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

OMB No 1545-0052

2009

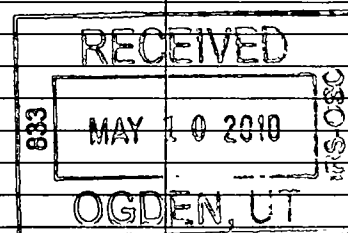
Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year **2009**, or tax year beginning , **2009**, and ending , **20**

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 GEORGE CRUISE CHARITABLE FOUNDATION		A Employer identification number 62-6214545
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (304) 325-7151
	P.O. BOX 950		
	City or town, state, and ZIP code BLUEFIELD, WV 24701		
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 2,885,641.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	
C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>			

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)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	92,416.	90,919.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)	2,679.			
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a 425,060.		2,679.		
	7 Capital gain net income (from Part IV, line 2) .				
	8 Net short-term capital gain				
Operating and Administrative Expenses	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	2,184.			STMT 2
	12 Total. Add lines 1 through 11	97,279.	93,598.		
	13 Compensation of officers, directors, trustees, etc. .	27,000.	25,000.		2,000.
	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) . . .				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	845.	395.		
	19 Depreciation (attach schedule) and depletion .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	27,845.	25,395.		2,000.
	25 Contributions, gifts, grants paid	149,500.			149,500.
	26 Total expenses and disbursements. Add lines 24 and 25	177,345.	25,395.		151,500.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements . .	-80,066.			
	b Net investment income (if negative, enter -0-)		68,203.		
	c Adjusted net income (if negative, enter -0-).				



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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	141.	55.	55.
	2 Savings and temporary cash investments	388,464.	138,589.	138,589.
	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 (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)	736,338.	688,504.	703,303.
	b Investments - corporate stock (attach schedule)	1,111,767.	1,452,623.	1,637,900.
	c Investments - corporate bonds (attach schedule)	517,397.	392,720.	405,794.
	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 the instructions. Also, see page 1, item I)	2,754,107.	2,672,491.	2,885,641.	
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)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	2,754,107.	2,672,491.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see page 17 of the instructions)	2,754,107.	2,672,491.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,754,107.	2,672,491.		

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	2,754,107.
2 Enter amount from Part I, line 27a	2	-80,066.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	2,674,041.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	1,550.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,672,491.

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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 SEE PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	2,679.	
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	169,027.	3,077,118.	0.05493029517
2007	159,365.	3,414,087.	0.04667865816
2006	151,129.	3,272,602.	0.04618007323
2005	152,751.	3,162,948.	0.04829387015
2004	141,857.	3,101,396.	0.04573972495
2 Total of line 1, column (d)			2 0.24182262166
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 0.04836452433
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 2,743,936.
5 Multiply line 4 by line 3			5 132,709.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 682.
7 Add lines 5 and 6			7 133,391.
8 Enter qualifying distributions from Part XII, line 4 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.			8 151,500.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		1	682.
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			
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	
3 Add lines 1 and 2		3	682.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	682.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	900.	
b Exempt foreign organizations-tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	900.	
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	218.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input checked="" type="checkbox"/> 218. Refunded <input checked="" type="checkbox"/>	11		

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)? 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.	1b		X
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 <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____			
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?	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) <input checked="" type="checkbox"/> _____			
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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 ▶ <u>N/A</u>				
14	The books are in care of ▶ <u>FIRST COMMUNITY BANK, N.A.</u> Telephone no ▶ <u>(304) 325-7151</u>			
	Located at ▶ <u>211 FEDERAL ST, BLUEFIELD, WV</u> ZIP + 4 ▶ <u>24701</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	▶ <input type="checkbox"/>		
	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b	X
	Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
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 ▶ _____		
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)	2b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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 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)? **5b** ☐ Yes ☒ No
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** ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** ☐ Yes ☒ No

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
SEE STATEMENT 9		27,000.	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ NONE

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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		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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 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 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

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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	2,561,492.
b	Average of monthly cash balances	1b	224,230.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	2,785,722.
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	NONE
3	Subtract line 2 from line 1d	3	2,785,722.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	41,786.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,743,936.
6	Minimum investment return. Enter 5% of line 5	6	137,197.

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	137,197.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	682.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	682.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	136,515.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	136,515.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	136,515.

