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 , and ending

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

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

Name of foundation: BIRDSONG CHARITABLE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 1400 — Room/suite:

City or town, state, and ZIP code: SUFFOLK VA 23439

A Employer identification number: 54-1607210

B Telephone number (see page 10 of the instructions): 757-539-3456

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: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 3,861,640

J Accounting method: ☒ 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 page 11 of 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 (attach schedule)	800,000			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	44,000	44,000	44,000	
	4	Dividends and interest from securities	31,859	31,859	31,859	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10 Stmt 1	-413,395			
	b	Gross sales price for all assets on line 6a 1,118,656				
	7	Capital gain net income (from Part IV, line 2)		706		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns & allowances				
	b	Less. Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) Stmt 2	3,047	3,047	3,047	
	12	**Total.** Add lines 1 through 11	465,511	79,612	78,906	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule) Stmt 3	9,853			
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) Stmt 4	327			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att. sch.) Stmt 5	5			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	10,185	0		0
	25	Contributions, gifts, grants paid	1,358,200			1,358,200
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,368,385	0	0	1,358,200
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-902,874			
	b	**Net investment income** (if negative, enter -0-)		79,612		
	c	**Adjusted net income** (if negative, enter -0-)			78,906	

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	2,301,039	883,590	883,590
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 page 16 of the instructions)			
7	Other notes and loans receivable (att schedule) ▶			
	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) See Stmt 6	1,188,906	3,108,690	2,978,050
c	Investments—corporate bonds (attach schedule) See Stmt 7	720,047		
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach sch) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule) See Statement 8	690,008		
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach sch) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	4,900,000	3,992,280	3,861,640
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (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, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	4,900,000	3,992,280	
30	**Total net assets or fund balances** (see page 17 of the instructions)	4,900,000	3,992,280	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	4,900,000	3,992,280	

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	4,900,000
2	Enter amount from Part I, line 27a	2	-902,874
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,997,126
5	Decreases not included in line 2 (itemize) ▶ See Statement 9	5	4,846
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,992,280

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	CAPITAL GAIN-ODIT			
b	SCHWAB CAPITAL GAIN DIST			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b	706			706
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				706
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** 706

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 pages 13 and 17 of the instructions).
If (loss), enter -0- in Part I, line 8 **3**

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see page 18 of 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 (col (b) divided by col (c))
2008	1,082,336	2,798,675	0.386732
2007	193,500	3,220,440	0.060085
2006	191,800	999,739	0.191850
2005	80,950	913,706	0.088595
2004	492,304	719,889	0.683861

2	**Total** of line 1, column (d)	2	1.411123
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	0.282225
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	3,089,307
5	Multiply line 4 by line 3	5	871,880
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	796
7	Add lines 5 and 6	7	872,676
8	Enter qualifying distributions from Part XII, line 4	8	1,358,200

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 on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of 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 instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	796
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	796
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	796
6	Credits/Payments:				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	10,648		
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	10,648
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	9,852
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 800 Refunded ▶			11	9,052

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 page 19 of 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. ▶ $ ______ **(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.	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? 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? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of 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 on page 27)? 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	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 page 20 of the 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 ▶ ORGANIZATION Telephone no. ▶ 757-539-3456
612 MADISON AVE
Located at ▶ SUFFOLK, VA ZIP+4 ▶ 23434

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

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?	☐ 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 page 20 of the instructions)?	N/A	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?	N/A	1c		
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?	☐ Yes ☒ 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 page 20 of the instructions)	N/A	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?	☐ 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.)	N/A	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

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 page 22 of the 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 page 22 of the instructions)? N/A | 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? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X |

If "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? N/A | 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 page 22 of the 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
GEORGE Y. BIRDSONG SUFFOLK 612 MADISON AVE. VA 23434	DIRECTOR/TRE 1.00	0	0	0
THOMAS H. BIRDSONG SUFFOLK 612 MADISON AVE. VA 23434	DIRECTOR 1.00	0	0	0
W.J. SPAIN, JR. SUFFOLK 612 MADISON AVE. VA 23434	DIRECTOR/PRE 1.00	0	0	0
STEPHEN L. HUBER SUFFOLK 612 MADISON AVE. VA 23434	DIRECTOR/SEC 1.00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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 ▶

