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

2008Department of the Treasury
Internal Revenue Service (77)

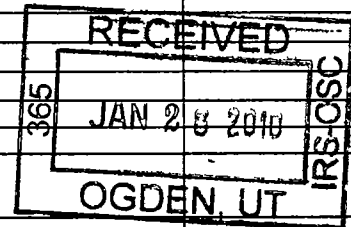
Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2008, or tax year beginning 10/01, 2008, and ending 9/30, 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.	LIND LAWRENCE FOUNDATION 4132 INNSLAKE DRIVE GLEN ALLEN, VA 23060	A Employer identification number 23-7310359
		B Telephone number (see the instructions)
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"/> 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"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 6,135,022.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)		(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 (att sch)				
2	Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments	23.	23.	23.	
4	Dividends and interest from securities	161,164.	161,164.	161,164.	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10	16,609.			
b	Gross sales price for all assets on line 6a	282,971.			
7	Capital gain net income (from Part IV, line 2)		16,609.		
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/(loss) (att sch)				
11	Other income (attach schedule) See Statement 1	1,475.			
12	Total. Add lines 1 through 11	179,271.	177,796.	161,187.	
13	Compensation of officers, directors, trustees, etc	36,000.	27,000.		9,000.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) See St 2	12,000.	9,000.		3,000.
b	Accounting fees (attach sch) See St 3	12,000.	9,000.		3,000.
c	Other prof fees (attach sch) See St 4	3,259.	3,259.		
17	Interest				
18	Taxes (attach schedule) See Stmt 5	14,311.	14,311.		
19	Depreciation (attach sch) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) See Statement 6	408.	408.		
24	Total operating and administrative expenses. Add lines 13 through 23	77,978.	62,978.		15,000.
25	Contributions, gifts, grants paid Part XV	285,475.			285,475.
26	Total expenses and disbursements. Add lines 24 and 25	363,453.	62,978.	0.	300,475.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-184,182.			
b	Net investment income (if negative, enter -0-)		114,818.		
c	Adjusted net income (if negative, enter -0-)			161,187.	



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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	25,019.	22,303.	22,303.
	2 Savings and temporary cash investments	10,879.	71,703.	71,703.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions).			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule) <i>Stmt 11</i>	2,539,987.	2,407,195.	3,796,642.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis	2,500.		
Less: accumulated depreciation (attach schedule) <i>See Stmt 7</i>	2,500.	2,500.	2,500.	
12 Investments — mortgage loans	29,167.	19,167.	19,167.	
13 Investments — other (attach schedule) <i>Stmt 12</i>	2,532,866.	2,435,291.	2,222,707.	
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	5,140,418.	4,958,159.	6,135,022.	
LIABILITIES	17 Accounts payable and accrued expenses	2,670.	4,593.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	2,670.	4,593.	
NET ASSET BALANCES	Foundations that follow SFAS 117, check here 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 and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	5,137,748.	4,953,566.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	5,137,748.	4,953,566.	
	31 Total liabilities and net assets/fund balances (see the instructions)	5,140,418.	4,958,159.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	5,137,748.
2 Enter amount from Part I, line 27a	2	-184,182.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	4,953,566.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	4,953,566.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a See Statement 8				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(j) Fair Market Value as of 12/31/69	(i) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	— [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7] —	2	16,609.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	— [If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8] —	3	0.

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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2007	393,775.	8,115,362.	0.048522
2006	413,339.	8,564,479.	0.048262
2005	397,186.	7,655,341.	0.051884
2004	356,804.	7,251,623.	0.049203
2003	331,725.	6,828,308.	0.048581

2 Total of line 1, column (d)	2	0.246452
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	0.049290
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	5,660,136.
5 Multiply line 4 by line 3	5	278,988.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,148.
7 Add lines 5 and 6	7	280,136.
8 Enter qualifying distributions from Part XII, line 4	8	300,475.