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	151,500.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	151,500.
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 page 26 of the instructions)	5	682.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	150,818.

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				136,515.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			147,853.	
b Total for prior years: 20 <u>07</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ <u>151,500.</u>				
a Applied to 2008, but not more than line 2a			147,853.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				3,647.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2009 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
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.				132,868.
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)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2005	NONE			
b Excess from 2006	NONE			
c Excess from 2007	NONE			
d Excess from 2008	NONE			
e Excess from 2009	NONE			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

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			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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:

SEE STATEMENT 10

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 11				
Total			▶ 3a	149,500.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion 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					
4 Dividends and interest from securities			14	92,416.	
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	2,679.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____			1	2,184.	
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)				97,279.	
13 Total. Add line 12, columns (b), (d), and (e)			13		97,279.

(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.)

NOT APPLICABLE

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?		Yes	No
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.			

[illegible]


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.

Sign Here


Signature of officer or trustee

04/26/2010
Date

VP & Trust Admin. Officer
Title

Preparer's
signature

Robert E. Campbell

Date ~~04/26/2010~~

Check if self-employed ☐

Preparer's identifying
number (See Signature on
page 30 of the instructions)
P00541305

Firm's name (or yours if self-employed), address, and ZIP code

THOMSON REUTERS (TAX & ACCOUNTING)
9711 FARRAR COURT, SUITE 110
RICHMOND, VA 23236

EIN ► 75-1297386

Phone no 804-727-3150

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS				60.	
50,000.00		50000. FFCB NTS 5.6% DUE 3/2/15 PROPERTY TYPE: SECURITIES 50,003.00				02/22/2007 -3.00	03/02/2009
50,000.00		50000. FHLB NTS 4.08% DUE 3/30/09 PROPERTY TYPE: SECURITIES 50,000.00				09/09/2003	03/30/2009
75,000.00		75000. WAL-MART STORES NOTES 6.875% DUE PROPERTY TYPE: SECURITIES 74,707.00				08/05/1999 293.00	08/10/2009
100,000.00		100000. FEDERAL HOME LOAN BANK NOTES, 6. PROPERTY TYPE: SECURITIES 97,991.00				08/16/1999 2,009.00	08/14/2009
50,000.00		50000. FHLB NTS 4.06% DUE 10/19/09 PROPERTY TYPE: SECURITIES 50,001.00				10/06/2004 -1.00	10/19/2009
50,000.00		50000. FHLB NTS 3.5% DUE 11/03/09 PROPERTY TYPE: SECURITIES 49,716.00				11/02/2004 284.00	11/03/2009
50,000.00		50000. FHLMC 4.75% DUE 12/21/2015 C 12/2 PROPERTY TYPE: SECURITIES 49,963.00				12/05/2007 37.00	12/21/2009
TOTAL GAIN(LOSS)				----- 2,679. =====	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT INCOME	92,416.	90,919.
	-----	-----
TOTAL	92,416.	90,919.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----

TOTALS	2,184.
	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL ESTIMATES - INCOME	450.	
FOREIGN TAXES ON QUALIFIED FOR	395.	395.
	-----	-----
TOTALS	845.	395.
	=====	=====

GEORGE CRUISE CHARITABLE FOUNDATION

62-6214545

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
100,000 FHLB 6.5 8/14/09	97,991.		
100,000 TVA 6% 3/15/13	98,814.	98,814.	111,893.
50,000 FHLB 4.08% 3/20/09	50,000.		
50000 FHLB 4.06% 10/19/09	50,001.		
50000 FHLB 3.50% 11/3/09	49,716.		
50000 FFCB NTS 5.6% DUE 3/	50,003.		
15000 FHLB	15,001.	15,001.	15,492.
50000 FHLB NTS 5.25% DUE 4	50,000.	50,000.	50,734.
100000 FHLB NTS 4% DUE01/28/13	99,950.	99,950.	102,000.
75000 FHLB NTS 4% DUE 1/22/14	74,962.	74,962.	75,164.
100000 FHLB NTS 4.125% DUE1/15	99,900.	99,900.	100,250.
FAMC2.05% 4/13/12		49,975.	49,906.
FFCC 4.125% 5/19		50,000.	48,469.
FHLMC FREDDIE NOTES		49,950.	48,831.
FHLB 1.625% 5/3/12		49,975.	50,627.
FNMA NTS 2.5% 1/14		49,977.	49,937.
	-----	-----	-----
TOTALS	736,338.	688,504.	703,303.
	=====	=====	=====