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 page 23 of the 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 ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the 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 page 24 of the instructions 3	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	1,796,449
b	Average of monthly cash balances	1b	1,339,903
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	3,136,352
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	3,136,352
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	47,045
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,089,307
6	**Minimum investment return.** Enter 5% of line 5	6	154,465

Part XI Distributable Amount (see page 25 of the 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	154,465
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 796		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	796
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	153,669
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	153,669
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	153,669

Part XII Qualifying Distributions (see page 25 of the 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	1,358,200
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	1,358,200
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 page 26 of the instructions)	5	796
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,357,404

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 page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				153,669
2	Undistributed income, if any, as of the end of 2009:				
a	Enter amount for 2008 only				
b	Total for prior years: 20 ____ , 20 ____ , 20 ____				
3	Excess distributions carryover, if any, to 2009:				
a	From 2004 457,102				
b	From 2005 37,639				
c	From 2006 145,050				
d	From 2007 39,375				
e	From 2008 944,638				
f	**Total** of lines 3a through e	1,623,804			
4	Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 1,358,200				
a	Applied to 2008, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d	Applied to 2009 distributable amount				153,669
e	Remaining amount distributed out of corpus	1,204,531			
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	2,828,335			
b	Prior years' undistributed income. Subtract line 4b from line 2b				
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 page 27 of the instructions				
e	Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				
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 page 27 of the instructions)				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	457,102			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	2,371,233			
10	Analysis of line 9:				
a	Excess from 2005 37,639				
b	Excess from 2006 145,050				
c	Excess from 2007 39,375				
d	Excess from 2008 944,638				
e	Excess from 2009 1,204,531				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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 foundation had $5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

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

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the 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:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

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 10				1,358,200
Total			▶ 3a	1,358,200
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of 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			14	44,000	
4 Dividends and interest from securities			14	31,859	
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			14	3,047	
8 Gain or (loss) from sales of assets other than inventory			14	706	-414,101
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)		0		79,612	-414,101

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . . 13 -334,489

(See worksheet in line 13 instructions on page 28 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 page 29 of 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 of officer or trustee — Date 5/14/10 — Title Sec

Paid Preparer's Use Only

Preparer's signature	Date 05/12/10	Check if self-employed ▶ ☐	Preparer's identifying number (see Signature on page 30 of the instructions) P00349615
Firm's name (or yours if self-employed), address, and ZIP code	Frank Edward Sheffer & Co 112 W Washington St Ste 100 Suffolk, VA 23434-5246		EIN ▶ 54-1220346 Phone no 757-539-3446

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	**Employer identification number**
BIRDSONG CHARITABLE FOUNDATION	54-1607210

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) and 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 its Form 990, or check the box in the heading 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: BIRDSONG CHARITABLE FOUNDATION

Employer identification number: 54-1607210

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	BIRDSONG CORPORATION PO BOX 1400 SUFFOLK VA 23434	$ 800,000	Person [X] 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.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description: Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
146.06SH ARTIO INTL EQUITY-A	8/02/05	2/05/09	Purchase	$ 3,168	$ 4,886	$	$	$ -1,718
199.721sh ARTIO INTL EQUITY-A	9/02/05	2/05/09	Purchase	4,332	7,026			-2,694
365.017sh DFA INTERNATIONAL VALUE	2/03/05	2/05/09	Purchase	4,043	5,944			-1,901
535.073sh DFA INTERNATIONAL VALUE	3/02/05	2/05/09	Purchase	5,927	9,027			-3,100
73.411sh DODGE & COX	5/11/05	2/05/09	Purchase	4,970	9,375			-4,405
1882.733sh DIAMOND HILL LONG-SHORT	4/02/08	5/12/09	Purchase	26,716	35,000			-8,284
8.316sh DIAMOND HILL LONG-SHORT	12/16/08	5/12/09	Purchase	118	118			
20.498sh DIAMOND HILL LONG-SHORT	12/30/08	5/12/09	Purchase	291	281			10
495.05sh GATEWAY FUND	10/14/08	9/30/09	Purchase	12,149	12,500			-351
3.191sh GATEWAY FUND	12/31/08	9/30/09	Purchase	78	77			1
3.536sh GATEWAY FUND	3/27/09	9/30/09	Purchase	87	80			7
2.551sh GATEWAY FUND	6/26/09	9/30/09	Purchase	63	60			3
2.154sh GATEWAY FUND	9/25/09	9/30/09	Purchase	53	53			
195.848sh GROWTH FUND OF AMERICA	11/29/07	11/03/09	Purchase	5,000	7,096			-2,096
613.748sh HUSSMAN STRATEGIC TOTAL RE	4/02/08	11/03/09	Purchase	7,475	7,376			99
100sh ISHARES S&P 500 INDEX	1/19/07	11/03/09	Purchase	10,410	14,309			-3,899
55.291sh DODGE & COX STOCK	5/11/05	11/03/09	Purchase	4,975	7,061			-2,086

