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

2009

Department of the Treasury
Internal Revenue Service

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

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 Address change Name changeUse the
IRS label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

BECKETT CHARITABLE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

C/O 306 MUSKREEK ROAD

City or town

State ZIP code

WHITE STONE**VA 22578**H Check type of organization. Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16) **J Accounting method** Cash Accrual
 Other (specify) **► \$ 1,443,104.** (Part I, column (d) must be on cash basis)

A Employer identification number

54-1188521

B Telephone number (see the instructions)

(804) 435-2865C 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 ►

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)
R E V E N U E	1 Contributions, gifts, grants, etc, received (att sch)			
	2 Ck ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B			
	3 Interest on savings and temporary cash investments	5.	5.	
	4 Dividends and interest from securities	40,528.	40,528.	
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain/(loss) from sale of assets not on line 10	-107,902.		
	b Gross sales price for all assets on line 6a	317,121.		
	7 Capital gain net income (from Part IV, line 2)		0.	
	8 Net short-term capital gain		0.	
	9 Income modifications ..			
A D M I N I S T R A T I V E O P E R A T I N G A N D E X P E N S E S	10a Gross sales less returns and allowances			
	b Less Cost of goods sold			
	c Gross profit/(loss) (att sch)			
	11 Other income (attach schedule)			
	12 Total. Add lines 1 through 11	-67,369.	40,533.	0.
	13 Compensation of officers, directors, trustees, etc	29,250.	29,250.	
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)			
	b Accounting fees (attach sch) I-16b Stmt	1,250.	1,250.	
	c Other prof fees (attach sch) I-16c Stmt	8,209.	8,209.	
	17 Interest			
	18 Taxes (attach schedule)(see instr) SEE ATTACHED STAT	470.		
	19 Depreciation (attach sch) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings	2,595.	2,595.	
	22 Printing and publications			
	23 Other expenses (attach schedule)			
	SEE ATTACHED SCHEDULE	2,632.	2,632.	
	24 Total operating and administrative expenses. Add lines 13 through 23	44,406.	43,936.	
	25 Contributions, gifts, grants paid	72,500.		72,500.
	26 Total expenses and disbursements. Add lines 24 and 25	116,906.	43,936.	72,500.
	27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements	-184,275.	0.	0.
	b Net investment income (if negative, enter -0-)			
	c Adjusted net income (if negative, enter -0-)			

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
A S S E T S	1 Cash – non-interest-bearing		4,334.	1,964.	1,964.
	2 Savings and temporary cash investments		31,090.	7,497.	7,497.
	3 Accounts receivable	►			
	Less allowance for doubtful accounts	►			
	4 Pledges receivable	►			
	Less: allowance for doubtful accounts	►			
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)				
	7 Other notes and loans receivable (attach sch)	►			
	Less: allowance for doubtful accounts	►			
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments – U.S. and state government obligations (attach schedule)				
	b Investments – corporate stock (attach schedule) I-10b Stmt		1,724,894.	1,566,582.	1,433,643.
	c Investments – corporate bonds (attach schedule)				
L I A B I L I T I E S	11 Investments – land, buildings, and equipment. basis	►			
	Less: accumulated depreciation (attach schedule)	►			
	12 Investments – mortgage loans				
	13 Investments – other (attach schedule)				
	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)		1,760,318.	1,576,043.	1,443,104.
N F E U N D A S B S A L E T S N C O R E S	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)				
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	► <input type="checkbox"/>			
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	► <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, building, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds		1,760,318.	1,576,043.	
	30 Total net assets or fund balances (see the instructions)		1,760,318.	1,576,043.	
	31 Total liabilities and net assets/fund balances (see the instructions)		1,760,318.	1,576,043.	

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	1,760,318.
2 Enter amount from Part I, line 27a	2	-184,275.
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	1,576,043.
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	1,576,043.

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					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 317,121.		425,023.	-107,902.		
b					
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			-107,902.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	-107,902.	
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	-12,169.	

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	98,179.	1,578,749.	0.062188
2007	90,000.	1,995,979.	0.045091
2006	80,000.	1,829,609.	0.043725
2005	85,000.	1,763,270.	0.048206
2004	85,000.	1,705,728.	0.049832

2 Total of line 1, column (d)	2 0.249042
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 0.049808
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4 1,284,157.
5 Multiply line 4 by line 3	5 63,961.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6 0.
7 Add lines 5 and 6	7 63,961.
8 Enter qualifying distributions from Part XII, line 4	8 72,500.