GEORGE CRUISE CHARITABLE FOUNDATION

62-6214545

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
ABBOTT LABS	16,116.	16,116.	37,793.
BRISTOL-MYERS	19,905.	19,905.	23,230.
PFIZER	10,291.	12,691.	18,190.
GE	8,378.	8,378.	12,104.
IBM	15,451.	15,451.	16,363.
BP PLC		14,679.	17,391.
BANK OF NY	13,794.	13,794.	11,719.
BAXTER INTL	18,635.	18,635.	41,076.
CARNIVAL CORP	10,489.	10,489.	9,348.
CLOROX	9,317.	9,317.	12,200.
COHEN & STEERS REALTY	117,862.	116,312.	102,178.
CONOCOPHILLIPS	17,401.	17,401.	30,642.
DISNEY	9,649.	9,649.	13,545.
GENERAL MILLS	20,603.	20,603.	32,927.
HARBOR INTL FUND	61,471.	61,471.	97,518.
HARLEY-DAVIDSON	25,792.	25,792.	13,734.
HOME DEPOT	30,603.	30,603.	26,037.
KRAFT FOODS	23,479.	26,262.	24,462.
CERNER CORP		13,319.	16,488.
NEUBERGER & BERMAN GENESIS	72,454.	72,454.	77,009.
QUALCOMM	7,572.	7,572.	14,803.
T ROWE PRICE MID CAP GR	94,092.	94,091.	106,712.
T ROWE PRICE MID CAP VALUE	94,100.	94,099.	99,806.
ROYCE TOTAL RETURN	72,458.	72,458.	74,055.
STAPLES	16,537.	16,537.	22,869.
US BANCORP	23,573.	23,572.	19,921.
VIACOM CL B			
WALGREEN			
ACCENTURE CL A	13,247.	13,247.	20,750.

GEORGE CRUISE CHARITABLE FOUNDATION

62-6214545

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	----
APACHE CORP	15,954.	15,954.	30,951.
EXELON CORP COM	14,077.	14,077.	14,661.
EXXON MOBIL CORP	21,668.	21,668.	27,276.
FPL GROUP, INC	16,284.	32,877.	36,974.
MICROSOFT CORP	16,999.	16,998.	21,336.
SPDR MATERIALS SECTOR	13,744.	13,744.	16,495.
UNITED TECHNOLOGIES CORP	25,243.	35,595.	48,587.
JACOBS ENGR GROUP INC	14,641.	14,651.	7,522.
COLGATE PALMOLIVE CO	47,014.	47,014.	54,219.
EURO PAC GROWTH CL F SHS	102,874.	102,874.	83,830.
PEPSICO INC		10,225.	12,160.
CHEVRON CORP		20,405.	23,097.
COCA COLA		9,013.	11,400.
COCA COLA		49,810.	52,084.
JOHN DEERE CAP CORP		50,009.	49,817.
HSBC FINANCE		50,004.	50,732.
HP CO		11,032.	15,453.
JOHNSON AND JOHNSON		16,550.	19,323.
KIMBERLY-CLARK CORP		15,225.	19,113.
MVB BANK INC		50,001.	50,000.
	-----	-----	-----
TOTALS	1,111,767.	1,452,623.	1,637,900.
	=====	=====	=====

GEORGE CRUISE CHARITABLE FOUNDATION

62-6214545

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
50,000 FHLMC 5.625% 3/15/11	48,923.	48,923.	52,922.
75,000 WAL-MART 6.875 8/10/09	74,707.		
50,000 GE CAP 5% 2/15/07	25,001.	25,000.	25,816.
50,000 TARGET 6.35% 1/15/11	49,743.	49,742.	52,798.
50,000 HOUSEHOLD FIN 6.375% 8/	48,769.	48,768.	51,397.
20,000 BOA 4.875% 9/15/12	20,286.	20,286.	20,957.
100000 FHLMC 4.125% 4/14/10	100,001.	100,000.	101,072.
50,000 BOA CORP	50,001.	50,001.	49,666.
50,000 FHLMC 4 3/4 12/21/15	49,962.		
50000 HSBC FINANCE CORP NOTES	50,004.	50,000.	51,166.
50000 GE ELEC CAP			
	-----	-----	-----
TOTALS	517,397.	392,720.	405,794.
	=====	=====	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT

COST BASIS ADJUSTMENT

1,550.

