Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , 2009, and ending ,

G Check all that apply: [ ] Initial return [ ] Initial Return of a former public charity [ ] Final return
[ ] Amended return [X] Address change [ ] Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

THE ERKILETIAN FAMILY FOUNDATION
4401 FORD AVE, SUITE 400
ALEXANDRIA, VA 22302

A Employer identification number: 13-4238878

B Telephone number (see the instructions): 703-671-4400

C If exemption application is pending, check here ► [ ]

D 1 Foreign organizations, check here ► [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ► [ ]

E If private foundation status was terminated under section 507(b)(1)(A), check here ► [ ]

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► [ ]

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► $ 1,442,640.

J Accounting method: [X] Cash [ ] Accrual
[ ] 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)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)	152,655.			
	2 Ck ► [ ] if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	1,283.	1,283.	N/A	
	4 Dividends and interest from securities	43,039.	43,039.		
	5a Gross rents				
	b Net rental income or (loss)		STATEMENT 1		
	6a Net gain/(loss) from sale of assets not on line 10	-219,419.			
	b Gross sales price for all assets on line 6a 536,436.				
	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/(loss) (att sch)				
	11 Other income (attach schedule) SEE STATEMENT 2	-1,976.	-1,976.		
	12 **Total.** Add lines 1 through 11	-24,418.	42,346.		
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 3	11,225.			
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)(see instr) SEE STM 4	69.	69.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 5	18,383.	17,384.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	29,677.	17,453.		
	25 Contributions, gifts, grants paid PART XV	124,750.			124,750.
	26 **Total expenses and disbursements.** Add lines 24 and 25	154,427.	17,453.		124,750.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-178,845.			
	b **Net investment income** (if negative, enter -0-)		24,893.		
	c **Adjusted net income** (if negative, enter -0-)				

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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			
	2 Savings and temporary cash investments	123,136.	132,118.	132,118.
	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) STATEMENT 6	1,494,889.	1,308,892.	1,293,430.
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment. basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule) STATEMENT 7	14,178.	12,348.	17,092.
	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)	1,632,203.	1,453,358.	1,442,640.
LIABILITIES	17 Accounts payable and accrued expenses			
	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)	0.	0.	
NET ASSETS OR FUND 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.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,632,203.	1,453,358.	
	30 **Total net assets or fund balances** (see the instructions)	1,632,203.	1,453,358.	
	31 **Total liabilities and net assets/fund balances** (see the instructions)	1,632,203.	1,453,358.	

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	1,632,203.
2	Enter amount from Part I, line 27a	2	-178,845.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,453,358.
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	1,453,358.

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	PUBLICLY TRADED SECURITIES	P		
b	PUBLICLY TRADED SECURITIES	D		
c	CAPITAL GAIN DIVIDENDS			
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	369,818.		593,691.	-223,873.
b	166,329.		162,164.	4,165.
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				-223,873.
b				4,165.
c				147.
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	-219,561.
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	-219,708.

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))
2008	117,403.	1,479,552.	0.079350
2007	113,670.	1,800,511.	0.063132
2006	101,406.	1,573,008.	0.064466
2005	45,260.	577,345.	0.078393
2004	29,555.	451,728.	0.065427

2	**Total** of line 1, column (d)	2	0.350768
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	0.070154
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,230,701.
5	Multiply line 4 by line 3	5	86,339.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	249.
7	Add lines 5 and 6	7	86,588.
8	Enter qualifying distributions from Part XII, line 4	8	124,750.

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)

1a Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary - see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► [X] and enter 1% of Part I, line 27b		1	249.
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	249.
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	249.
6 Credits/Payments:			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a 353.		
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 750.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	1,103.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	854.
11 Enter the amount of line 10 to be **Credited to 2010 estimated tax** ► 854. **Refunded** ►		11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a 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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
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			
c Did the foundation file **Form 1120-POL** for this year?	1c		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?	2		X
If 'Yes,' attach a detailed description of the activities			
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? *If 'Yes,' attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If 'Yes,' attach the statement required by General Instruction T			
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?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ► VA			
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? If 'No,' attach explanation*	8b	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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses* SEE STATEMENT 8	10	X	

Part VII-A | Statements Regarding Activities *Continued*

			Yes	No
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?	13	X	

Website address ► N/A

14 The books are in care of ► KAREN WAX Telephone no. ► 703-671-4400
Located at ► 4401 FORD AVE, SUITE 400 ALEXANDRIA VA ZIP + 4 ► 22302

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐
and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

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
1 a	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?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ 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)?	☐ Yes ☒ 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.)	☐ Yes ☒ 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)?		1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐				
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 2009?		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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .	☐ Yes ☒ No			
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. ► 20__ , 20__ , 20__ , 20__ .				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2009 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 2009.)*		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 2009?		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)? (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 (No)

If 'Yes' to 6b, 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
STEFANIE S. ERKILETIAN 247 MURTHA ST ALEXANDRIA, VA 22304	PRESIDENT 1.00	0.	0.	0.
MICHAEL P. ERKILETIAN 1070 SN. MIGUEL CANYON RD. WATSONVILLE, CA 95076	VICE PRESIDE 1.00	0.	0.	0.
ALEXANDER T. ERKILETIAN 2821 23RD ROAD NORTH ARLINGTON, VA 22201	VICE PRESIDE 1.00	0.	0.	0.
KAREN S. WAX 5505 SEMINARY RD. 215N FALLS CHURCH, VA 22041	SECRETARY/TR 1.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ► 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 (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ►		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 THE WASHINGTON OPERA - FOR GENERAL PURPOSES OF THE WASHINGTON NATIONAL OPERA, INCLUDING SUPPORT AND TRAINING OF THE DOMINGO-CAFRITZ YOUNG ARTIST PROGRAM	30,000.
2 THE SHAKESPEARE THEATRE CO - CAMPAIGN FOR THE HARMAN CENTER FOR THE ARTS	25,000.
3 EMERGING SCHOLARS PROGRAM - TO PROVIDE ACADEMIC ENRICHMENT TO DIVERSE STUDENTS	30,000.
4 PRINCE GEORGES ARTS COUNCIL - TO PROVIDE FINANCIAL SUPPORT AND ADVOCACY FOR THE ARTS	10,000.

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:			
a	Average monthly fair market value of securities		1a	1,202,128.
b	Average of monthly cash balances		1b	47,315.
c	Fair market value of all other assets (see instructions)		1c	
d	**Total** (add lines 1a, b, and c)		1d	1,249,443.
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	1,249,443.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	18,742.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	1,230,701.
6	**Minimum investment return** Enter 5% of line 5		6	61,535.

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	61,535.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 249.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	249.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	61,286.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	61,286.
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	61,286.

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	124,750.
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	124,750.
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	249.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	124,501.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				61,286.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0.	
b Total for prior years 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004 — 2,722.				
b From 2005 — 16,873.				
c From 2006 — 24,126.				
d From 2007 — 24,444.				
e From 2008 — 44,119.				
f **Total** of lines 3a through e	112,284.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► $ 124,750.				
a Applied to 2008, 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 2009 distributable amount				61,286.
e Remaining amount distributed out of corpus	63,464.			
5 Excess distributions carryover applied to 2009 *(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	175,748.			
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 2008 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				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 2004 not applied on line 5 or line 7 (see instructions)	2,722.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	173,026.			
10 Analysis of line 9:				
a Excess from 2005 — 16,873.				
b Excess from 2006 — 24,126.				
c Excess from 2007 — 24,444.				
d Excess from 2008 — 44,119.				
e Excess from 2009 — 63,464.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, 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	Prior 3 years			
	(a) 2009	**(b)** 2008	**(c)** 2007	**(d)** 2006	**(e) Total**
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a 'Assets' alternative test – enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test – enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 9				
Total			► 3a	124,750.
b *Approved for future payment*				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					1,283.
4 Dividends and interest from securities					43,039.
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					-1,976.
8 Gain or (loss) from sales of assets other than inventory					-219,419.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)					-177,073.
13 Total. Add line 12, columns (b), (d), and (e)				13	-177,073.

(See worksheet in the instructions for line 13 to verify calculations.)