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 the instructions)

1 a 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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,148.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	1,148.
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	1,148.
6 Credits/Payments			
a 2008 estimated tax pmts and 2007 overpayment credited to 2008.	6a	3,800.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	3,800.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,652.	
11 Enter the amount of line 10 to be credited to 2009 estimated tax	11	2,652.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation: \$ 0. (2) On foundation managers: \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers: \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions): N/A		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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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>LEE P. MARTIN, JR.</u> Telephone no <u></u> Located at <u>4132 INNSLAKE DRIVE GLEN ALLEN, VA</u> ZIP + 4 <u>23060</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here <u>N/A</u> 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 checked="" type="checkbox"/> Yes <input 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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 the instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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)	3b	N/A
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

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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)? (see instructions)

☐ 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)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**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?N/A ☐ Yes ☐ No

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

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

6b X

If you answered 'Yes' to 6b, also file Form 8870

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?

7b N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LEE P. MARTIN, JR. 4132 INNSLAKE DRIVE GLEN ALLEN, VA 23060	CO-TRUSTEE 4.00	18,000.	0.	0.
FRED J. BERNHARDT, JR. 815 MUTUAL BUILDING RICHMOND, VA 23219	CO-TRUSTEE 4.00	18,000.	0.	0.

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

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

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

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	5,624,057.
b Average of monthly cash balances	1b	100,607.
c Fair market value of all other assets (see instructions)	1c	21,667.
d Total (add lines 1a, b, and c)	1d	5,746,331.
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	5,746,331.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	86,195.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,660,136.
6 Minimum investment return. Enter 5% of line 5	6	283,007.

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	283,007.
2a Tax on investment income for 2008 from Part VI, line 5	2a	1,148.
b Income tax for 2008 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	1,148.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	281,859.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	281,859.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	281,859.

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	300,475.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	300,475.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	1,148.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	299,327.

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				281,859.
2 Undistributed income, if any, as of the end of 2007:				
a Enter amount for 2007 only			0.	
b Total for prior years 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003				
b From 2004				
c From 2005	18,558.			
d From 2006				
e From 2007	63.			
f Total of lines 3a through e	18,621.			
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ 300,475.				
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				281,859.
e Remaining amount distributed out of corpus	18,616.			
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:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	37,237.			
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 instructions			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) (see instructions)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	37,237.			
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005	18,558.			
c Excess from 2006				
d Excess from 2007	63.			
e Excess from 2008	18,616.			

N/A

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

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

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

See Statement 9

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

See Statement for Line 2a

- c Any submission deadlines?

See Statement for Line 2a

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

See Statement for Line 2a

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)				
a Paid during the year See Statement 10				
Total			3 a	285,475.
b Approved for future payment				
Total			3 b	

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Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
MORTGAGE INTEREST	\$ 1,475.		
Total	\$ 1,475.	\$ 0.	\$ 0.

Statement 2
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
GENERAL TAX/CONSULTING	\$ 12,000.	\$ 9,000.		\$ 3,000.
Total	\$ 12,000.	\$ 9,000.	\$ 0.	\$ 3,000.

Statement 3
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING TAX PREPARATION	\$ 12,000.	\$ 9,000.		\$ 3,000.
Total	\$ 12,000.	\$ 9,000.	\$ 0.	\$ 3,000.

Statement 4
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
COMMISSIONER OF ACCOUNTS	\$ 3,259.	\$ 3,259.		
Total	\$ 3,259.	\$ 3,259.	\$ 0.	\$ 0.