TOTAL

1,550.
=====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

FIRST COMMUNITY BANK

ADDRESS:

P.O. BOX 950

BLUEFIELD, WV 24701,

TITLE:

TRUSTEE

COMPENSATION 25,000.

OFFICER NAME:

DIANA S. COULTHARD

ADDRESS:

P.O. BOX 950

BLUEFIELD, WV 24701,

TITLE:

SELECTION COMMITTEE

OFFICER NAME:

ANNETTE OSBORNE

ADDRESS:

P.O. BOX 950

BLUEFIELD, WV 24701,

TITLE:

SELECTION COMMITTEE

COMPENSATION 2,000.

TOTAL COMPENSATION:

27,000.

=====

. GEORGE CRUISE CHARITABLE FOUNDATION
FORM 990PF, PART XV - LINES 2a - 2d
=====

62-6214545

RECIPIENT NAME:

GEORGE CRUISE FD, FIRST COMMUNITY BANK

ADDRESS:

P O BOX 950

BLUEFIELD, WV 24701

RECIPIENT'S PHONE NUMBER: 304-325-7151

FORM, INFORMATION AND MATERIALS:

SEE ATTACHED COPY OF APPLICATION

SUBMISSION DEADLINES:

MAY OF EACH YEAR FOR FALL SEMESTER SCHOLARSHIPS

RESTRICTIONS OR LIMITATIONS ON AWARDS:

SOUTHERN WV OR SOUTHWESTERN VIRGINIA

AREA RESIDENTS WHO MAY ATTEND COLLEGE ANYWHERE IN U.S.

. GEORGE CRUISE CHARITABLE FOUNDATION 62-6214545
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:

SEE ATTACHED FOR

RECIPIENT SCHEDULE

AMOUNT OF GRANT PAID 149,500.

TOTAL GRANTS PAID:

149,500.

=====

First Community Bank, N.A.			
Trust: George Cruise Charitable Foundation			
Account: 002485			
Tax Year 2009			
	Relationship To Substantial Contributor & Foundation	Purpose Of Grant Or Operating Funds	
Recipient Name & Address	Status Of Recipient		Amount
UNC Greensboro	None		1,000.00
Steven Williams	Individual	Scholarship Grant	
Greensboro, NC			
Georgia Institute of Technology	None		1,000.00
Drew Cecil	Individual	Scholarship Grant	
Atlanta GA			
Brigham Young University	None		
Tim McClure	Individual	Scholarship Grant	1,000.00
Provo, Utah			
West Virginia University	None		
Grace Sudduth	Individual	Scholarship Grant	1,000.00
Morgantown WV			
Virginia Tech	None		
For Jill Cannoy	Individual	Scholarship Grant	1,000.00
Blacksburg VA			
University of Virginia	None		
Amber Carbaugh	Individual	Scholarship Grant	1,000.00
Charlottesville VA			
Bluefield State College	None		
Loyd A Collins	Individual	Scholarship Grant	1,000.00
Bluefield WV			
Virginia Tech	None		
Joseph Angles	Individual	Scholarship Grant	1,000.00
Blacksburg Va			
Emory & Henry College	None		
Rachel Enigk	Individual	Scholarship Grant	1,000.00
Emory VA			
Va Commonwealth University School of Medicine	None		
Adriana Faulkner	Individual	Scholarship Grant	1,000.00
Richmond VA			
Marshall University	None		
Sarah McConnell	Individual	Scholarship Grant	1,000.00
Huntington WV			
West Virginia University	None		
Ryan Mould	Individual	Scholarship Grant	1,000.00
Morgantown WV			
Salem College	None		
Bethany Long	Individual	Scholarship Grant	1,000.00
Winston-Salem NC			