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description / Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
COMCAST CABLE COMM 7.125%			Purchase				
	4/12/04	11/10/09	$ 110,730	$ 115,708	$	$	$ -4,978
FORD MTR CO 7.875%			Purchase				
	4/12/04	11/10/09	101,480	113,130			-11,650
HERTZ CORP 7.40%			Purchase				
	4/12/04	11/10/09	99,490	110,419			-10,929
MORGAN STANLEY GLOBAL SUB NT 4.750%			Purchase				
	4/12/04	11/10/09	40,620	39,301			1,319
SPRINT CAP CORP NT 8.375%			Purchase				
	4/12/04	11/10/09	101,480	122,116			-20,636
INTERNATIONAL BUSINESS MACHINES CORP			Purchase				
	4/12/04	2/01/09	100,000	110,498			-10,498
AT&T CORP NT GLOBAL BD 6.0%			Purchase				
	4/12/04	3/15/09	100,000	108,875			-8,875
FIDELITY ADVISOR EQUITY INCOME FUND			Purchase				
	Various	11/09/09	97,998	175,493			-77,495
JOHN HANCOCK CLASSIC VALUE FUND			Purchase				
	Various	11/09/09	75,876	167,568			-91,692
LORD ABBETT AFFILIATED FUND CL C			Purchase				
	Various	11/09/09	95,613	179,243			-83,630
WASHINGTON MUTUAL INVESTORS FUND CL			Purchase				
	Various	11/09/09	104,627	169,431			-64,804
ENRON SETTLEMENT			Purchase				
	Various	Various	181				181
Total			$ 1,117,950	$ 1,532,051	$ 0	$ 0	$ -414,101

Federal Statements

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP INCOME	$ 3,047	$ 3,047	$ 3,047
Total	$ 3,047	$ 3,047	$ 3,047

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING SERVICE	$ 950	$	$	$
MANAGEMENT FEES	8,903			
Total	$ 9,853	$ 0	$ 0	$ 0

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LICENSES & FEES	$ 25	$	$	$
FOREIGN TAXES PD	302			
Total	$ 327	$ 0	$ 0	$ 0

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
BANK CHARGES	5			
Total	$ 5	$ 0	$ 0	$ 0

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
INVEST - SCHWAB SECURITIES	$ 1,188,906	$ 1,259,170	Cost	$ 1,130,407
INVESTORS SECURITY MANAGED ACCT MUTU		1,849,520	Cost	1,847,643
Total	$ 1,188,906	$ 3,108,690		$ 2,978,050

Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
INVESTORS SECURITY-BONDS	$ 720,047	$	Cost	$
Total	$ 720,047	$ 0		$ 0

Statement 8 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
OLD DOMINION INVESTORS TRST MUTUAL	$ 690,008	$	Cost	$
Total	$ 690,008	$ 0		$ 0

Statement 9 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
FEDERAL EXCISE TAX	$ 4,846
Total	$ 4,846