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

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 (other than by providing funds for such purposes). (See the instructions.)
N/A	

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is 'Yes,' complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
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? ☐ Yes ☒ No

b If 'Yes,' complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

SIGN HERE

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

▶ [signature] | 11/8/10 | ▶ President

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only	Preparer's signature ▶ WJ Sault CPA	Date 11/4/2010	Check if self-employed ▶ ☐	Preparer's Identifying number (See **Signature** in the instrs) N/A
	Firm's name (or yours if self employed), address, and ZIP code ▶ WILLIAM J. SAULT CPA, LLC 15104 CARROLTON ROAD ROCKVILLE, MD 20853		EIN ▶ N/A	Phone no ▶ (301) 929-9400

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, or 990-PF

OMB No 1545-0047

2009

Name of the organization
THE ERKILETIAN FAMILY FOUNDATION

Employer identification number
13-4238878

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 an organization 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 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 (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, aggregate contributions 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 990-EZ, that received from any one contributor, during the year, 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: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2 of their Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization: THE ERKILETIAN FAMILY FOUNDATION

Employer identification number: 13-4238878

Part I Contributors (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ERKILETIAN FAMILY INVESTMENT CO LLC 4401 FORD AVE, SUITE 400 ALEXANDRIA, VA 22302	$ 152,655.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization: THE ERKILETIAN FAMILY FOUNDATION

Employer identification number: 13-4238878

Part II Noncash Property (see instructions.)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	SEE ATTACHED SCHEDULE	$ 152,655.	VARIOUS

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization: THE ERKILETIAN FAMILY FOUNDATION

Employer identification number: 13-4238878

Part III ***Exclusively*** **religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** (Complete cols **(a)** through **(e)** and the following line entry.)

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **$1,000 or less** for the year. (Enter this information once– see instructions.) ► $ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

STATEMENT 1
FORM 990-PF, PART I, LINE 6A
NET GAIN (LOSS) FROM NONINVENTORY SALES PER BOOKS
ASSETS NOT INCLUDED IN PART IV

DESCRIPTION:	1231 GAINS FROM K-1'S
DATE ACQUIRED:	VARIOUS
HOW ACQUIRED:	PURCHASE
DATE SOLD:	12/31/2009
TO WHOM SOLD:	
GROSS SALES PRICE:	142.
COST OR OTHER BASIS:	0.
BASIS METHOD:	COST
DEPRECIATION:	0.

GAIN (LOSS) 142.

TOTAL $ 142.

STATEMENT 2
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	$ -1,976.	$ -1,976.	
TOTAL	$ -1,976.	$ -1,976.	$ 0.

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
	$ 11,225.			
TOTAL	$ 11,225.	$ 0.		$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES	$ 69.	$ 69.		
TOTAL	$ 69.	$ 69.		$ 0.

STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	$ 110.			
COURIER CHARGES	88.			
FOREIGN TAXES	1,188.	$ 1,188.		
INVESTMENT EXPENSES	16,196.	16,196.		
LICENSE & ANNUAL FEES	381.			
LOGO DESIGN COSTS	420.			
TOTAL	$ 18,383.	$ 17,384.		$ 0.

STATEMENT 6
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
S & S - 1485-8704 SCHEDULE ATTACHED	MKT VAL	$ 265,106.	$ 264,201.
S & S - 4609-7464 SCHEDULE ATTACHED	MKT VAL	138,991.	146,187.
S & S - 4828-9763 SCHEDULE ATTACHED	MKT VAL	172,902.	166,277.
S & S - 5758-5438 SCHEDULE ATTACHED	MKT VAL	127,229.	135,737.
S & S - 7237-9056 SCHEDULE ATTACHED	MKT VAL	112,128.	117,542.
S & S - 7943-8781 SCHEDULE ATTACHED	MKT VAL	347,525.	328,813.
S & S - 8508-0297 SCHEDULE ATTACHED	MKT VAL	125,082.	124,555.
S & S - 1100-2794 SCHEDULE ATTACHED	MKT VAL	19,929.	10,118.
	TOTAL	$ 1,308,892.	$ 1,293,430.

STATEMENT 7
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

OTHER INVESTMENTS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
KINDER MORGAN MGMT LLC	MKT VAL	$ 6,914.	$ 12,850.
NATURAL RESOURCES PARTNERS LP	MKT VAL	5,434.	4,242.
	TOTAL	$ 12,348.	$ 17,092.

STATEMENT 8
FORM 990-PF, PART VII-A, LINE 10
SUBSTANTIAL CONTRIBUTORS DURING THE TAX YEAR

NAME OF SUBSTANTIAL CONTRIBUTOR	ADDRESS OF SUBSTANTIAL CONTRIBUTOR

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART VII-A, LINE 10
SUBSTANTIAL CONTRIBUTORS DURING THE TAX YEAR

ERKILETIAN FAMILY INVESTMENT CO LLC	4401 FORD AVE, SUITE 400 ALEXANDRIA, VA 22302

STATEMENT 9
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
WASHINGTON NATIONAL OPERA 2600 VIRGINIA AVE, NW WASHINGTON, VA 20037	N/A	501C 3	FOR GENERAL PURPOSES OF THE WASHINGTON NATIONAL OPERA, INCLUDING SUPPORT AND TRAINING OF THE DOMINGO-CAFRITZ YOUNG ARTIST PROGRAM	$ 30,000.
SHAKESPEARE THEATRE CO 516 EIGHTH ST SE WASHINGTON, DC 20003	N/A	501C 3	CAMPAIGN FOR THE HARMAN CENTER FOR THE ARTS	25,000.
EMERGING SCHOLARS PROGRAM 3320 JERMANTOWN RD OAKTON, VA 22124	N/A	501C 3	TO PROVIDE ACADEMIC ENRICHMENT TO DIVERSE STUDENTS	30,000.
YOUTH FOR TOMORROW 11835 HAZEL CIRCLE DRIVE BRISTOW, VA 20136	N/A	501C 3	FOR GENERAL PURPOSES USED TO MEET THE NEEDS OF CHILDREN AGES 11-17 STRUGGLING WITH A VARIETY OF DIFFICULTIES AT HOME AND SCHOOL.	2,000.
THE CHILDREN'S CHARITIES FOUNDATION 4900 WETHEREDSVILLE RD. BLDG 1B BALTIMORE, MD 21207	N/A	501C 3	FOR GENERAL PURPOSES HELP AT-RISK CHILDREN IN THE WASHINGTON METROPOLITAN AREA	5,000.

STATEMENT 9 (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
AFRICA CONSERVATION FUND 306 5TH STREET SE WASHINGTON, DC 20003	N/A	501C 3	FOR GORILLA PROTECTION IN THE DEMOCRATIC REPUBLIC OF CONGO	$ 7,500.
MOUNTAIN GORILLA VETERINARY PROJECT THE MD ZOO, DRUID HILL PARK BALTIMORE, MD 21217		501C 3	TO HELP WITH HEALTH INTERVENTIONS AND DISEASE PREVENTION TO AID THE ANIMALS IN THE WILD	7,500.
MEN AGAINST BREAST CANCER PO BOX 150 ADAMSTOWN,, MD 21710	N/A	501C 3	DONATION TO MAMMOGRAPHY PROGRAM	2,750.
PRINCE GEORGES ARTS COUNCIL 6525 BELCREST RD STE 132 HYATTSVILLE, MD 20782	N/A	501C 3	TO PROVIDE FINANCIAL SUPPORT AND ADVOCACY FOR THE ARTS	10,000.
DC BOWL COMMITTEE 1629 K ST NW STE 700 WASHINGTON , DC 20006	N/A	501C 3	SUPPORT THE WOUNDED WARRIOR PROJECT	5,000.
			TOTAL	$ 124,750.

SCHEDULE B

PART II - NON CASH PROPERTY

DESCRIPTION OF NON CASH PROPERTY GIVEN

274 SHARES ARO	$ 9,811
637 SHARES ESRX	39,605
320 SHARES JOSB	12,824
202 SHARES ACS	9,221
967 SHARES AUO	10,768
72 SHARES BHP	5,371
623 SHARES ERIC	5,744
77 SHARES SCL	12,581
310 SHARES CVX	24,022
704 SHARES UL	22,708

TOTAL	$152,655

THE ERKILETIAN FAMILY FOUNDATION 13-4238878

OTHER INCOME PRODUCING ACTIVITIES
DIVIDENDS/INTEREST FROM SECURITIES.