First Community Bank, N.A.			
Trust: George Cruise Charitable Foundation			
Account: 002485			
Tax Year 2009			
	Relationship To Substantial Contributor & Foundation	Purpose Of Grant Or Operating Funds	
Recipient Name & Address	Status Of Recipient		Amount
Virginia Tech	None		
Andrew Scruggs	Individual	Scholarship Grant	1,000.00
Blacksburg VA			
Emory and Henry College	None		
Abby Shrader	Individual	Scholarship Grant	1,000.00
Emory VA			
Marshall University	None		
Alice Solademi	Individual	Scholarship Grant	1,000.00
Huntington WV			
Concord University	None		
Tara Lester	Individual	Scholarship Grant	1,000.00
Athens WV			
Virginia Tech	None		
Tara Sheppard	Individual	Scholarship Grant	1,000.00
Blacksburg VA			
Marshall University	None		
Austin Cox	Individual	Scholarship Grant	1,000.00
Huntington WV			
West Virginia University	None		
Danielle Riffe	Individual	Scholarship Grant	1,000.00
Morgantown WV			
Marshall University	None		
Roger Taylor	Individual	Scholarship Grant	1,000.00
Huntington WV			
West Virginia University	None		
Ryan Williams	Individual	Scholarship Grant	500.00
Morgantown, WV			
Virginia Tech	None		
Andrew Denardo	Individual	Scholarship Grant	1,000.00
Blacksburg VA			
West Virginia University	None		
Kristin Mabe	Individual	Scholarship Grant	1,000.00
Morgantown WV			
Virginia Tech	None		
Morgan Brizendine	Individual	Scholarship Grant	1,000.00
Blacksburg VA			
Wake Forest University	None		
Cassandra Adair	Individual	Scholarship Grant	1,000.00
Durham, NC			

First Community Bank, N.A.			
Trust: George Cruise Charitable Foundation			
Account: 002485			
Tax Year 2009			
	Relationship To Substantial Contributor & Foundation Status Of Recipient	Purpose Of Grant Or Operating Funds	
Recipient Name & Address			Amount
West Virginia University	None		
Tyler Crowe	Individual	Scholarship Grant	1,000.00
Morgantown WV			
University of Virginia	None		
Marla Cline	Individual	Scholarship Grant	1,000.00
Charlottesville VA			
Marshall University	None		
Sarah Sexton	Individual	Scholarship Grant	1,000.00
Huntington WV			
East Tennessee State University	None		
Mary Ann Matney	Individual	Scholarship Grant	1,000.00
Johnson City, Tenn			
Marshall University	None		
Casey Whittaker	Individual	Scholarship Grant	1,000.00
Huntington WV			
Marshall University	None		
Tiffany Johnson	Individual	Scholarship Grant	1,000.00
Huntington WV			
Marshall University	None		
Iesha Campbell	Individual	Scholarship Grant	1,000.00
Huntington WV			
University of Charleston	None		
Amanda Hunt	Individual	Scholarship Grant	1,000.00
Charleston, SC			
William and Mary	None		
Jason Palmer	Individual	Scholarship Grant	1,000.00
Williamsburg VA			
Concord University	None		
Brandon Daniels	Individual	Scholarship Grant	1,000.00
Athens WV			
West Virginia Wesleyan	None		
Kourtney Hughes	Individual	Scholarship Grant	1,000.00
Bluefield VA			
Concord University	None		
Kimberly Cline	Individual	Scholarship Grant	1,000.00
Athens WV			
West Virginia University	None		
Joel Ferris	Individual	Scholarship Grant	1,000.00
Morgantown WV			