Federal Statements

Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or $5,000

Name of Manager	Amount
NONE	$
Total	$ 0

Form 990-PF, Part XV, Line 1b - Managers Who Own 10% or More Stock

Name of Manager	Amount
NONE	$
Total	$ 0

Federal Statements

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

Name / Address	Address / Relationship	Status	Purpose	Amount
AMER CANCER SOC- SUF RELA SUFFOLK VA 23435	112 SLEEPY POINT WAY	EXEMPT ORG	MEDICAL NEEDS	1,000
AMERICAN RED CROSS SUFFOLK VA 23434	P.O. BOX 129	EXEMPT ORG	HUMANITARIAN NEEDS	1,000
BOYS & GIRLS CLUB OF SOUT NORFOLK VA 23513	3415 AZALEA GARDEN RD	EXEMPT ORG	CHILDREN'S ACTIVITIES	2,500
BUSINESS CONSORTIUM -ARTS NORFOLK VA 23510-2103	ONE COMMERCIAL PLACE	EXEMPT ORG	CULTURAL ARTS	9,250
CHESAPEAKE BAY ACADEMY VIRGINIA BEACH VA 23462	821 BAKER ROAD	EXEMPT ORG	EDUCATION	1,000
CHESAPEAKE BAY FOUNDATION NORFOLK VA 23510-2197	1800 BANK OF AMERICA CTR	EXEMPT ORG	ENVIRONMENT	2,500
CHESAPEAKE SERVICE SYSTE CHESAPEAKE VA 23320	1100 EXECUTIVE BLVD	EXEMPT ORG	SERVICES FOR PHYICALLY CHALLENGED	10,000
CHILDREN'S CENTER SUFFOLK VA 23434	300 EXECUTIVE COURT	EXEMPT ORG	CHILDREN'S ACTIVITIES	1,000
CHILDREN'S HOSPITAL OF TH NORFOLK VA 23507	601 CHILDREN'S LANE	EXEMPT ORG	MEDICAL NEEDS	6,000
CHRYSLER MUSEUM NORFOLK VA 23510	245 WEST OLNEY	EXEMPT ORG	CULTURAL ARTS	2,500
EASTERN VA MEDICAL SCHOOL NORFOLK VA 23510-0005	P.O. BOX 5	EXEMPT ORG	EDUCATION	1,000
EDMARC HOSPICE FOR CHILDR PORTSMOUTH VA 23704	516 LONDON STREET	EXEMPT ORG	CHILDREN'S MEDICAL NEEDS	500
FOODBANK OF SOUTHEASTERN NORFOLK VA 23510	P.O. BOX 1940	EXEMPT ORG	HUNGER	500
FOR KIDS NORFOLK VA 23508	4200 COLLEY AVE, SUITE A	EXEMPT ORG	HOMELESS SHELTER	25,000
GENIEVE SHELTER SUFFOLK VA 23434	1548 HOLLAND ROAD	EXEMPT ORG	BATTERED WOMEN'S SHELTER	5,000
GIRL SCOUTS OF COLONIAL SUFFOLK VA 23434	206 SUMMERFIELD COURT	EXEMPT ORG	CHILDREN'S ACTIVITIES	1,500
HAMPTON RDS ECONOMIC DEV NORFOLK VA 23510	500 MAIN STREET	EXEMPT ORG	EDUCATION	4,000
HAMPTON RDS GIFT PLANNING NORFOLK VA 23541	P.O. BOX 41069	EXEMPT ORG	EDUCATION	500