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1.	
Date of ruling 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 ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1 0.
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 0.
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 0.
6	Credits/Payments:	
a	2009 estimated tax pmts and 2008 overpayment credited to 2009	6a 1,835.
b	Exempt foreign organizations – tax withheld at source	6b
c	Tax paid with application for extension of time to file (Form 8868)	6c
d	Backup withholding erroneously withheld	6d
7	Total credits and payments. Add lines 6a through 6d	7 1,835.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 1,835.
11	Enter the amount of line 10 to be Credited to 2010 estimated tax ► 1,835. Refunded ► 11	11

Part VII-A | Statements Regarding Activities

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

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

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?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
 (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?
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*

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
 b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
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?

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*

8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ► VA – Virginia

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*

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*

10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*

Part VII-A | Statements Regarding Activities Continued

11		X
12		X
13	X	
Website address	► N/A	
14	Telephone no. ► (804) 435-2865	
Located at ► 306 MUSKREEK ROAD WHITE STONE VA ZIP + 4 ► 22578		
15	► 15	► X 0.

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

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

		Yes	No
1a During the year did the foundation (either directly or indirectly):			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?	► <input type="checkbox"/>	1b	
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__			
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	
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	
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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

 Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

 Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

 Yes No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

 Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

 Yes No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

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?

 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

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

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
RANDOLPH H. WATTS 306 MUSKREEK ROAD WHITE STONE VA 22578	TRUSTEE	3.00	29,250.	0.
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
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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	NONE	0.00		
N/A				
N/A				
0				
0				
0				
0				

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

None

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		
	NONE	
Total number of others receiving over \$50,000 for professional services	►	None

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

None

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	<u>N/A</u>	
2		0.
3		
4		

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

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

All other program-related investments See instructions

3

Total. Add lines 1 through 3

BAA

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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	1,275,716.
b Average of monthly cash balances	1b	27,997.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	1,303,713.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	1,303,713.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	19,556.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,284,157.
6 Minimum investment return. Enter 5% of line 5	6	64,208.

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	64,208.
2a Tax on investment income for 2009 from Part VI, line 5	2a	0.
b Income tax for 2009 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	0.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	64,208.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	64,208.
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	64,208.

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	72,500.
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	72,500.
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	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	72,500.

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				64,208.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			69,347.	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009:				
a From 2004 0.				
b From 2005 0.				
c From 2006 0.				
d From 2007 0.				
e From 2008 0.				
f Total of lines 3a through e 0.				
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 72,500.				
a Applied to 2008, but not more than line 2a			69,347.	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2009 distributable amount				3,153.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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				
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				61,055.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005 0.				
b Excess from 2006 0.				
c Excess from 2007 0.				
d Excess from 2008 0.				
e Excess from 2009 0.				

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

N/A

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

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

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.

The name, address, and telephone number
RANDOLPH H. WATTS TRUSTEE

MINDEN H. WHITIS
306 MUSKREEK ROAD

500 HORSEPOWER
WHITE STONE

VA 22578

(804) 435-2865

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

c Any submission deadlines:

NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
CHARITABLE T.R.C. SECTION 501(C)(3) ORGANIZATION

Part XV **Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE ATTACHED SCHEDULE			SEE SCHEDULE	
NONE				
NONE				72,500.
Total				► 3a 72,500.
<i>b Approved for future payment</i>				
NONE				
N/A				
N/A				0.
Total				► 3b 0.

Part XVI-A Analysis of Income-Producing Activities

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
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			14	5.	
4 Dividends and interest from securities			14	40,528.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	-107,902.	
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)				-67,369.	
13 Total Add line 12, columns (b), (d), and (e)				-67,369.	

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

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

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

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 off

- (1) Cash
- (2) Other assets . . .

b Other transactions:

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets . . .
- (4) Reimbursement arrangements . . .
- (5) Loans or loan guarantees . . .
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

	Yes	No
1a (1)		X
1a (2)		X
1b (1)		X
1b (2)		X
1b (3)		X
1b (4)		X
1b (5)		X
1b (6)		X
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.

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

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.

► Randolph H. Watts, trustee
Signature of officer or trustee

15-14-10

1

14-10

I G N H E R E	Signature of officer or trustee		Date	Title	
	Preparer's signature	► <i>William F. Nugent</i>	Date 05/11/10	Check if self- employed ► <input checked="" type="checkbox"/>	Preparer's Identifying number (See Signature in the instrs) P00045200
Paid Pre- parer's Use Only	Firm's name (or yours if self- employed), address, and ZIP code	► <u>WILLIAM F. NUGENT, CPA</u> ► <u>P.O. BOX 3354</u> ► <u>ALEXANDRIA</u>	EIN ►	Phone no ► (703) 751-2431	

BAA

Form 990-PF (2009)

Name BECKETT CHARITABLE FOUNDATION	Employer Identification Number 54-1188521
--	---

Asset Information:

Description of Property: **SEE ATTACHED SCHEDULE**

Date Acquired _____ How Acquired: _____

Date Sold: _____ Name of Buyer: _____

Sales Price: _____ Cost or other basis (do not reduce by depreciation) _____

Sales Expense: _____ Valuation Method: _____

Total Gain (Loss): _____ Accumulation Depreciation: _____

Description of Property: _____

Date Acquired _____ How Acquired: _____

Date Sold: _____ Name of Buyer: _____

Sales Price: _____ Cost or other basis (do not reduce by depreciation) _____

Sales Expense: _____ Valuation Method: _____

Total Gain (Loss): _____ Accumulation Depreciation: _____

Description of Property: _____

Date Acquired _____ How Acquired: _____

Date Sold: _____ Name of Buyer: _____

Sales Price: _____ Cost or other basis (do not reduce by depreciation) _____

Sales Expense: _____ Valuation Method: _____

Total Gain (Loss): _____ Accumulation Depreciation: _____

Description of Property: _____

Date Acquired _____ How Acquired: _____

Date Sold: _____ Name of Buyer: _____

Sales Price: _____ Cost or other basis (do not reduce by depreciation) _____

Sales Expense: _____ Valuation Method: _____

Total Gain (Loss): _____ Accumulation Depreciation: _____

Description of Property: _____

Date Acquired: _____ How Acquired: _____

Date Sold: _____ Name of Buyer: _____

Sales Price: _____ Cost or other basis (do not reduce by depreciation) _____

Sales Expense: _____ Valuation Method: _____

Total Gain (Loss): _____ Accumulation Depreciation: _____

Description of Property: _____

Date Acquired: _____ How Acquired: _____

Date Sold: _____ Name of Buyer: _____

Sales Price: _____ Cost or other basis (do not reduce by depreciation) _____

Sales Expense: _____ Valuation Method: _____

Total Gain (Loss): _____ Accumulation Depreciation: _____

Description of Property: _____

Date Acquired: _____ How Acquired: _____

Date Sold: _____ Name of Buyer: _____

Sales Price: _____ Cost or other basis (do not reduce by depreciation) _____

Sales Expense: _____ Valuation Method: _____

Total Gain (Loss): _____ Accumulation Depreciation: _____

Description of Property: _____

Date Acquired: _____ How Acquired: _____

Date Sold: _____ Name of Buyer: _____

Sales Price: _____ Cost or other basis (do not reduce by depreciation) _____

Sales Expense: _____ Valuation Method: _____

Total Gain (Loss): _____ Accumulation Depreciation: _____

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
<u>SEE ATTACHED SCHEDULE</u>	<u>ACCOUNTING/TAX SERVICE</u>	<u>1,250.</u>			
Total		<u>1,250.</u>			

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
<u>SEE ATTACHED SCHEDULE</u>	<u>INVESTMENT MANAGEMENT</u>	<u>8,209.</u>			
Total		<u>8,209.</u>			

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
<u>SEE ATTACHED SCHEDULE</u>	<u>1,566,582.</u>	<u>1,433,643.</u>
Total	<u>1,566,582.</u>	<u>1,433,643.</u>

BECKETT CHARITABLE FOUNDATION
c/o 306 MUSKREEK ROAD
WHITE STONE, VA 22578
EIN. 54-1188521
TAX YEAR ENDED: DECEMBER 31, 2009

	Col (a)	Col (b)
<u>FORM 990-PF, PART I, LINE 16b:</u>		
ACCOUNTING FEES.		
TAX PREPARATION	<u>1,250</u>	<u>1,250</u>
<u>FORM 990-PF, PART I, LINE 16c:</u>		
OTHER PROFESSIONAL FEES:		
INVESTMENT MANAGEMENT	<u>8,209</u>	<u>8,209</u>
<u>FORM 990-PF, PART I, LINE 18</u>		
TAXES		
U S. INCOME TAX PAYMENTS	-	
FOREIGN TAX WITHHELD ON DIVIDEND:	<u>470</u>	
<u>TOTAL TAXES</u>	<u><u>470</u></u>	
<u>FORM 990-PF, PART I, LINE 23</u>		
OTHER EXPENSES		
OFFICE EXPENSE	75	75
FILE COURT ACCOUNTING	1,513	1,513
TRUSTEE'S BOND	<u>1,044</u>	<u>1,044</u>
<u>TOTAL OTHER EXPENSES</u>	<u><u>2,632</u></u>	<u><u>2,632</u></u>

BECKETT CHARITABLE FOUNDATION
c/o 306 MUSKREEK ROAD
WHITE STONE, VA 22578
EIN: 54-1188521
TAX YEAR ENDED DECEMBER 31, 2009

FORM 990-PF, PART II, LINE 10b.