First Community Bank, N.A.			
Trust: George Cruise Charitable Foundation			
Account: 002485			
Tax Year 2009			
	Relationship To Substantial Contributor & Foundation	Purpose Of Grant Or Operating Funds	
Recipient Name & Address	Status Of Recipient		Amount
University of Virginia	None		
Kayla Harman	Individual	Scholarship Grant	1,000.00
Charlottesville VA			
Concord University	None		
Kimberly Harman	Individual	Scholarship Grant	1,000.00
Athens WV			
Concord University	None		
Gregory Dietz	Individual	Scholarship Grant	1,000.00
Athens WV			
Bluefield State College	None		
Joshua Howell	Individual	Scholarship Grant	1,000.00
Bluefield WV			
Bluefield State College	None		
Ashley Cline	Individual	Scholarship Grant	1,000.00
Bluefield WV			
Mountain State University	None		
Amanda Billups	Individual	Scholarship Grant	1,000.00
Beckley, WV			
George Mason University	None		
Courtney Dotson	Individual	Scholarship Grant	1,000.00
Fairfax VA			
Virginia Tech	None		
Joshua Sarver	Individual	Scholarship Grant	1,000.00
Blacksburg VA			
Concord University	None		
Corey White	Individual	Scholarship Grant	1,000.00
Athens WV			
Virginia Tech	None		
Brandon Shepard	Individual	Scholarship Grant	1,000.00
Blacksburg VA			
Bluefield State College	None		
Anthony Deskins	Individual	Scholarship Grant	1,000.00
Bluefield WV			
Bluefield State College	None		
Mathew Fullen	Individual	Scholarship Grant	1,000.00
Bluefield WV			
Virginia Tech	None		
Levi Wnght	Individual	Scholarship Grant	1,000.00
Blacksburg VA			

First Community Bank, N.A.			
Trust: George Cruise Charitable Foundation			
Account: 002485			
Tax Year 2009			
	Relationship To Substantial		
	Contributor & Foundation	Purpose Of Grant	
Recipient Name & Address	Status Of Recipient	Or Operating Funds	Amount
Bluefield State College	None		
Kara Robbins	Individual	Scholarship Grant	1,000.00
Bluefield WV			
Concord University	None		
Meredith Hatchett	Individual	Scholarship Grant	1,000.00
Athens WV			
West Virginia University	None		
Elizabeth Buzzo	Individual	Scholarship Grant	1,000.00
Morgantown WV			
Marshall University	None		
Charles Davis	Individual	Scholarship Grant	1,000.00
Huntington WV			
Concord University	None		
Mason Linkous	Individual	Scholarship Grant	1,000.00
Athens WV			
Concord University	None		
Michael Slaughter	Individual	Scholarship Grant	1,000.00
Athens WV			
Bluefield College	None		
Joshua Lane	Individual	Scholarship Grant	1,000.00
Bluefield VA			
Concord University	None		
Heather Webb	Individual	Scholarship Grant	1,000.00
Athens WV			
Concord University	None		
Lauren White	Individual	Scholarship Grant	1,000.00
Athens WV			
Emory & Henry College	None		
Joni Lee Ritter	Individual	Scholarship Grant	1,000.00
Emory VA			
Children's Home Society of WV	None		
Princeton WV	501 (c) (3) Organization	Operating Funds	2,000.00
Southwest Virginia Community Educational Foundation	None		
Festival of the Arts	501 (c) (3) Organization	Operating Funds	2,000.00
Cedar Bluff, VA			
Wade Center	None		
Bluefield, WV	501 (c) (3) Organization	Operating Funds	2,000.00
Mountain Mission School	None		

First Community Bank, N.A.			
Trust: George Cruise Charitable Foundation			
Account: 002485			
Tax Year 2009			
	Relationship To Substantial Contributor & Foundation	Purpose Of Grant	
Recipient Name & Address	Status Of Recipient	Or Operating Funds	Amount
Grundy VA	501(c)(3) Organization	Operating Funds	2,000.00
Bluefield College	None		
Bluefield VA	501(c)(3) Organization	Operating Funds	2,000.00
Bluefield Union Mission	None		
Bluefield WV	501(c)(3) Organization	Operating Funds	4,000.00
A Child Shall Lead Them Food Pantry	None		
Tazewell VA	501(c)(3) Organization	Operating Funds	2,000.00
United Way of the Virginias, Inc.	None		
Bluefield WV	501(c)(3) Organization	Operating Funds	2,000.00
Wade Center	None		
Bluefield WV	501(c)(3) Organization	Operating Funds	4,000.00
Craft Memorial Library	None		
Bluefield Wv	501(c)(3) Organization	Operating Funds	2,000.00
Tazewell Co Public Library	None		
Tazewell VA	501(c)(3) Organization	Operating Funds	2,000.00
Mercer County Health Right	None		
Bluefield WV	501(c)(3) Organization	Operating Funds	2,000.00
Tender Mercies Ministries	None		
Princeton Wv	501(c)(3) Organization	Operating Funds	2,000.00
Carson Newman College	None		
For Emily Saunders	Individual	Scholarship Grant	1,000.00
Jefferson City, TN			
Appalachian Teen Challenge	None		
Girls Training Center	501(c)(3) Organization	Operating Funds	5,000.00
Athens WV			
Liberty University	None		
Laura Stephens	Individual	Scholarship Grant	1,000.00
Lynchburg, VA			
Blue Mountain Performing Arts	None		
Bluefield, WV	501(c)(3) Organization	Operating Funds	1,000.00
	None		
Greater Bluefield Chamber of Commerce	501(c)(3) Organization	Operating Funds	500.00
Bluefield, WV			
Greater Bluefield Chamber of Commerce	None		
Bluefield, WV	501(c)(3) Organization	Operating Funds	4,000.00