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Statement 5
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
EXCISE TAXES	\$ 12,056.	\$ 12,056.		
FOREIGN TAX WITHHELD	2,247.	2,247.		
REAL ESTATE TAX	8.	8.		
Total	<u>\$ 14,311.</u>	<u>\$ 14,311.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 6
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INSURANCE	\$ 250.	\$ 250.		
MISCELLANEOUS ADMIN. EXPENSES	158.	158.		
Total	<u>\$ 408.</u>	<u>\$ 408.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 7
Form 990-PF, Part II, Line 11
Investments - Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Land	\$ 2,500.		\$ 2,500.	\$ 2,500.
Total	<u>\$ 2,500.</u>	<u>\$ 0.</u>	<u>\$ 2,500.</u>	<u>\$ 2,500.</u>

Statement 8
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	FRAC SHARES VARIOUS SECURITIES	Purchased	Various	Various
2	700 SHARES UST, INC	Purchased	2/16/1995	1/06/2009
3	200 SHARES SEARS HOLDING CORP	Purchased	6/20/2005	10/14/2008
4	2000 SHARES CIRCUIT CITY STORES	Purchased	10/23/2000	2/27/2009
5	37 SHARES FAIRPOINT COMMUNICATIONS	Purchased	Various	2/27/2009
6	100 SHARES IDEARC	Purchased	Various	2/27/2009
7	542 SHARES CBS CORP	Purchased	1/09/1992	6/08/2009
8	552 SHARES NEWS CORP CL A	Purchased	1/09/1992	6/08/2009
9	542 SHARES VIACOM CL B	Purchased	1/09/1992	6/08/2009
10	482 SHARES MEDCO HEALTH SOLUTIONS	Purchased	10/19/1994	9/17/2009
11	500 SHARES ROYAL DUTCH PETROLEUM	Purchased	2/18/1992	9/17/2009
12	200 SHARES ZIMMER HOLDINGS	Purchased	8/30/1989	9/17/2009
13	13636.364 SHARE TIFF SHORT TERM FUND	Purchased	Various	9/17/2009

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Statement 8 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	24.		89.	-65.				\$ -65.
2	48,650.		27,865.	20,785.				20,785.
3	12,596.		29,291.	-16,695.				-16,695.
4	13.		18,102.	-18,089.				-18,089.
5	75.		182.	-107.				-107.
6	5.		1,384.	-1,379.				-1,379.
7	4,424.		12,038.	-7,614.				-7,614.
8	5,378.		8,443.	-3,065.				-3,065.
9	11,794.		18,323.	-6,529.				-6,529.
10	26,044.		5,743.	20,301.				20,301.
11	28,953.		9,877.	19,076.				19,076.
12	10,015.		1,454.	8,561.				8,561.
13	135,000.		133,571.	1,429.				1,429.
Total								\$ 16,609.

Statement 9
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:
Name: LEE P. MARTIN, JR.
Care Of:
Street Address: 4132 INNSLAKE DRIVE
City, State, Zip Code: GLEN ALLEN, VA 23060
Telephone:
Form and Content: WRITTEN REQUEST, ENCLOSE LETTER OR BROCHURE, OUTLINING ACTIVITIES.
Submission Deadlines: NONE
Restrictions on Awards: NONE

Statement 10
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
HEART OF VIRGINIA COUNCIL BSA 4105 FITZHUGH AVENUE RICHMOND, VA,	NONE	N/A	GENERAL CONTRIBUTION TO OPERATING FUND	\$ 3,000.