SCOTT & STRINGFELLOW DIV	$	42,707.
S &S NONTAXABLE DIV		252.
NATURAL RESOURCE PARTNERS LP - INT		0.
KINDER MORGAN ENERGY PARTNERS LP - INT		81.
KINDER MORGAN ENERGY PARTNERS LP - DIV		7.
CAPTAL GAIN DIV		0.
NONTAXABLE		-8.
TOTAL	$	43,039.

NET INVESTMENT INCOME / ADJ. NET INCOME
INCOME MODIFICATIONS

NONTAXABLE DISTRIBUTIONS FROM K-1'S	$	8.
NON TAXABLE DIV FROM D-2		-252.
TOTAL	$	-244.

OTHER INVESTMENT INCOME
RELATED OR EXEMPT FUNCTION INCOME
FROM K-1 - ORDINARY LOSS

ORDINARY LOSS NRP & KMP	$	-1,872.
COST AMORTIZATION		-98.
INVESTMENT INTEREST		-49.
TOTAL	$	-2,019.

DISPOSITIONS
RELATED OR EXEMPT FUNCTION (2A)

SCOTT & STRINGFELLOW CAPITAL GAIN DIV W/P D-2	$	147.
TOTAL	$	147.

A 2/4
BS 10/19/09

Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Statement of Account: December 1, 2008 to December 31, 2008

Account Number: 14858704 **Financial Advisor:** **RR71**
ARNETT/DULL

ERKILETIAN FAMILY FOUNDATION

Money Market/Insured Deposit Program

PRIME CASH OBLIGATIONS FUND INSTITUTIONAL — **Average Rate For This Period Was 1.91%**

Summary		
	Beginning Balance	3,022.53
	Ending Balance	850.45

INSURED DEPOSIT PROGRAM ADVISORY — **APY For This Period Was 1.30%**

Summary		
	Beginning Balance	9,446.29
	Ending Balance	10,224.92

Please see the Insured Deposit Program Bank Allocations section at the end of this statement for additional disclosure on the Insured Deposit Program.

Portfolio Positions

Prices are provided as a general guideline and may not reflect the actual current price. Refer to the disclosure on the back of this statement regarding the price/value presented.

Cost basis and the associated gain/loss for unrealized open positions are provided on this statement for informational purposes only. This statement is not a tax document and should not be used for tax preparation.

Equities

Quantity Long	Quantity Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
85		AGL RESOURCES INC	ATG	1	31.350	2,664.75	2,551.40	113.35	142	5 36
277		ALTRIA GROUP INC	MO	1	15.060	4,171.62	N/A	6083.33 k-1.0	354	8 50
139		ARTHUR J GALLAGHER & COMPANY	AJG	1	25 910	3,601 49	3,929 35	-327.86	177	4.94
305		AT&T INC	T	1	28 500	8,692.50	10,573.90	-1,881.40	500	5.75
178		BP PLC SPONSORED ADR	BP	1	46.740	8,319 72	11,895.64	-3,575.92	587	7.07

25036 3/5

ERKILETIAN

A 4/s
P 1/14/13

Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Account Number: 14858704 **Financial Advisor:** ARNETT/DULL **RR71**

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
440		BRISTOL MYERS SQUIBB COMPANY	BMY	1	23.250	10,230.00	12,644 72	-2,414.72	545	5 33
86		CENTURYTEL INC	CTL	1	27 330	2,350 38	2,587 74	-237.36	240	10.25
51		COCA-COLA COMPANY	KO	1	45.270	2,308 77	2,284.75	24.02	77	3.36
160		CONAGRA FOODS INC	CAG	1	16 500	2,640.00	2,807.25	-167 25	121	4.61
608		DEUTSCHE TELEKOM AG SPON ADR	DT	1	15 300	9,302.40	10,669.50	-1,367 10	701	7.54
475		DUKE ENERGY CORP NEW	DUK	1	15 010	7,129.75	9,271.55	-2,141.80	437	6.13
178		E N I SPA SPONSORED ADR	E	1	47.820	8,511.96	11,884.99	-3,373 03		
191		FRANCE TELECOM SPONSORED ADR	FTE	1	28 070	5,361 37	5,897.95	-536 58	459	8.58
519		FRONTIER COMMUNICATIONS CORP	FTR	1	8 740	4,536 06	7,648.42	-3,112.36	519	11 44
416		GENERAL ELECTRIC COMPANY	GE	1	16.200	6,739.20	11,460.91	-4,741 71	515	7.65
216		GLAXOSMITHKLINE PLC SPONSORED ADR	GSK	1	37 270	8,050 32	9,819.29	-1,768.97	462	5 74

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Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Statement of Account: December 1, 2008 to December 31, 2008

Account Number: 14858704 **Financial Advisor:** ARNETT/DULL **RR71**

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
237		HEINZ HJ COMPANY	HNZ	1	37.600	8,911.20	10,901.35	-1,990.15	393	4.41
110		HSBC HOLDINGS PLC SPONSORED ADR NEW	HBC	1	48 670	5,353.70	8,596 33	-3,242.63	511	9.55
176		KIMBERLY-CLARK CORP	KMB	1	52.740	9,282.24	11,278.17	-1,995.93	408	4.40
354		KRAFT FOODS CLASS A	KFT	1	26 850	9,504.90	11,626 51	-2,121.61	410	4.32
126		LILLY ELI & COMPANY	LLY	1	40.270	5,074.02	4,334.40	739.62	246	4.87
254		NEW YORK COMMUNITY BANCORP INC	NYB	1	11.960	3,037.84	4,538.74	-1,500.90	254	8.36
581		PFIZER INC	PFE	1	17 710	10,289.51	14,902.04	-4,612.53	743	7.23
158		PHILIP MORRIS INTERNATIONAL INC	PM	1	43 510	6,874 58	N/A	7521.31 A 2/10	341	4.96
74		PNC FINANCIAL SERVICES GROUP INC	PNC	1	49.000	3,626.00	4,622.18	-996.18	195	5.39
147		PROGRESS ENERGY INC	PGN	1	39 850	5,857.95	7,365.56	-1,507.61	364	6.22
238		REYNOLDS AMERICAN INC	RAI	1	40 310	9,593.78	15,218 46	-5,624.68	809	8.43

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Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Statement of Account: December 1, 2008 to December 31, 2008

Account Number: 14858704 **Financial Advisor:** ARNETT/DULL **RR71**

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
147		ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG B SHARES	RDS/B	1	51.430	7,560.21	7,719 58	-159 37	470	6.22
71		SCANA CORP NEW	SCG	1	35.600	2,527 60	2,844.34	-316.74	130	5.17
274		SOUTHERN COMPANY	SO	1	37.000	10,138.00	10,034.37	103.63	460	4 54
176		U S BANCORP DE NEW	USB	1	25.010	4,401.76	5,848 96	-1,447.20	299	6 80
320		UNILEVER PLC SPONSORED ADR NEW	UL	1	23.020	7,366 40	7,008.73	357 67	317	4.31
258		VERIZON COMMUNICATIONS INC	VZ	1	33.900	8,746 20	9,690.16	-943.96	474	5.43
320		VODAFONE GROUP PLC NEW SPONSORED ADR	VOD	1	20 440	6,540.80	8,862 96	-2,322.16	443	6.78
163		WELLS FARGO & CO NEW	WFC	1	29.480	4,805.24	4,317 87	487 37	221	4 61
776		WINDSTREAM CORP	WIN	1	9.200	7,139 20	11,441 40	-4,302.20	776	10 87
139		WYETH	WYE	1	37 510	5,213.89	4,808.69	405 20	166	3.20
		Total for Equities				236,455 31			14,266	6.03
		Total for Equities with cost data				225,409 11	281,908.16 B-1	-56,499.05 *		

Costs provided by S+S 13604.64 A4/10

295 512.80

* NOTE: UNREALIZED G/L DOES NOT INCLUDE COSTS OF SOME STOCKS. C+S LOSE @ S+S PROVIDED ADDL COSTS SEE W/P A4/10 + B-1

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Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Statement of Account: December 1, 2008 to December 31, 2008

Account Number: 46097464 **Financial Advisor:** ARNETT/DULL **RR71**

ERKILETIAN FAMILY FOUNDATION

Daily Account Activity (continued)

Date	Transaction	Quantity	Description	Symbol/CUSIP	Type	Price	Amount	Cash & Margin Cash Balance	Money Market & IDP Balance
12-31-08	SALE	85	SEALED AIR CORP NEW As Agent	SEE	1	14.9355	1,269.51	3,393 44	7,556.85
							TOTAL	3,393.44	7,556.85

Money Market/Insured Deposit Program

FEDERATED TREASURY OBLIGATIONS FUND 68 — **Average Rate For This Period Was 0.21%**

Summary

Beginning Balance	1,249.98
Ending Balance	0.00

INSURED DEPOSIT PROGRAM ADVISORY — **APY For This Period Was 1.30%**

Summary

Beginning Balance	0 00
Ending Balance	7,556 85

Please see the Insured Deposit Program Bank Allocations section at the end of this statement for additional disclosure on the Insured Deposit Program.