First Community Bank, N.A.			
Trust: George Cruise Charitable Foundation			
Account: 002485			
Tax Year 2009			
	Relationship To Substantial		
	Contributor & Foundation	Purpose Of Grant	
Recipient Name & Address	Status Of Recipient	Or Operating Funds	Amount
Save the Ride Runner	None		
Bluefield, WV	501 (c) (3) Organization	Operating Funds	2,000.00
Bluefield Union Mission	None		
Bluefield , WV	501 (c) (3) Organization	Operating Funds	2,000.00
Bluefield State College	None		
Brooke Bailey	Individual	Scholarship Grant	1,000.00
Bluefield, WV			
Bluefield State College	None		
Jennings Staten	Individual	Scholarship Grant	1,000.00
Bluefield, WV			
Bluefield State College	None		
James Mirra	Individual	Scholarship Grant	1,000.00
Bluefield, WV			
Bluefield State College	None		
Ethan Stacy	Individual	Scholarship Grant	1,000.00
Bluefield, WV			
Concord University	None		
Amanda Feldes	Individual	Scholarship Grant	1,000.00
Athens, WV			
Concord University	None		
Shandi Mullins	Individual	Scholarship Grant	1,000.00
Athens, WV			
Emory and Henry College	None		
Holly Carver	Individual	Scholarship Grant	1,000.00
Emory , VA			
King College	None		
Laken McReynolds	Individual	Scholarship Grant	1,000.00
Charlotte, NC			
Marshall University	None		
Gray Forlines	Individual	Scholarship Grant	1,000.00
Hunington, WV			
Marshall University	None		
Daniel Francisco	Individual	Scholarship Grant	1,000.00
Hunington, WV			
Bluefield State College	None		
Amber Vance	Individual	Scholarship Grant	1,000.00
Bluefield, WV			
Concord University	None		
Hannah Beach	Individual	Scholarship Grant	1,000.00

First Community Bank, N.A.			
Trust: George Cruise Charitable Foundation			
Account: 002485			
Tax Year 2009			
	Relationship To Substantial		
	Contributor & Foundation	Purpose Of Grant	
Recipient Name & Address	Status Of Recipient	Or Operating Funds	Amount
Athens, WV			
Concord University	None		
Jessica Dillow	Individual	Scholarship Grant	1,000.00
Athens, WV			
Concord University	None		
Katie Hincer	Individual	Scholarship Grant	1,000.00
Athens, WV			
Marshall University	None		
Rebecca King	Individual	Scholarship Grant	1,000.00
Hunington, WV			
Radford University	None		
Tyler Harclerode	Individual	Scholarship Grant	1,000.00
Radford, VA			
Southwest Virginia Community College	None		
Jonathan Brown	Individual	Scholarship Grant	1,000.00
Cedar Bluff, VA			
Southwest Virginia Community College	None		
Adam Hagerman	Individual	Scholarship Grant	1,000.00
Cedar Bluff, VA			
Virginia Tech	None		
Sophia Sell	Individual	Scholarship Grant	1,000.00
Blacksburg, Va			
Virginia Tech	None		
Allyson Scruggs	Individual	Scholarship Grant	1,000.00
Blacksburg, VA			
Virginia Tech	None		
Shelby Ward	Individual	Scholarship Grant	1,000.00
Blacksburg, VA			
West Virginia University	None		
Katie Davis	Individual	Scholarship Grant	1,000.00
Morgan Town, WV			
Georgetown College	None		
Mary Mercke	Individual	Scholarship Grant	1,000.00
Washington, DC			
Edward Via Virginia College of Osteopathic Medicine	None		
Kelly Rebkovich	Individual	Scholarship Grant	1,000.00
Charlottesville, Va			
High Point University	None		
Sarah Watson	Individual	Scholarship Grant	1,000.00