Federal Statements

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

Name / Address	Address / Relationship	Status	Purpose	Amount
HOFFLER CREEK WILDLIFE FO PORTSMOUTH VA 23703	4510 TWIN PINES ROAD	EXEMPT ORG	WILDLIFE PRESERVE	1,000
KINGS KIDS OF AMERICA SUFFOLK VA 23439-3163	P.O. BOX 3163	EXEMPT ORG	YOUTH MINISTRIES	500
MENOKIN FOUNDATION WARSAW VA 22572	P.O. BOX 1221	EXEMPT ORG	ENVIRONMENTAL	10,000
NANSEMOND SUF VOL RESCUE SUFFOLK VA 23434	428 MARKET STREET	EXEMPT ORG	MEDICAL NEEDS	6,000
NANSEMOND SUFFOLK ACADEMY SUFFOLK VA 23434	3373 PRUDEN BLVD	EXEMPT ORG	EDUCATION	150,000
NATL INST LEARNING DISABI NORFOLK VA 23505-4415	107 SEEKEL STREET	EXEMPT ORG	EDUCATION	5,000
NATURE CONSERVANCY NORFOLK VA 23510	100 BANK OF AMERICA CTR	EXEMPT ORG	ENVIRONMENTAL	5,000
NSA POP WARNER FOOTBALL SUFFOLK VA 23439	P.O. BOX 1400	EXEMPT ORG	CHILDREN'S SPORTS ACTIVITIES	8,000
OPERATION SMILE NORFOLK VA 23509	6435 TIDEWATER DRIVE	EXEMPT ORG	MEDICAL	2,000
OXFORD UNITED METHODIST C SUFFOLK VA 23434	601 W WASHINGTON STREET	EXEMPT ORG	RELIGIOUS	2,500
PAUL D CAMP COMM COLLEGE FRANKLIN VA 23851	P.O. BOX 737	EXEMPT ORG	EDUCATION	11,000
PHYSICIANS FOR PEACE NORFOLK VA 23510	999 WATERSIDE DRIVE	EXEMPT ORG	MEDICAL	1,000
PRESBYTERIAN HOMES & FAMI LYNCHBURG VA 23503-2099	150 LINDEN AVENUE	EXEMPT ORG	HUMANITARIAN	500
PROJECT PEANUT BUTTER ST LOUIS MO 64143	7435 FLORA AVENUE	EXEMPT ORG	HUNGER	20,000
RANDOLPH MACON COLLEGE ASHLAND VA 23005-5505	P.O. BOX 5005	EXEMPT ORG	EDUCATION	400,000
S HAMPTON RDS EARLY CHILD NORFOLK VA 23510	ONE COMMERCIAL PLACE	EXEMPT ORG	CHILDREN'S NEEDS	1,000
SALVATION ARMY SUFFOLK VA 23434	W. WASHINGTON STREET	EXEMPT ORG	HUMANITARIAN	101,500
SOUTHEASTERN 4-H EDUCATIO WAVERLY VA 23890	GRAY LUMBER COMPANY	EXEMPT ORG	EDUCATION	15,000

Federal Statements

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

Name / Address	Address / Relationship	Status	Purpose	Amount
SUFFOLK ART LEAGUE SUFFOLK VA 23439-1086	P.O. BOX 1086	EXEMPT ORG	CULTURAL ARTS	150
SUFFOLK CRIME LINE SUFFOLK VA 23434	441 MARKET STREET	EXEMPT ORG	CRIME PREVENTION	1,000
SUFFOLK CULTURAL ARTS CTR SUFFOLK VA 23439-0147	P.O. BOX 147	EXEMPT ORG	CUTURAL ARTS	100,000
SUFFOLK EDUCATION FOUNDAT SUFFOLK VA 23439	P.O. BOX 394	EXEMPT ORG	EDUCATION	250
SUFFOLK FOUNDATION SUFFOLK VA 23434	1426 HOLLAND ROAD	EXEMPT ORG	COMMUNITY NEEDS	40,000
SUFFOLK LITERACY COUNCIL SUFFOLK VA 23434	216 N MAIN STREET	EXEMPT ORG	EDUCATION	250
SUFFOLK MEALS ON WHEELS SUFFOLK VA 23439-1100	P.O. BOX 1100	EXEMPT ORG	HUNGER	1,000
SUFFOLK NANSEMOND HISTORI SUFFOLK VA 23439-1255	P.O. BOX 1255	EXEMPT ORG	HISTORIC PRESERVATION	15,000
SUFFOLK ROTARY CHARITABLE SUFFOLK VA 23439-1972	P.O. BOX 1972	EXEMPT ORG	HUMANITARIAN	1,500
SUFFOLK UNITED WAY NORFOLK VA 23541-1069	P.O. BOX 41069	EXEMPT ORG	HUMANITARIAN	13,500
SUFFOLK YOUTH ATHLETIC AS SUFFOLK VA 23439-1400	P.O. BOX 1400	EXEMPT ORG	CHILDREN'S SPORT ACTIVITIES	25,000
TIDEWATER ORGANIST GUILD VIRGINIA BEACH VA 23464	4829 BERRYWOOD ROAD	EXEMPT ORG	CULTURAL ARTS	2,000
UNITED METHODIST FOUNDATI GLEN ALLEN VA 23060-1719	P.O. BOX 1719	EXEMPT ORG	RELIGIOUS	1,000
UNITED NEGRO COLLEGE FUND RICHMOND VA 23220	1500 LOMBARDY STREET	EXEMPT ORG	EDUCATION	500
UVA DARDEN SCHOOL OF BUS CHARLOTTESVILLE VA 22906-	P.O. BOX 7726	EXEMPT ORG	EDUCATION	500
VIRGINIA ATHLETICS FOUNDA SUFFOLK VA 23439	P.O. BOX 1400	EXEMPT ORG	CHILDREN'S SPORTS ACTIVITIES	1,000
VIRGINIA CTR FOR INCLUSIV VIRGINIA BEACH VA 23452	3212 SUNNYBROOK LANE	EXEMPT ORG	HUMANITARIAN	3,500
VIRGINIA COLLEGE FUND RICHMOND VA 23230	3122 W. MARSHALL STREET	EXEMPT ORG	EDUCATION	500