Portfolio Positions

Prices are provided as a general guideline and may not reflect the actual current price. Refer to the disclosure on the back of this statement regarding the price/value presented.

Cost basis and the associated gain/loss for unrealized open positions are provided on this statement for informational purposes only. This statement is not a tax document and should not be used for tax preparation.

Equities

Quantity Long	Quantity Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
80		ACI WORLDWIDE INC	ACIW	1	15 900	1,272 00	1,181.20	90.80		

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Scott & Stringfellow Inc.
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Account Number: 46097464 **Financial Advisor:** ARNETT/DULL **RR71**

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
365		AKAMAI TECHNOLOGIES INC	AKAM	1	15 090	5,507.85	11,075 50	-5,567.65		
190		ALLSCRIPTS MISYS HEALTHCARE SOLUTIONS INC	MDRX	1	9 920	1,884.80	2,160 05	-275.25	3,974	10.89
55		APACHE CORP	APA	1	74.530	4,099.15	4,087 80	11.35	33	0.81
170		ARCH COAL INC	ACI	1	16.290	2,769.30	3,069.53	-300.23	61	2.21
245		CISCO SYSTEMS INC	CSCO	1	16.300	3,993.50	6,629 06	-2,635.56		
390		COMCAST CORP CLASS A NEW	CMCSA	1	16 880	6,583 20	9,178 66	-2,595.46	97	1.48
40		CONSOL ENERGY INC	CNX	1	28 580	1,143 20	1,655.04	-511 84	16	1.40
360		DELL INC	DELL	1	10.240	3,686.40	6,093.11	-2,406.71		
120		DIGITAL RIV INC	DRIV	1	24 800	2,976.00	4,268.76	-1,292.76		
285		EBAY INC	EBAY	1	13 960	3,978 60	7,280.80	-3,302 20		
110		ENERGIZER HLDGS INC	ENR	1	54.140	5,955 40	3,465 73	2,489.67		

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Scott & Stringfellow Inc.
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Account Number: 46097464 Financial Advisor: RR71
ARNETT/DULL

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
125		HALLIBURTON COMPANY	HAL	1	18.180	2,272.50	2,266.03	6.47	45	1.98
135		HARRIS CORP DEL	HRS	1	38 050	5,136 75	6,483.86	-1,347.11	108	2 10
65		L3 COMMUNICATIONS HOLDINGS INC	LLL	1	73.780	4,795 70	5,695.30	-899.60	78	1.63
105		MCKESSON CORPORATION	MCK	1	38.730	4,066 65	6,057.61	-1,990.96	50	1.24
145		MEDCATH CORP	MDTH	1	10 440	1,513 80	3,512.68	-1,998.88		
225		METLIFE INC	MET	1	34.860	7,843 50	4,128.39	3,715 11	166	2.12
315		NALCO HOLDINGS COMPANY	NLC	1	11.540	3,635 10	7,080.20	-3,445.10	44	1.21
330		NEWS CORP CLASS A	NWSA	1	9.090	2,999.70	7,441.65	-4,441.95	39	1.32
135		PETROLEO BRASILEIRO SA PETROBRAS SPONSORED ADR NON VOTING	PBR/A	1	20.410	2,755 35	2,361.96	393.39	169	6.14
230		SMITHFIELD FOODS INC	SFD	1	14.070	3,236 10	4,551.66	-1,315 56		
275		SPIRIT AEROSYSTEMS HOLDINGS INC CLASS A	SPR	1	10.170	2,796.75	6,649.01	-3,852.26		

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B 6/1/16

Scott & Stringfellow Inc.
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Account Number: 46097464 **Financial Advisor:** ARNETT/DULL **RR71**

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
125		SPX CORP	SPW	1	40 550	5,068 75	4,242 12	826 63	125	2.47
285		SYMANTEC CORP	SYMC	1	13.520	3,853.20	4,919 45	-1,066 25		
155		TEVA PHARMACEUTICAL INDUSTRIES LIMITED ADR	TEVA	1	42 570	6,598.35	5,807 85	790.50	64	0.97
150		UNITEDHEALTH GROUP INC	UNH	1	26.600	3,990.00	7,384 13	-3,394 13	4	0 11
290		WEATHERFORD INTERNATIONAL LTD BERMUDA	WFT	1	10.820	3,137 80	6,654 40	-3,516.60		
155		YUM BRANDS INC	YUM	1	31 500	4,882.50	4,484.92	397.58	117	2.41
		Total for Equities				112,431.90 B-1			5,190	4.62
		Total for Equities with cost data				112,431 90	149,866 46	-37,434 56 B-1		

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Scott & Stringfellow Inc.
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Account Number: 48289763 **Financial Advisor:** ARNETT/DULL **RR71**

ERKILETIAN FAMILY FOUNDATION

Daily Account Activity (continued)

Date	Transaction	Quantity	Description	Symbol/CUSIP	Type	Price	Amount	Cash & Margin Cash Balance	Money Market & IDP Balance
12-31-08	REINVEST DIV		PRIME CASH OBLIGATIONS FUND INSTITUTIONAL SERVICE SHARES		1		-1.19	1,446.90	1,975.40
							TOTAL	1,446.90	1,975.40

Money Market/Insured Deposit Program

PRIME CASH OBLIGATIONS FUND INSTITUTIONAL — Average Rate For This Period Was 1.91%

Summary	
Beginning Balance	734.43
Ending Balance	735.62

INSURED DEPOSIT PROGRAM ADVISORY — APY For This Period Was 1.30%

Summary	
Beginning Balance	613.59
Ending Balance	1,239.78

Please see the Insured Deposit Program Bank Allocations section at the end of this statement for additional disclosure on the Insured Deposit Program.

Portfolio Positions

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Cost basis and the associated gain/loss for unrealized open positions are provided on this statement for informational purposes only. This statement is not a tax document and should not be used for tax preparation.

Equities

Quantity Long	Quantity Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
317		ALLIANZ SE SPONSORED ADR REPSTG 1/10 SH	AZ	1	10.830	3,433.11	6,815.24	-3,382.13	215	6.29

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Scott & Stringfellow Inc.
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Account Number: 48289763 **Financial Advisor:** **RR71**
ARNETT/DULL

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
75		AMCOR LIMITED ADR NEW	AMCRY	1	16.550	1,241.25	1,452.00	-210.75	84	6.81
107		ARCELORMITTAL SA LUXEMBOURG NY REGISTRY SHARES	MT	1	24.590	2,631.13	6,260 89	-3,629 76	136	5.19
142		AU OPTRONICS CORP SPONSORED ADR	AUO	1	7.680	1,090.56	798.04	292.52	90	8.30
66		AUSTRALIA & NEW ZEALAND BANKING GROUP LIMITED SPONSORED ADR	ANZBY	1	10.700	706.20	560.09	146.11	71	10.13
141		BARCLAYS PLC ADR	BCS	1	9 800	1,381.80	N/A	4680.60 A4/10	372	26.93
102		BASF SE	BASFY	1	39.310	4,009.62	6,099.58	-2,089.96		
76		BHP BILLITON PLC SPONS ADR	BBL	1	38 580	2,932.08	2,955.82	-23.74	106	3.63
134		BNP PARIBAS SPONS ADR REPGSTG 1/4 SH	BNPQY	1	21 450	2,874 30	7,453.45	-4,579.15	261	9.09
42		BP PLC SPONSORED ADR	BP	1	46 740	1,963 08	1,745.01	218.07	138	7.07
20		CANON INC ADR REPRESENTING 5 SHARES	CAJ	1	31.400	628.00	544.66	83.34	19	3.18

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Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Statement of Account: December 1, 2008 to December 31, 2008