First Community Bank, N.A.			
Trust: George Cruise Charitable Foundation			
Account: 002485			
Tax Year 2009			
	Relationship To Substantial		
	Contributor & Foundation	Purpose Of Grant	
Recipient Name & Address	Status Of Recipient	Or Operating Funds	Amount
High Point, NC			
Notre Dame Law School	None		
Robert Taylor	Individual	Scholarship Grant	1,000.00
South Bend, IN			
Bluefield College	None		
Allison Deel	Individual	Scholarship Grant	1,000.00
Bluefield, WV			
Bluefield State College	None		
Megan Adams	Individual	Scholarship Grant	1,000.00
Bluefield, WV			
Appalachian College of Pharmacy	None		
Courtney Justice Riffe	Individual	Scholarship Grant	1,000.00
Oakwood, VA			
Bluefield State College	None		
Samantha Gibson	Individual	Scholarship Grant	1,000.00
Bluefield, WV			
University of Pittsburg	None		
Mary Purdue	Individual	Scholarship Grant	1,000.00
Pittsburg, PA			
University of North Carolina	None		
Robert Merritt	Individual	Scholarship Grant	1,000.00
Chapel Hill, NC			
Concord University	None		
Brian Filer	Individual	Scholarship Grant	1,000.00
Athens, WV			
WVU College of Law	None		
Katherine Suehs	Individual	Scholarship Grant	1,000.00
Morgantown, WV			
Concord University	None		
Kayla Day	Individual	Scholarship Grant	1,000.00
Athens, WV			
Four Seasons Wellness Center-YMCA	None		
Tazewell, VA	501 (c) (3) Organization	Operating Funds	1,000.00
Ambassador Baptist College	None		
Sara Bradley	Individual	Scholarship Grant	500.00
Lattimore, NC			
Radford University	None		
Natalie Lampert	Individual	Scholarship Grant	1,000.00
Radford, VA			

First Community Bank, N.A.			
Trust: George Cruise Charitable Foundation			
Account: 002485			
Tax Year 2009			
	Relationship To Substantial		
	Contributor & Foundation	Purpose Of Grant	
Recipient Name & Address	Status Of Recipient	Or Operating Funds	Amount
Concord University	None		
Melissa Proffit	Individual	Scholarship Grant	1,000.00
Athens, WV			
Big Creek People in Action	None		
Bluefield WV	501 (c) (3) Organization	Operating Funds	1,000.00
Christ Episcopal Church	None		
Kerosene Program	501 (c) (3) Organization	Operating Funds	1,000.00
Bluefield, WV			
Citizens for the Arts, Inc	None		1,000.00
Bluefield, WV	501 (c) (3) Organization	Operating Funds	
		Total	149,500.00

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► **Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2009

Name of estate or trust

GEORGE CRUISE CHARITABLE FOUNDATION

Employer identification number

62-6214545

Note: Form 5227 filers need to complete *only* Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS		STMT 1			60.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►	5	60.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	2,619.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►	12	2,619.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

Part III Summary of Parts I and II**Caution:** Read the instructions before completing this part.

		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13	Net short-term gain or (loss)	13		60.
14	Net long-term gain or (loss):			
a	Total for year	14a		2,619.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		2,679.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000	16	()
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Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,300	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)	30		
31	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2009

Employer identification number

62-6214545

[illegible]

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b	2,619.00
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Schedule D-1 (Form 1041) 2009

FEDERAL CAPITAL GAIN DIVIDENDS

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SHORT-TERM CAPITAL GAIN DIVIDENDS

GOVERNMENT OBLIGATIONS TAX-MANAGED FUND

1.00

FEDERATED GOVT OBL FUND 637 INCOME

T. ROWE PRICE MID-CAP GROWTH FUND

58.00

TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS

60.00

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