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

Name / Address	Address / Relationship	Status	Purpose	Amount
VIRGINIA COUNSEL ON ECON RICHMOND VA 23284-4000	1015 FLOYD AVENUE	EXEMPT ORG	EDUCATION	100
VIRGINIA FFA FOUNDADTION BLACKSBURG VA 24061	268 LITTON REAVES HALL	EXEMPT ORG	EDUCATION	250
VIRGINIA FOUND FOR INDEPE RICHMOND VA 23229	8010 RIDGE ROAD	EXEMPT ORG	EDUCATION	18,500
VIRGINIA OPERA NORFOLK VA 23501	P.O. BOX 2580	EXEMPT ORG	CULTURAL ARTS	2,500
VIRGINIA STATE FAIR RICHMOND VA 23261-6805	P.O. BOX 26805	EXEMPT ORG	COMMUNITY EVENTS	5,000
VIRGINIA SYMPHONY NORFOLK VA 23501	861 GLENROCK ROAD	EXEMPT ORG	CULTURAL ARTS	2,500
VIRGINIA WESLYAN COLLEGE NORFOLK VA 23502	1584 WESLEYAN DRIV	EXEMPT ORG	EDUCATION	165,000
VOLUNTEERE HAMPTON ROADS NORFOLK VA 23507	400 WEST OLNEY ROAD	EXEMPT ORG	COMMUNITY	6,000
VPI TIDEWATER RESEARCH ST SUFFOLK VA 23432	696 CHERRY GROVE ROAD	EXEMPT ORG	RESEARCH	1,000
WESLEY THEOLOGICAL SEMINA WASHINGTON DC 20016-5690	4500 MASSACHUSETTS AVE NW	EXEMPT ORG	RELIGIOUS	1,000
WESTERN TIDEWATER FREE CL SUFFOLK VA 23434	3000 GODWIN BLVD	EXEMPT ORG	MEDICAL	5,000
WHRO PUBLIC BROADCASTING NORFOLK VA 23508	5200 HAMPTON BLVD	EXEMPT ORG	CULTURAL ARTS	1,000
YMCA OF PORTSMOUTH PORTSMOUTH VA 23703	4900 HIGH STREET WEST	EXEMPT ORG	SPORTS ACTIVITIES	5,000
YMCA OF SUFFOLK SUFFOLK VA 23434	2769 GODWIN BLVD	EXEMPT ORG	SPORTS ACTIVITIES	5,000
YMCA-TAYLOR BEND NORFOLK VA 23510	312 BUTE STREET	EXEMPT ORG	SPORTS ACTIVITIES	5,000
YOUNG LIFE-WESTERN TIDEWA SUFFOLK VA 23434	251 NORTH MAIN STREET	EXEMPT ORG	YOUTH MINISTRIES	200
FRANKLIN UNITED WAY FRANKLIN VA 23851	116 N MAIN ST	EXEMPT ORG	HUMANITARIAN	2,500
FRANKLIN YMCA FRANKLIN VA 23851	300 CRESCENT	EXEMPT ORG	SPORTS ACTIVITIES	2,500