Account Number: 48289763 **Financial Advisor:** ARNETT/DULL **RR71**

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
37		CHINA PETROLEUM & CHEM CORP SPONSORED ADR REPRESENTING H SHARES	SNP	1	61.790	2,286.23	3,551.51	-1,265.28		
95		COMPANHIA VALE DO RIO DOCE SPONSORED ADR REPSTG 250 PFD SHS	RIO'	1	10.650	1,011.75	2,581.11	-1,569.36	69	6.86
105		CREDIT SUISSE GROUP SPONSORED ADR	CS	1	28.260	2,967.30	7,599.19	-4,631.89	203	6.87
94		DEUTSCHE BANK AG	DB	1	40.690	3,824.86	9,586.08	-5,761.22	429	11.24
92		DEUTSCHE TELEKOM AG SPON ADR	DT	1	15.300	1,407.60	1,500.53	-92.93	106	7.54
54		E N I SPA SPONSORED ADR	E	1	47.820	2,582.28	3,555.40	-973.12		
84		E.ON AG SPONSORED ADR	EONGY	1	40.750	3,423.00	4,057.42	-634.42	139	4.07
10		EAST JAPAN RAILWAY COMPANY ADR	EJPRY	1	52.750	527.50	523.00	4.50	3	0.65
204		ERICSSON L M TEL COMPANY ADR CLASS B NEW	ERIC	1	7.810	1,593.24	1,362.26	230.98	60	3.78
9		ETABLISSEMENTS DELHAIZE FRERES ET CIE LE LION SA SPONS ADR	DEG	1	62.990	566.91	508.30	58.61	15	2.66

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Scott & Stringfellow Inc.
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Portfolio Positions (continued)

Equities (continued)

Quantity Long	Quantity Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
42		EUROPEAN AERONAUTIC DEFENCE & SPACE COMPANY EADS NV UNSPONSORED ADR	EADSY	1	16.750	703.50	583.11	120.39	6	0 86
40		FRANCE TELECOM SPONSORED ADR	FTE	1	28.070	1,122.80	1,128.80	-6.00	96	8.58
49		FUJITSU LTD ADR NEW J	FJTSY	1	23 870	1,169.63	1,107.40	62.23	20	1.76
100		GLAXOSMITHKLINE PLC SPONSORED ADR	GSK	1	37.270	3,727.00	4,749.99	-1,022.99	214	5.74
1,147		HBOS PLC SPONS ADR SPONS ADR	HBOOY	1	1.030	1,181.41	N/A 13350.08 A 1/16		845	71.60
28		HITACHI LTD ADR 10 COM	HIT	1	39.140	1,095.92	1,921.82	-825.90	15	1.43
93		HONDA MOTOR LTD NEW AMERICAN SHARES 10/76	HMC	1	21.340	1,984.62	3,198 33	-1,213.71	68	3.43
6		HSBC HOLDINGS PLC SPONSORED ADR NEW	HBC	1	48 670	292.02	392.88	-100.86	27	9.55
161		ING GROEP N V SPONSORED ADR	ING	1	11.100	1,787 10	7,090.90	-5,303.80	330	18.52
148		JSC MMC NORILSK NICKEL SPONSORED ADR	NILSY	1	6 300	932.40	3,142.74	-2,210 34	107	11 55

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Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Statement of Account: December 1, 2008 to December 31, 2008

Account Number: 48289763 **Financial Advisor:** ARNETT/DULL **RR71**

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
43		KB FINANCIAL GROUP INC SPONSORED ADR REPRESENTING 1 COM SHARE	KB	1	26.200	1,126.60	4,047.38	-2,920.78	106	9.49
254		KONINKLIJKE AHOLD NV SPONSORED ADR 2007	AHONY	1	12.300	3,124.20	3,987.75	-863.55	49	1.60
72		LLOYDS TSB GROUP PLC SPONSORED ADR	LYG	1	7.700	554.40	559.68	-5.28	196	35.53
42		MITSUBISHI CORP SPS ADR	MSBHY	1	28.100	1,180.20	1,932.00	-751.80	49	4.17
7		MITSUI & COMPANY LTD ADR	MITSY	1	205.010	1,435.07	2,037.08	-602.01	62	4.34
81		MUNICH RE GROUP ADR	626188106	1	15.800	1,279.80	1,061.10	218.70		
116		NIPPON TELEG & TEL CORPORATION SPONSORED ADR	NTT	1	27.190	3,154.04	2,824.59	329.45	45	1.44
334		NISSAN MTR LTD NEW SPONSORED ADR	NSANY	1	7.280	2,431.52	5,992.64	-3,561.12	171	7.04
83		NOKIA CORPORATION SPONSORED ADR	NOK	1	15.600	1,294.80	1,305.40	-10.60	49	3.85
57		NOVARTIS AG SPONSORED ADR	NVS	1	49.760	2,836.32	3,022.73	-186.41	74	2.63

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Scott & Stringfellow Inc.
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Account Number: 48289763 **Financial Advisor:** ARNETT/DULL **RR71**

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
30		OIL COMPANY LUKOIL SPONS ADR	LUKOY	1	33 100	993.00	2,566.50	-1,573.50	39	3.96
46		ORIX CORP SPONSORED ADR	IX	1	28.420	1,307.32	5,617.93	-4,310.61	52	4.03
85		PETRO-CDA	PCZ	1	21.890	1,860 65	4,054.68	-2,194.03	56	3.01
57		ROYAL BANK SCOTLAND GROUP PLC SPONS ADR REPSTG 20 ORD SHRS	RBS	1	15.170	864.69	N/A	7015.61 A4/10	26	3.03
342		ROYAL DSM NV SPONSORED ADR	RDSMY	1	6.450	2,205.90	5,093.65	-2,887.75	145	6.58
92		ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHARES	RDS/A	1	52.940	4,870 48	7,384.66	-2,514.18	243	5.01
14		RWE AG SPONS ADR REPSTG ORDINARY PAR DM 50	RWEOY	1	91.150	1,276.10	1,604.05	-327.95	54	4.30
127		SANOFI AVENTIS SPONSORED ADR	SNY	1	32.160	4,084 32	5,596 43	-1,512.11	154	3.79
348		SHARP CORP ADR J	SHCAY	1	7 080	2,463.84	6,428.55	-3,964.71	74	3.03
284		SOCIETE GENERALE FRANCE SPONSORED ADR	SCGLY	1	10.400	2,953.60	8,801.75	-5,848 15	69	2.35

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Scott & Stringfellow Inc.
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Account Number: 48289763 Financial Advisor: ARNETT/DULL RR71

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
6		SOLVAY SA SPONSORED ADR	SVYSY	1	78.000	468.00	538.02	-70.02	19	4.18
90		SONY CORP ADR NEW 7/74	SNE	1	21.870	1,968.30	3,658.57	-1,690.27	26	1.36
176		STATOILHYDRO ASA SPONSORED ADR	STO	1	16.660	2,932.16	5,502.30	-2,570.14	247	8.44
267		STORA ENSO CORP SPONSORED ADR REPSTG SHARES R	SEOAY	1	7.830	2,090.61	4,501.75	-2,411.14	131	6.30
705		SUMITOMO MITSUI FINANCIAL GROUP INC ADR	SMFJY	1	4.030	2,841.15	6,367.05	-3,525.90	71	2.52
28		TECK COMINCO LIMITED CLASS B SUB VTG SHARES	TCK	1	4.920	137.76	1,108.88	-971.12	28	20.33
66		TELECOM ITALIA SPA NEW SPONS ADR REPSTG ORD SHS	TI	1	16.250	1,072.50	1,013.91	58.59	60	5.62
22		TELEFONICA S A SPONSORED ADR	TEF	1	67.390	1,482.58	1,303.49	179.09	66	4.51
65		TOTAL S A SPONSORED ADR	TOT	1	55.300	3,594.50	5,125.68	-1,531.18	171	4.77
25		TOYOTA MOTOR CORP SPONSORED ADR	TM	1	65.440	1,636.00	3,062.40	-1,426.40	64	3.93

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Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Account Number: 48289763 **Financial Advisor:** ARNETT/DULL **RR71**

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
9		UNIBANCO UNIAO DE UTS BANCOS GDR REPSTG 10 UNITS 1 PFD & 1 PFD CL B	UBB	1	64.620	581.58	527.12	54.46		
884		UNITED MICROELECTRONICS CORP SPONSORED ADR NEW	UMC	1	1.960	1,732.64	N/A	2867.53 A4/14	87	5.04
178		VODAFONE GROUP PLC NEW SPONSORED ADR	VOD	1	20.440	3,638.32	5,174.26	-1,535.94	246	6.78
96		VOLVO AKTIEBOLAGET ADR B	VOLVY	1	5.660	543.36	940.80	-397.44	133	24.65
		Total for Equities				123,094.51			7,308	5.94
		Total for Equities with cost data				117,933.97	205,568.33 B-1	-87,634.36		
		ADDITIONAL COSTS PER STS					27943.82 A4/14			
							233512.15 B-1			