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Statement 10 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
CHESTERFIELD CO. HIST SOC. P. O. BOX 40 CHESTERFIELD, VA 23832,	NONE	N/A	GENERAL CONTRIBUTION TO OPERATING FUND	\$ 1,500.
VCU/MCV DIV. OF NEUROSURG 401 NORTH 12TH STREET RICHMOND, VA 23219,	NONE	N/A	NEUROSURGICAL RESEARCH	100,000.
UCLA DIV. OF NEUROSURGERY CENTER OF HEALTH SCIENCES LOS ANGELES, CA 90024,	NONE	N/A	NEUROSURGICAL RESEARCH	70,000.
JACKSON FEILD HOME RT. 1 BOX 96 JARRATT, VA,	NONE	N/A	CONTRIBUTION TO CAPITAL IMPROVEMENTS FUND	10,000.
EPISCOPAL CH. OF REDEEMER 2341 WINTERFIELD ROAD MIDLOTHIAN, VA,	NONE	N/A	CONTRIBUTION TO BUILDING FUND	1,475.
RICHMOND HOUSE 8120 STRATFORD PLACE RICHMOND, VA 23235,	NONE	N/A	GENERAL CONTRIBUTION TO OPERATING FUND	5,000.
ELK HILL FARM, INC. P.O. BOX 1261 RICHMOND, VA 23621,	NONE	N/A	OPERATING FUND	15,000.
GOOD NEIGHBOR VILLAGE, INC 8825 BUFFIN ROAD RICHMOND, VA,	NONE	N/A	GENERAL CONTRIBUTION TO OPERATING FUND	8,000.
VA GOLF ASSN FDN YOUTH PGM 600 FOUNDERS BRIDGE BLVD MIDLOTHIAN, VA 23113,	NONE	N/A	CAMP SCHOLARSHIPS	20,000.
CHAPLAIN SRVC OF CHURCHES VA 2317 WESTWOOD AVENUE SUITE 103 RICHMOND, VA 23230,	NONE	N/A	OPERATING FUND	5,000.
WESTMINSTER CANTERBURY FDN 1600 WESTBROOK AVENUE RICHMOND, VA 23227,	NONE	N/A	OPERATING FUND	10,000.
NORTHSTAR ACADEMY 8055 SHRADER ROAD RICHMOND, VA,	NONE	N/A	GENERAL OPERATING FUND	5,000.

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Statement 10 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
VOLUNTEER EMERG. FAMILIES P.O. BOX 35074 RICHMOND, VA 23226	NONE	N/A	GENERAL OPERATING FUND	\$ 5,000.
WESTVIEW ON THE JAMES 1231 WESTVIEW DRIVE GOOCHLAND, VA	None	N/A	GENERAL OPERATING FUND.	4,000.
BOYS & GIRLS CLUBS OF METRO RICHMOND 5511 STAPLES MILL RD STE 301 RICHMOND, VA 23228	NONE	N/A	CAMP LITTLE HAWK FUND	5,000.
COMFORT ZONE CAMP 4906 CUTSHAW AVENUE 2ND FLOOR RICHMOND, VA 23230	NONE	N/A	GENERAL OPERATING FUND	2,500.
CHALLENGE DISCOVERY PROJECTS 1503 SANTA ROSA ROAD STE 211 RICHMOND, VA 23229	NONE	N/A	GENERAL OPERATING FUND	5,000.
VA INST OF PASTORAL CARE 2000 BREMO RD STE 105 RICHMOND, VA 23226	NONE	N/A	GENERAL OPERATING FUND	5,000.
RICHMOND POLICE ATH LEAGUE 1365 OVERBROOK ROAD RICHMOND, VA 23220	NONE	N/A	GENERAL OPERATING FUND	5,000.

Total \$ 285,475.

LIND LAWRENCE FOUNDATION

ASSETS - SEPTEMBER 30, 2009

	BOOK VALUE	FAIR MARKET VALUE
<u>COMMON STOCKS</u>		
Time Warner, Inc. 666 Units	81,831 71	19,167 48
Time Warner Cable, Inc. 168 units	26,989 00	7,239.12
Abbott Labs 1,000 Units	41,043 09	49,470 00
American International Group 75 Units	100,858.60	3,308 25
Automatic Data Processing 4,000 Units	33,217.62	157,200 00
BP Amoco PLC Sponsrd. ADR 1,322 Units	25,681.67	70,370 06
Ballard Power Systems 750 Units	13,076.04	1,972 50
Bank of America Corporation 1,500 Units	70,526 34	25,380 00
Bank of New York Mellon Corp 4,000 Units	43,233 55	115,960.00
AT&T Inc 2,650 Units	27,564 68	71,576 50
Berkshire Hathaway, Inc. Class B 50 Units	88,919 83	166,150.00
Bristol Myers Squibb Company 2,000 Units	28,486 25	45,040 00
Broadridge Financial Solutions 1000 Units	3,556.00	20,100 00
Cameco Corporation 500 Units	10,298.82	13,900 00
Chevron Corporation 4,000 Units	88,120.97	281,720.00