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

Name / Address	Address / Relationship	Status	Purpose	Amount
HIGH STREET METHODIST CHU FRANKLIN VA 23851	301 W FIRST AVE	EXEMPT ORG	RELIGIOUS	2,500
FOUNDATION FOR AGRICULTUR RICHMOND VA 23261	P.O. BOX 27552	EXEMPT ORG	EDUCATION	1,000
SOUTHAMPTON ACADEMY COURTLAND VA 23837	26495 OLD PLANK ROAD	EXEMPT ORG	EDUCATION	2,000
FIRST UNITED METHODIST CH STEPHENVILLE TX 76401	422 W WASHINGTON ST	EXEMPT ORG	RELIGIOUS	12,000
GORMAN BASEBALL COMMISSIO GORMAN TX 76454	P.O. BOX 698	EXEMPT ORG	CHILDREN'S SPORTS ACTIVITIES	1,000
GORMAN INDEPENDENT SCHOOL GORMAN TX 76454	114 WEST LEXINGTON	EXEMPT ORG	EDUCATION	5,000
GORMAN FIRE DEPARTMENT GORMAN TX 76454	303 S CRESCENT	EXEMPT ORG	COMMUNITY	2,000
GORMAN SCHOOL PTO GORMAN TX 76454	114 W LEXINGTON	EXEMPT ORG	EDUCATION	250
HARRIS METHODIST HOSPITAL STEPHENVILLE TX 76401	411 N BELKNAP ST	EXEMPT ORG	MEDICAL	1,000
HISTORIC CHRIST CHURCH IRVINGTON VA 22480	P.O. BOX 24	EXEMPT ORG	RELIGIOUS	5,000
H.O.P.E. STEPHENVILLE TX 76401	1617 E WASHINGTON ST	EXEMPT ORG	HUMANITARIAN	500
MEMPHIS FIRE DEPARTMENT MEMPHIS TX 79245	721 ROBERTSON ST	EXEMPT ORG	COMMUNITY	500
MEMPHIS MEALS ON WHEELS CHILDRESS TX 79201	P.O. BOX 1073	EXEMPT ORG	HUNGER	500
PEARSALL FIRE DEPARTMENT PEARSALL TX 78061	217 S OAK ST	EXEMPT ORG	COMMUNITY	500
STAR COUNCIL ON SUBSTANCE STEPHENVILLE TX 76401	239 S VIRGINIA ST	EXEMPT ORG	DRUG ABUSE	3,500
CROSS TIMBERS FINE ARTS C STEPHENVILLE TX 76401	204 RIVER NORTH BLVD	EXEMPT ORG	CULTURAL ARTS	12,500
BROWNFIELD UNITED FUND BROWNFIELD TX 79316	1564 COUNTRY RD	EXEMPT ORG	HUMANITARIAN	5,000
COLQUITT/MILLER ARTS COUN COLQUITT GA 39837	159 E MAIN ST #D	EXEMPT ORG	CULTURAL ARTS	10,000

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

Name / Address	Address / Relationship	Status	Purpose	Amount
SOUTHWEST GEORGIA ACADEMY DAMASCUS GA 39841	14105 GA HWY 200	EXEMPT ORG	EDUCATION	4,000
ADVANCING EARLY BLAKELY GA 39823	182 COURT SQUARE	EXEMPT ORG	EDUCATION	40,000
Total				1,358,200

NOTICE IS hearby given that the annual report of Birdsong Charitable Foundation for the year ended December 31, 2009 is available at the office of Frank Edward Sheffer & Co., CPAs, located at 112 W. Washington St., Suite 100, Suffolk, VA 23434 and may be inspected during regular hours by any citizen upon request duly made to the Charitable Foundation and within One Hundred Eighty (180) days after the publication of this notice.

George Birdsong,
Treasurer
(757) 539-3456