<u>CORPORATE STOCK</u>	END OF YEAR	
	<u>COST</u>	<u>MARKET</u>
2818 154 SH CAPITAL WORLD G & I FUND	118,151	96,015
4715.459 SH AMCAP FUND	90,277	78,512
6270.457 SH BOND FUND OF AMERICA	89,277	73,991
2509 558 CAP INCOME BUILDER	148,841	120,133
4536 391 SH CAP WORLD BUILDER	91,888	90,907
5766 252 SH INTERMEDIATE BOND FUND	78,254	75,769
4083 SH FUNDAMENTAL INVESTORS	164,512	133,637
5039 865 SH GROWTH FUND OF AMERICA	162,504	137,588
11930 62 SH INCOME FUND OF AMERICA	156,845	184,686
5039 865 SH NEW PERSPECTIVE FUND	102,481	81,615
3388 172 SHS WASH MUTUAL INVESTORS FD	108,809	83,451
1335 114 SH CALAMOS GROWTH FUND	52,500	59,359
3406.439 SH DAVIS NY VENTURE FD	106,479	106,588
3447 421 SH LORD ABBETT AFFILIATED FD	30,073	35,233
2191 989 SH MARISCO GROWTH FD	30,162	35,620
1943 397 SH MFS VALUE FUND	35,529	40,539
 <u>TOTALS</u>	 <u>1,566,582</u>	 <u>1,433,643</u>

BECKETT CHARITABLE FOUNDATION
 c/o 306 MUSKREEK ROAD
 WHITE STONE, VA 22578
 EIN 54-1188521
 TAX YEAR ENDED DECEMBER 31, 2009

FORM 990-PF, PART IV
CAPITAL GAINS AND LOSSES

<u>DESCRIPTION</u>	<u>HOW ACQUIRED</u>	<u>DATE ACQUIRED</u>	<u>DATE SOLD</u>	<u>SALES PRICE</u>	<u>COST</u>	<u>GAIN OR (LOSS)</u>
1260.504 SHS BOND FUND OF AMERICA	P	02/04/08	11/23/09	15,000	17,970	(2,970)
435 035 SHS CAP WORLD GRWTH & INCOME	P	02/04/08	11/23/09	15,000	18,239	(3,239)
640.466 SHS CAP WORLD GRWTH & INCOME	P	02/04/08	11/24/09	22,000	26,852	(4,852)
3375 356 SHS WASH MUT INVESTORS FD	P	02/04/08	11/16/09	83,000	108,397	(25,397)
2660 SHS EUROPACIFIC GROWTH FD	P	02/04/08	06/11/09	87,009	126,377	(39,368)
1867 414 SHS NEW PERSPECTIVE FD	P	02/04/08	06/11/09	40,000	60,019	(20,019)
1130 369 SHS INTERMEDIATE BOND FD	P	06/12/09	11/23/09	15,000	15,342	(342)
3623 188 SHS BOND FUND OF AMERICA	P	01/07/99	06/11/09	40,000	51,827	(11,827)
0 003 SHS BOND FUND OF AMERICA	P	01/26/09	05/27/09	-	-	-
1100 SHS SEAGATE TECHNOLOGY	P	VARIOUS	09/23/09	112	-	112
<u>TOTALS</u>				<u>317,121</u>	<u>425,023</u>	<u>(107,902)</u>

BECKETT CHARITABLE FOUNDATION
c/o 306 MUSKREEK ROAD
WHITE STONE, VA 22578
EIN. 54-1188521
TAX YEAR ENDED: DECEMBER 31, 2009

FORM 990-PF, PART XV, QUESTION 3
GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RECIPIENT RELATIONSHIP</u>	<u>FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
ALL RECIPIENTS QUALIFY AS PUBLIC CHARITIES				
NORTHERN NECK MONTESSORI SCHOOL P.O. BOX 1003 KILMARNOCK, VA 22482	NONE	NONE	EDUCATIONAL FUND	2,500
BLUE RIDGE SCHOOL ST GEORGE, VA 22935	NONE	NONE	EDUCATIONAL FUND	10,000
LYNCHBURG COLLEGE 1501 LAKESIDE DRIVE LYNCHBURG, VA 24501-3199	NONE	NONE	EDUCATIONAL FUND	10,000
HAMPDEN-SYDNEY COLLEGE HAMPDEN-SYDNEY, VA 23943	NONE	NONE	EDUCATIONAL FUND	20,000
ST MARGARET'S SCHOOL, P O BOX 158, TAPPAHANNOCK, VA 22560	NONE	NONE	EDUCATIONAL FUND	10,000
FORK UNION MILITARY ACADEMY FORK UNION, VA 23055	NONE	NONE	EDUCATIONAL FUND	10,000
ROANOKE COLLEGE 221 COLLEGE LA. SALEM, VA 24153-3794	NONE	NONE	EDUCATIONAL FUND	10,000
<u>TOTAL GRANTS PAID DURING 2009</u>				<u>72,500</u>