LIND LAWRENCE FOUNDATION

ASSETS - SEPTEMBER 30, 2009

	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
Cisco Systems, Inc. 1,000 Units	28,504 25	23,540 00
Coca Cola Company 1,000 Units	63,509 03	53,700 00
Comcast Corp New CL A 3,200 Units	61,412 88	54,016 00
Conoco Phillips 934 Units	22,388 41	42,179 44
Deutsche Telekom AG ADR 1,500 Units	23,906 99	20,490.00
Duke Energy Corporation 2,630 Units	36,738 93	41,396 20
Exxon Mobil Corporation 6,000 Units	74,585 90	411,660.00
Fairpoint Communications Inc 19 Units	181 81	7 79
General Electric 5,000 Units	45,772.04	82,100 00
Hanesbrands, Inc. 175 Units	3,901.54	3,745 00
Hewlett Packard Company 632 Units	23,282 60	29,836 72
Hospira Corporation 100 Units	2,722 00	4,460 00
Idearc Inc 50 Units	1,614 18	1 25
Ishares Trust Rus 2000 I Fund 640 Units	37,100 82	38,553.60
Johnson & Johnson 3,000 Units	86,230 69	182,670 00
Kraft Foods Class A 1,500 Units	48,847 91	39,405.00
Lexmark International, inc. 1,000 Units	42,389 23	21,540 00

LIND LAWRENCE FOUNDATION

ASSETS - SEPTEMBER 30, 2009

	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
Lilly Eli & Company 1,000 Units	68,974 02	33,030.00
Merck & Company, Inc. 2,000 Units	30,150 87	63,260 00
Microsoft Corporation 4,000 Units	139,510.16	102,880.00
News Corporation Class B 1,948 Units	47,244.23	27,252.52
Nucor Corporation 800 Units	23,941.08	37,608.00
Oracle Corporation 5,000 Units	19,191.54	104,200 00
Pepsico, Inc 2,000 Units	28,522 02	117,320 00
Pfizer Inc 2,000 Units	60,352.65	33,100.00
Procter Gamble 4,535 Units	136,583 21	262,667 20
Progress Energy, Inc 550 Units	23,731 53	21,483 00
Rayonier Inc. REIT 600 Units	25,864 51	24,546.00
Royal Dutch Shell PLC Spons ADR 5,500 Units	111,293 09	314,545.00
Sara Lee Corporation 1,400 Units	22,108 71	15,596 00
Schlumberger, Ltd. 4,000 Units	66,445 48	238,400.00
Spectra Energy Corporation 1,315 Units	26,482 00	24,906 10
Transocean Inc. New 405 Units	9,502 58	34,639 65
Verizon Communications 3,000 Units	76,874 16	90,810.00

LIND LAWRENCE FOUNDATION

ASSETS - SEPTEMBER 30, 2009

	BOOK VALUE	FAIR MARKET VALUE
Vodafone Group PLC Spon ADR 2,187 Units	9,723.35	49,207.50
Wal-Mart Stores. Inc 500 Units	29,029.06	24,545 00
Wells Fargo & Co 2,796 Units	165,177.42	78,791 28
	2,407,195.05	3,796,642.16

LIND LAWRENCE FOUNDATION

ASSETS - SEPTEMBER 30, 2009

	BOOK VALUE	FAIR MARKET VALUE
<u>MUTUAL FUNDS</u>		
TIFF U.S. Equity Fund 95474.801 Units	1,228,646.99	995,802.17
TIFF International Equity 53956.16 Units	650,953.51	665,279.45
TIFF Short Term Bond 56729.789 Units	555,690.62	561,624.91
	<u>2,435,291.12</u>	<u>2,222,706.53</u>