Insured Deposit Program Bank Allocations

The Insured Deposit Program consists of monies held in interest-bearing deposit accounts at multiple banking institutions, some of which are affiliates of Clearview Correspondent Services, LLC. These assets are eligible for FDIC Insurance up to $250,000 (through December 31, 2009) per depositor per institution per category of legal ownership for maximum FDIC Insurance coverage of $2,500,000 on uninvested cash balances. These assets, however, are not held in your securities brokerage account carried by Clearview Correspondent Services, LLC, rather by the respective banks listed below, and therefore not covered by SIPC. Balance information that we believe to be reliable has been obtained from the program banks. Clearview Correspondent Services, LLC does not guarantee the accuracy or completeness of such information. Balances are insured up to the FDIC limits per institution, subject to the combined total of all your deposits at a specific bank by category of ownership, including those outside this account. It is your responsibility to monitor your aggregate relationship with a particular banking institution to ensure proper FDIC coverage. Please refer to the Insured Deposit Program Terms and Conditions for more detail. For any questions regarding Insured Deposit Program, please contact your Financial Advisor.

DESCRIPTIONS		CURRENT VALUE
BB&T Financial, FSB	Columbus, GA	1,239.78
TOTAL INSURED BANK DEPOSITS		$1,239.78

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Scott & Stringfellow Inc
a BB&T Corporation affiliate

Statement of Account: December 1, 2008 to December 31, 2008

Account Number: 57585438 **Financial Advisor:** **RR71**
ARNETT/DULL

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions

Prices are provided as a general guideline and may not reflect the actual current price. Refer to the disclosure on the back of this statement regarding the price/value presented.

Cost basis and the associated gain/loss for unrealized open positions are provided on this statement for informational purposes only. This statement is not a tax document and should not be used for tax preparation.

Equities

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
211		ABB LIMITED SPONSORED ADR	ABB	1	15.010	3,167.11	3,781.12	-614.01		
91		ACCENTURE LIMITED BERMUDA SHS A	ACN	1	32.790	2,983.89	3,341.13	-357.24	45	1.52
66		ALLERGAN INC	AGN	1	40.320	2,661.12	3,745.83	-1,084.71	13	0.50
30		APACHE CORP	APA	1	74.530	2,235.90	3,813 57	-1,577.67	18	0.81
39		APPLE INC	AAPL	1	85.350	3,328.65	4,019.18	-690 53		
73		B M C SOFTWARE INC	BMC	1	26.910	1,964.43	2,274.68	-310.25		
87		BANK OF NEW YORK MELLON CORP	BK	1	28.330	2,464.71	3,762.75	-1,298.04	83	3 39
83		C H ROBINSON WORLDWIDE INC NEW	CHRW	1	55.030	4,567 49	4,295.22	272.27	79	1.74
32		CELGENE CORP	CELG	1	55 280	1,768.96	2,358 81	-589.85		
60		CVS CAREMARK CORP	CVS	1	28 740	1,724 40	1,815.47	-91.07	16	0.96

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Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Account Number: 57585438 **Financial Advisor:** ARNETT/DULL **RR71**

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
57		DANAHER CORP	DHR	1	56 610	3,226.77	4,525.23	-1,298.46	6	0 21
97		DIRECTV GROUP INC	DTV	1	22.910	2,222.27	2,279.50	-57.23		
84		FLIR SYSTEMS INC	FLIR	1	30.680	2,577 12	3,363.63	-786.51		
21		FLOWSERVE CORP	FLS	1	51.500	1,081.50	2,718.70	-1,637 20		
71		FMC TECHNOLOGIES	FTI	1	23.830	1,691 93	4,243.43	-2,551 50		
42		GAMESTOP CORP NEW CLASS A	GME	1	21.660	909 72	2,006 21	-1,096 49		
100		GILEAD SCIENCES INC	GILD	1	51 140	5,114 00	3,884.99	1,229.01		
10		GOOGLE INC CLASS A	GOOG	1	307 650	3,076 50	4,890 12	-1,813 62		
92		HEWLETT-PACKARD COMPANY	HPQ	1	36 290	3,338 68	3,941 72	-603.04	29	0 88
82		HOLOGIC INC	HOLX	1	13 070	1,071 74	2,610 47	-1,538.73		
39		INTERNATIONAL BUSINESS MACHINES CORP	IBM	1	84 160	3,282 24	3,768.96	-486 72	78	2 38

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Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Account Number: 57585438 Financial Advisor: ARNETT/DULL RR71

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
29		LABORATORY CORP OF AMER HOLDINGS NEW	LH	1	64.410	1,867 89	2,134.97	-267.08		
42		LOCKHEED MARTIN CORP	LMT	1	84.080	3,531.36	4,133.33	-601.97	95	2.71
133		LOGITECH INTERNATIONAL SA NAMEN AKT	LOGI	1	15.580	2,072 14	3,731.98	-1,659.84		
46		MASSEY ENERGY CORP	MEE	1	13.790	634.34	3,122.48	-2,488.14	11	1.74
9		MASTERCARD INC CLASS A	MA	1	142.930	1,286 37	2,458 35	-1,171.98	5	0.42
58		MEMC ELECTRONIC MATERIALS INC	WFR	1	14.280	828.24	3,487.31	-2,659.07		
40		MONSANTO COMPANY NEW	MON	1	70.350	2,814.00	2,600 80	213.20	38	1.36
69		NIKE INC CLASS B	NKE	1	51.000	3,519.00	4,443.96	-924.96	69	1 96
96		NORDSTROM INC	JWN	1	13 310	1,277.76	4,558 24	-3,280.48	61	4 81
213		ORACLE CORP	ORCL	1	17 730	3,776.49	3,933 15	-156 66		
53		PEPSICO INC	PEP	1	54 770	2,902.81	3,341 12	-438.31	90	3.10

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Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Account Number: 57585438 **Financial Advisor:** ARNETT/DULL **RR71**

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
38		PHILIP MORRIS INTERNATIONAL INC	PM	1	43 510	1,653.38	1,569 59	83 79	82	4.96
54		PRAXAIR INC	PX	1	59.360	3,205 44	4,276 17	-1,070 73	81	2.53
66		PROCTER & GAMBLE COMPANY	PG	1	61.820	4,080 12	4,157 34	-77 22	105	2.59
28		RESEARCH IN MOTION LTD	RIMM	1	40.580	1,136 24	2,788 24	-1,652.00		
51		SAINT JUDE MEDICAL INC	STJ	1	32.960	1,680 96	2,187.83	-506.87		
36		STRYKER CORP	SYK	1	39.950	1,438 20	2,376 18	-937.98	14	1.00
86		THERMO FISHER SCIENTIFIC INC	TMO	1	34.070	2,930 02	4,156 38	-1,226 36		
31		TRANSOCEAN LTD ZUG NAMEN AKT	RIG	1	47.250	1,464 75	3,483.02	-2,018.27		
70		UNITED TECHNOLOGIES CORP	UTX	1	53 600	3,752 00	4,546 50	-794.50	107	2 87
28		WATERS CORP	WAT	1	36 650	1,026.20	1,708 74	-682.54		
		Total for Equities				101,336 84			1,125	1.11
		Total for Equities with cost data				101,336.84	140,636 40	-39,299 56		
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Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Account Number: 72379056 **Financial Advisor:** **RR71**
ARNETT/DULL

ERKILETIAN FAMILY FOUNDATION

Money Market/Insured Deposit Program

PRIME CASH OBLIGATIONS FUND INSTITUTIONAL — **Average Rate For This Period Was 1.91%**

Summary

Beginning Balance	9,435 65
Ending Balance	4,640.44

INSURED DEPOSIT PROGRAM ADVISORY — **APY For This Period Was 1.30%**

Summary

Beginning Balance	3,385.73
Ending Balance	3,767.58

Please see the Insured Deposit Program Bank Allocations section at the end of this statement for additional disclosure on the Insured Deposit Program.

