foundation, Inc. 54-6044831

Year Ended August 31, 2009

**Part XV
Schedule A**

<u>Date</u>	<u>Name</u>	<u>Address</u>	<u>Amount</u>
03/25/2009	Hampden-Sydney College	P O Box 637 Hampden-Sydney, VA 23943	6,500
03/25/2009	United Way of Roanoke Valley	Attn Linda Webb 325 Campbell Ave SW Roanoke, VA 24016	5,000
03/25/2009	Scott Robertson Memorial	PO Box 33 Roanoke, VA 24002	500
03/25/2009	Stewartsville-Chamblissburg Vol Fire Co	7797 Jordantown Road Vinton, VA 24179	100
03/25/2009	Community School	7815 Williamson Road Roanoke, VA 24019	250
03/25/2009	Hamson Museum of African Culture	523 Hamson Ave NW Roanoke, VA 24016	1,000
03/31/2009	The Arts Council of the Blue Ridge	20 East Church Avenue Roanoke, Va 24011	1,000
03/31/2009	Hidden Valley High School	C/O After Prom Committee 5000 Titan Trail Roanoke, VA 24018	250
04/06/2009	"Let's Do Lunch"	LOA- Let's Do Lunch PO Box 14205 Roanoke, VA 24038-4205	500
04/06/2009	Special Olympics Virginia	Attn Lt Rick Kahl Roanoke Police Dept 348 Campbell Ave SW	400
04/07/2009	Jefferson Center	541 Luck Ave SW Suite 221 Roanoke, VA 24016	500
04/21/2009	Total Action Against Poverty	145 Campbell Ave , SW Roanoke, VA 24011	1,000
04/21/2009	YWCA of Roanoke Valley	Attn Sandy Gibson PO Box 570 Roanoke, VA 24003	500
04/22/2009	Roanoke Valley Horse Show	P O Box 8656 Roanoke, VA 24014	1,000
04/27/2009	Junior League of Roanoke Valley	541 Luck Ave Suite 317 Roanoke, VA 24016	500
04/28/2009	Cosmopolitan Club of Roanoke	C/O Robert G Williams 7040 Highfields Farm Drve Ronoke, VA 24018	250
04/30/2009	Southwest Virginia Ballet	PO Box 3275 Roanoke, VA 24015	1,000
05/06/2009	Crystal Spring Elementary School PTA	2620 Carolina Ave Roanoke, VA 24014	400
05/06/2009	Canlon Clinic Hospice	1615 Franklin Rd SW Roanoke, Va 24016	400
05/11/2009	Crystal Spring Elementary School PTA	2620 Carolina Ave Roanoke, VA 24014	2,500
05/14/2009	DSLCC Educational Foundation	P O Box 1000 Clifton Forge, VA 24422	250
05/14/2009	Penn Forest Elementary School	6328 Memman Rd SW Roanoke, VA 240018	400
05/14/2009	The Achievement Center Foundation	PO BOX 19249 Roanoke, VA 24019	1,000
05/27/2009	Ferrum College	PO Box 1000 Ferrum, VA 24088	500
05/27/2009	Total Action Against Poverty	145 Campbell Ave , SW Roanoke, VA 24011	500
06/04/2009	Military Family Support Center	PO Box 1122 Salem, VA 24153	1,000
06/04/2009	The Woodrow Wilson Presidential Library	PO Box 24 Staunton, VA 24402-0024	250
06/04/2009	Apple Ridge Farm	Jefferson Center Suite 304 541 Luck Avenue SW Roanoke, VA 24016	550
06/04/2009	Brandon Oaks Nursing & Rehab Cntr	3837 Brandon Ave SW Roanoke, VA 24018	600
06/17/2009	Virginia Western Educational Foundation	C/O VA Western Community College Education Foundation PO Box 14007	1,000
06/24/2009	Amenca Fumiture Hall of Fame	202 Neal Place High Point, NC 27262	500
07/09/2009	RVEDP	111 Franklin Plaza Suite 333 Roanoke, VA 24011	5,000
07/09/2009	Blue Ridge Mountains Council	PO Box 7606 Roanoke, VA 24019	1,000
07/09/2009	Child Health Investment Partnership	1201 Third Street Roanoke, VA 24016	1,000
07/09/2009	The Amencan Cancer Society	2840 Electrc Rd Suite 106 A Roanoke, VA 24018	1,250
07/16/2009	Brain Injury Services of SWVA	302 Second St , Third Floor Roanoke, VA 24011	250
08/13/2009	SML Chanty Home Tour	PO Box 41 Huiddleston, VA 24104	475
08/14/2009	Special Olympics VA	P O BOX 90019 Richmond, VA 23225-9019	250
08/14/2009	Center in the Square	One Market SQ SE Roanoke, VA 24011	25,000
08/31/2009	Center in the Square	One Market SQ SE Roanoke, VA 24011	750

296,729

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 ▶
- 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)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T) However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Type or print	Name of Exempt Organization Cartledge Charitable Foundation, Inc.	Employer identification number 54-6044831
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 4235 Electric Road, SW, No. 100	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Roanoke, VA 24018	

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 |

Randy Lundy

• The books are in the care of ▶ **4235 Electric Road Roanoke, VA - 24018**
Telephone No ▶ **(540) 776-7000** 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 corporation required to file Form 990-T) extension of time until **April 15, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for.

▶ calendar year _____ or
▶ tax year beginning **SEP 1, 2008**, and ending **AUG 31, 2009**.

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.	3a	\$	450.
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	3b	\$	0.
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	3c	\$	450.

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

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)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 120-C fers), partnerships, REMICs, and trusts must use Form 004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T) However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868 For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits

Type or print	Name of Exempt Organization	Employer identification number
	Cartledge Charitable Foundation, Inc.	54-6044831
	Number, street, and room or suite no If a P O box, see instructions	
File by the due date for filing your return See instructions	4235 Electric Road, SW, No. 100	
	City, town or post office, state, and ZIP code For a foreign address, see instructions	
	Roanoke, VA 24018	

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 |

Randy Lundy

- The books are in the care of ▶ **4235 Electric Road Roanoke, VA - 24018**
Telephone No ▶ **(540) 776-7000** 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 corporation required to file Form 990-T) extension of time until April 15, 2010, to file the exempt organization return for the organization named above The extension is for the organization's return for
▶ calendar year _____ or
▶ tax year beginning SEP 1, 2008, and ending AUG 31, 2009

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	3a	\$	450.
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	3b	\$	0.
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.	3c	\$	450.

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