Portfolio Positions

Prices are provided as a general guideline and may not reflect the actual current price. Refer to the disclosure on the back of this statement regarding the price/value presented.

Cost basis and the associated gain/loss for unrealized open positions are provided on this statement for informational purposes only. This statement is not a tax document and should not be used for tax preparation.

Equities

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
99		ABBOTT LABORATORIES	ABT	1	53.370	5,283.63	5,555.41	-271.78	142	2.70
54		AFLAC INC	AFL	1	45.840	2,475.36	2,588.76	-113.40	60	2.44
100		ALLSTATE CORP	ALL	1	32.760	3,276 00	5,897.20	-2,621 20	164	5.01
133		AT&T INC	T	1	28 500	3,790 50	4,547.27	-756.77	218	5.75
138		BB&T CORP	BBT	1	27 460	3,789.48	4,840.98	-1,051.50	259	6.85

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Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Statement of Account: December 1, 2008 to December 31, 2008

Account Number: 72379056 **Financial Advisor:** **RR71**
ARNETT/DULL

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
53		BECTON DICKINSON & COMPANY	BDX	1	68.390	3,624.67	4,382.70	-758.03	69	1.93
63		CHEVRON CORP	CVX	1	73.970	4 660 11	5,346 14	-686.03	163	3.51
97		ILLINOIS TOOL WORKS INC	ITW	1	35 050	3,399 85	4,515 75	-1,115 90	120	3 54
103		JOHNSON & JOHNSON	JNJ	1	59 830	6,162.49	6,386.92	-224.43	189	3 08
112		KIMCO REALTY CORP	KIM	1	18.280	2,047 36	5,201.47	-3,154.11	197	9 63
108		MC CORMICK & COMPANY INC NON VOTING	MKC	1	31.860	3,440.88	3,804.80	-363.92	103	3.01
73		MCDONALDS CORP	MCD	1	62.190	4,539.87	3,992.37	547.50	146	3.22
79		MCGRAW-HILL COMPANIES INCORPORATED	MHP	1	23 190	1,832 01	3,531.35	-1,699 34	69	3 79
89		MEDTRONIC INC	MDT	1	31.420	2,796.38	4,659.15	-1,862.77	66	2.39
162		MICROSOFT CORP	MSFT	1	19 440	3,149 28	4,627 98	-1,478 70	84	2 67
100		PAYCHEX INC	PAYX	1	26 280	2,628 00	3,718.40	-1,090 40	124	4 72

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Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Account Number: 72379056 **Financial Advisor:** **RR71**
ARNETT/DULL

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Quantity Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
87		PEPSICO INC	PEP	1	54.770	4,764.99	5,636.73	-871.74	147	3.10
57		PRAXAIR INC	PX	1	59.360	3,383.52	3,617 40	-233.88	85	2 53
80		PRICE T ROWE GROUP INC	TROW	1	35 440	2,835 20	3,881.63	-1,046 43	76	2.71
100		PROCTER & GAMBLE COMPANY	PG	1	61.820	6,182.00	6,394.40	-212.40	160	2.59
160		SYSCO CORP	SYY	1	22.940	3,670.40	5,315 30	-1,644 90	153	4.18
220		U S BANCORP DE NEW	USB	1	25.010	5,502.20	7,526.55	-2,024.35	374	6.80
66		UNITED TECHNOLOGIES CORP	UTX	1	53.600	3,537.60	4,296 92	-759.32	101	2.87
61		V F CORP	VFC	1	54 770	3,340.97	4,607.03	-1,266.06	143	4.31
73		VENTAS INC	VTR	1	33.570	2,450.61	3,056 80	-606.19	149	6.11
109		WASTE MANAGEMENT INC DEL	WMI	1	33 140	3,612.26	3,094 41	517.85	117	3.26
143		WEINGARTEN REALTY INVESTORS SBI	WRI	1	20.690	2,958 67	6,431.88	-3,473 21	300	10.15

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Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Account Number: 72379056 **Financial Advisor:** **RR71**
ARNETT/DULL

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
155		WELLS FARGO & CO NEW	WFC	1	29.480	4,569.40	5,320.95	-751 55	210	4.61
		Total for Equities				103,703.69			4,188	4.04
		Total for Equities with cost data				103,703.69	132,776.65	-29,072.96		

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Limited Partnerships

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
108.367		KINDER MORGAN MGMT LLC	KMR	1	39.980	4,332 51	N/A			
		Total for Limited Partnerships				4,332.51 B2				
		Total for Limited Partnerships with cost data				0.00				

Insured Deposit Program Bank Allocations

The Insured Deposit Program consists of monies held in interest-bearing deposit accounts at multiple banking institutions, some of which are affiliates of Clearview Correspondent Services, LLC These assets are eligible for FDIC Insurance up to $250,000 (through December 31 2009) per depositor per institution per category of legal ownership for maximum FDIC Insurance coverage of $2,500,000 on uninvested cash balances. These assets, however, are not held in your securities brokerage account carried by Clearview Correspondent Services, LLC, rather by the respective banks listed below, and therefore not covered by SIPC. Balance information that we believe to be reliable has been obtained from the program banks. Clearview Correspondent Services, LLC does not guarantee the accuracy or completeness of such information Balances are insured up to the FDIC limits per institution, subject to the combined total of all your deposits at a specific bank by category of ownership, including those outside this account. It is your responsibility to monitor your aggregate relationship with a particular banking institution to ensure proper FDIC coverage Please refer to the Insured Deposit Program Terms and Conditions for more detail For any questions regarding Insured Deposit Program, please contact your Financial Advisor

DESCRIPTIONS		CURRENT VALUE
BB&T Financial, FSB	Columbus, GA	3,767 58
TOTAL INSURED BANK DEPOSITS		**$3,767.58**

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bs 10/19/09

Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Statement of Account: December 1, 2008 to December 31, 2008

Account Number: 79438781 **Financial Advisor:** **RR71**
ARNETT/DULL

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions

Prices are provided as a general guideline and may not reflect the actual current price. Refer to the disclosure on the back of this statement regarding the price/value presented.

Cost basis and the associated gain/loss for unrealized open positions are provided on this statement for informational purposes only. This statement is not a tax document and should not be used for tax preparation.

Equities

Quantity Long	Quantity Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
575		ALTRIA GROUP INC	MO	1	15 060	8,659.50	N/A	10927.57 A 7/10	736	8.50
260		ASTRAZENECA PLC SPONSORED ADR	AZN	1	41.030	10,667.80	12,216.93	-1,549.13	494	4.63
400		AT&T INC	T	1	28 500	11,400.00	15,646.70	-4,246.70	656	5.75
410		BANK OF AMERICA CORP	BAC	1	14.080	5,772.80	18,443.81	-12,671 01	524	9 09
220		BP PLC SPONSORED ADR	BP	1	46 740	10,282.80	14,370.40	-4,087 60	726	7 07
680		BRISTOL MYERS SQUIBB COMPANY	BMY	1	23 250	15,810.00	17,699.18	-1,889.18	843	5.33
455		CEMEX S A B DE CV SPONS ADR NEW REPS TEN ORD PARTICIPATION CERTS	CX	1	9 140	4,158 70	14,979.20	-10,820.50	379	9.14
190		CHEVRON CORP	CVX	1	73.970	14,054.30	14,369.70	-315 40	494	3.51
170		DIAGEO PLC NEW SPONSORED ADR	DEO	1	56.740	9,645 80	13,921.30	-4,275.50	426	4.42
340		DOW CHEMICAL COMPANY	DOW	1	15 090	5,130 60	15,117.80	-9,987.20	571	11.13

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Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Account Number: 79438781 **Financial Advisor:** **RR71**
ARNETT/DULL

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Quantity Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
340		FORD MOTOR COMPANY CAPITAL TRUST II PFD TOPRS 6.5%	FS	1	9 020	3,066 80	12,237.00	-9,170.20	1,105	36.03
400		GENERAL ELECTRIC COMPANY	GE	1	16.200	6,480 00	14,819.56	-8,339.56	496	7.65
290		GENUINE PARTS COMPANY	GPC	1	37.860	10,979 40	14,375.30	-3,395.90	452	4.12
270		HCP INC	HCP	1	27.770	7,497.90	9,589.27	-2,091 37	491	6.55
240		HEALTH CARE REIT INC	HCN	1	42.200	10,128 00	10,753.41	-625.41	652	6 45
310		HEINZ HJ COMPANY	HNZ	1	37.600	11,656 00	14,719.60	-3,063.60	514	4.41
110		JOHNSON & JOHNSON	JNJ	1	59 830	6,581.30	6,140.30	441 00	202	3.08
290		JPMORGAN CHASE & COMPANY	JPM	1	31 530	9,143 70	14,152.00	-5,008.30	440	4.82
240		KIMBERLY-CLARK CORP	KMB	1	52.740	12,657.60	15,651 54	-3,993.94	556	4 40
480		KRAFT FOODS CLASS A	KFT	1	26.850	12,888 00	15,397 92	-2,509 92	556	4 32
330		LILLY ELI & COMPANY	LLY	1	40.270	13,289 10	15,711.93	-2,422 83	646	4 87

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10/19/08

Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Statement of Account: December 1, 2008 to December 31, 2008

Account Number: 79438781 **Financial Advisor:** ARNETT/DULL **RR71**

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
48		PETROCHINA COMPANY LIMITED SPONSORED ADR	PTR	1	88 980	4,271.04	5,548.80	-1,277.76	191	4.47
495		PHILIP MORRIS INTERNATIONAL INC	PM	1	43.510	21,537.45	N/A 21073.45	A 7/10	1,069	4.96
490		U S BANCORP DE NEW	USB	1	25.010	12,254.90	16,047.60	-3,792.70	833	6.80
500		UNILEVER N V NEW YORK SHARES NEW	UN	1	24.550	12,275.00	14,690.00	-2,415 00	469	3.83
410		VERIZON COMMUNICATIONS INC	VZ	1	33.900	13,899.00	15,498.39	-1,599.39	754	5 43
550		VODAFONE GROUP PLC NEW SPONSORED ADR	VOD	1	20.440	11,242.00	15,527 44	-4,285.44	762	6.78
Total for Equities						275,429.49			16,037	5 82
Total for Equities with cost data						245,232.54	348,625 08	-103,392.54		

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Additional cost provided by S+S 32001.02 A 7/10

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Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Account Number: 85080297 **Financial Advisor:** ARNETT/DULL **RR71**

ERKILETIAN FAMILY FOUNDATION

Money Market/Insured Deposit Program

FEDERATED TREASURY OBLIGATIONS FUND 68	**Average Rate For This Period Was 0.21%**
Summary	
Beginning Balance	1,426 98
Ending Balance	0.00

INSURED DEPOSIT PROGRAM ADVISORY	**APY For This Period Was 1.30%**
Summary	
Beginning Balance	0.00
Ending Balance	14,328.56

Please see the Insured Deposit Program Bank Allocations section at the end of this statement for additional disclosure on the Insured Deposit Program

Portfolio Positions

Prices are provided as a general guideline and may not reflect the actual current price. Refer to the disclosure on the back of this statement regarding the price/value presented.

Cost basis and the associated gain/loss for unrealized open positions are provided on this statement for informational purposes only. This statement is not a tax document and should not be used for tax preparation.

Equities

Quantity Long	Quantity Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
110		ABBOTT LABORATORIES	ABT	1	53 370	5,870.70	6,017.10	-146.40	158	2 70
135		ALLSTATE CORP	ALL	1	32 760	4,422 60	6,340.48	-1,917.88	221	5 01
75		BOEING COMPANY	BA	1	42.670	3,200 25	4,829.91	-1,629.66	126	3 94
100		BP PLC SPONSORED ADR	BP	1	46.740	4,674.00	6,406.81	-1,732.81	330	7.07
75		CHEVRON CORP	CVX	1	73 970	5,547.75	5,559 75	-12.00	195	3 51

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BS 10/15/05

Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Account Number: 85080297 Financial Advisor: RR71
ARNETT/DULL

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
90		CONOCOPHILLIPS	COP	1	51.800	4,662.00	6,179 28	-1,517.28	169	3.63
90		DIAGEO PLC NEW SPONSORED ADR	DEO	1	56.740	5,106.60	6,437 91	-1,331.31	225	4.42
135		DOMINION RESOURCES INC VA NEW	D	1	35.840	4,838.40	4,673.94	164.46	213	4.41
105		EATON CORP	ETN	1	49.710	5,219.55	4,202.11	1,017.44	210	4.02
140		FEDERATED INVS INC PA CLASS B NON-VOTING	FII	1	16.960	2,374.40	4,591 10	-2,216.70	134	5.66
220		GENERAL ELECTRIC COMPANY	GE	1	16.200	3,564.00	7,552 45	-3,988.45	272	7.65
205		INTEL CORP	INTC	1	14.660	3,005.30	2,878 18	127.12	114	3.82
110		KIMBERLY-CLARK CORP	KMB	1	52.740	5,801.40	6,916.05	-1,114.65	255	4.40
225		NOKIA CORPORATION SPONSORED ADR	NOK	1	15.600	3,510 00	5,531 35	-2,021 35	135	3.85
480		PEARSON PLC SPONSORED ADR	PSO	1	9 540	4,579 20	7,150 13	-2,570 93	293	6 42
100		PEPSICO INC	PEP	1	54 770	5,477.00	6,370 69	-893.69	170	3 10

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10/15/07

Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Statement of Account: December 1, 2008 to December 31, 2008

Account Number: 85080297 **Financial Advisor:** ARNETT/DULL **RR71**

ERKILETIAN FAMILY FOUNDATION

Portfolio Positions (continued)

Equities (continued)

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
320		PFIZER INC	PFE	1	17.710	5,667 20	7,639.94	-1,972 74	409	7 23
120		PHILIP MORRIS INTERNATIONAL INC	PM	1	43.510	5,221 20	4,928.72	292.48	259	4 96
205		REALTY INCOME CORP	O	1	23.150	4,745 75	4,857 97	-112.22	348	7 35
680		TAIWAN SEMICONDUCTOR MANUFACTURING COMPANY LTD SPONS ADR	TSM	1	7 900	5,372 00	7,109 25	-1,737.25	266	4 95
180		TEEKAY CORPORATION	TK	1	19.650	3,537 00	3,359.84	177 16	227	6 44
145		U S BANCORP DE NEW	USB	1	25 010	3,626.45	5,055.30	-1,428 85	246	6 80
205		WASTE MANAGEMENT INC DEL	WMI	1	33 140	6,793.70	6,724.62	69.08	221	3 26
Total for Equities						106,816.45			5,196	4.86
Total for Equities with cost data						106,816.45	131,312.88	-24,496 43		

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Limited Partnerships

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
151 795		KINDER MORGAN MGMT LLC	KMR	1	39.980	6,068.76	N/A			

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A-9/1
BS 06/28/07

Scott & Stringfellow Inc.
a BB&T Corporation affiliate

Statement of Account: December 1, 2008 to December 31, 2008

Account Number: 11002794 **Financial Advisor:** **RR71**
ARNETT/DULL
ERKILETIAN FAMILY FOUNDATION

Portfolio Positions

Prices are provided as a general guideline and may not reflect the actual current price. Refer to the disclosure on the back of this statement regarding the price/value presented.

Cost basis and the associated gain/loss for unrealized open positions are provided on this statement for informational purposes only. This statement is not a tax document and should not be used for tax preparation.

Equities

Quantity Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
104		APPLE INC	AAPL	1	85.350	8,876 40	N/A			
115		CELGENE CORP	CELG	1	55.280	6,357.20	N/A			
55		RESEARCH IN MOTION LTD	RIMM	1	40.580	2,231.90	N/A			
		Total for Equities				17,465 50				
		Total for Equities with cost data				0.00				

COSTS PROVIDED BY
LISA ROSE @ S&S
See W/P A-9/3

Clearview Correspondent Services, LLC provides your Consolidated 1099 Tax Statement. For tax year 2008, Clearview will utilize the IRS mail date extension process for those clients that hold Real Estate Investment Trusts (REITs), Regulated Investment Companies (RICs), Closed End Mutual Funds and potentially other securities that may have a reallocation of income in order to minimize the number of Corrected 1099 Tax Statements being sent. The Consolidated 1099 Tax Statement will be mailed no later than February 20, 2009. Clients that do not hold these types of securities will receive their tax statement in January.

Merrick Bank of South Jordan, UT is in the process of being added as a Program Bank in the Insured Deposit Program.

Scott & Stringfellow, Inc. is now Scott & Stringfellow LLC. Your customer agreements are now with Scott & Stringfellow LLC. This is a change in corporate form only; it does not change how we serve your investment needs.