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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

2009For calendar year **2009**, or tax year beginning **February 1**, 2009, and ending **January 31**, 20 **10**G Check all that apply. ☒ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

Williams Mullen Foundation

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

PO BOX 1320

City or town, state, and ZIP code

Richmond, VA 23218-1320

A Employer identification number

54-1700227

B Telephone number (see page 10 of the instructions)

804-783-6472H Check type of organization: ☐ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at
end of year (from Part II, col. (c),
line 16) **\$ 100742** J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)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 ☐**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)	339100		
	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			
	5a	Gross rents			
	b	Net rental income or (loss)			
	6a	Net gain or (loss) from sale of assets not on line 10			
	b	Gross sales price for all assets on line 6a			
	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)			
	12	Total. Add lines 1 through 11	339100		
	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)			
	17	Interest			
	18	Taxes (attach schedule) (see page 14 of the instructions)			
	19	Depreciation (attach schedule) and depletion			
	20	Occupancy			
	21	Travel, conferences, and meetings			
22	Printing and publications				
23	Other expenses (attach schedule)	403			
24	Total operating and administrative expenses. Add lines 13 through 23	403			
25	Contributions, gifts, grants paid	335332			
26	Total expenses and disbursements. Add lines 24 and 25	335735			
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	3365			
b	Net investment income (if negative, enter -0-)				
c	Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	97377	100742	100742
	2 Savings and temporary cash investments			
	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			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	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)	97377	100742	100742	
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 ▶ <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 ▶ <input type="checkbox"/> 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			
30 Total net assets or fund balances (see page 17 of the instructions)				
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	97377	100742		

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	97377
2 Enter amount from Part I, line 27a	2	3365
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	100742
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	100742

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				
b				
c				
d				
e				

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

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

(i) FMV 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			
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	
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			
2007			
2006			
2005			
2004			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
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	

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 letter if necessary—see instructions)	1	0
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input 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	0
3	Add lines 1 and 2	3	0
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	0
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	
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	0
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11	Enter the amount of line 10 to be Credited to 2010 estimated tax Refunded	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		✓
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)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		✓
c Did the foundation file Form 1120-POL for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	✓
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>	3	✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	✓
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? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	✓
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	✓
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	7	✓
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ <u>Virginia</u>		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation.</i>	8b	✓
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)? <i>If "Yes," complete Part XIV.</i>	9	✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	✓

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		✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► None	13	✓	
14	The books are in care of ► Craig L. Rascoe Telephone no. ► 804-783-6472 Located at ► 1021 East Cary Street, Richmond, VA ZIP+4 ► 23219			
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		0

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b	
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	✓
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions.)	2b	✓
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.</i>)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

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)?Organizations relying on a current notice regarding disaster assistance check here ☐ **5b** ☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see 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
John L. Walker PO BOX 1320 Richmond, VA 23218	President <1 hour	0	0	0
Julious P. Smith, Jr. PO BOX 1320 Richmond, VA 23218	Director <1 hour	0	0	0
Craig L. Rascoe PO BOX 1320 Richmond, VA 23218	Director <1 hour	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 Contributions to other 501(c)(3) organizations**2 Student Education Grants****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**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	
b	Average of monthly cash balances	1b	103578
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	103578
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	103578
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	1554
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	102025
6	Minimum investment return. Enter 5% of line 5	6	5101

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	5101
2a	Tax on investment income for 2009 from Part VI, line 5	2a	
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	0
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5101
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	5101
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	5101

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	335735
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	335735
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	335735

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				
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 299308				
b From 2005 348621				
c From 2006 284745				
d From 2007 341088				
e From 2008 373338				
f Total of lines 3a through e	1647100			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 335735				
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				5101
e Remaining amount distributed out of corpus	330634			
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	1977734			
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				
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)	299308			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1678426			
10 Analysis of line 9:				
a Excess from 2005 348621				
b Excess from 2006 284745				
c Excess from 2007 341088				
d Excess from 2008 373338				
e Excess from 2009 330634				

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			(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).)

Julious P. Smith, Jr.

- 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.

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:

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

- c** Any submission deadlines:

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

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

Recipient	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 <i>Paid during the year</i> See attached schedule				
Total			3a	335332
b <i>Approved for future payment</i>				
Total			3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	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					
4	Dividends and interest from securities					
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					
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)					
13	Total. Add line 12, columns (b), (d), and (e)					

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

[illegible]

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)		
	(2) Other assets	1a(2)		
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		
	(3) Rental of facilities, equipment, or other assets	1b(3)		
	(4) Reimbursement arrangements	1b(4)		
	(5) Loans or loan guarantees	1b(5)		
	(6) Performance of services or membership or fundraising solicitations	1b(6)		
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		
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.

Signature of officer or trustee

Date _____

Title

Sign Here

**Paid
Preparer's
Use Only**Preparer's
signature

Date _____

Check if self-employed ☐

Preparer's identifying
number (see **Signature** on
page 30 of the instructions)

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

FIN ▶

Phone no

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

Williams Mullen Foundation

Employer identification number

54 : 1700227

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 33⅓ % 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 on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization
Williams Mullen Foundation

Employer identification number
54 : 1700227

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
	Lawrence R. Siegel 1292 south Field Place Virginia Beach, VA 23452	\$ 11,700	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
	Thomas Frantz 1016 Curlen Drive Virginia Beach, VA 23451	\$ 7,800	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
	William A. Old, Jr. 111-B 84th Street Virginia Beach, VA 23451	\$ 7,600	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
	James V. Meath 6507 Three Chopt Road Richmond, VA 23226	\$ 6,900	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
	Ralph L. Axselle, Jr. 22 East Square Lane Richmond, VA 23238	\$ 5,900	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
	Craig L. Mytelka 3304 Eagle Nest Point Virginia Beach, VA 23492	\$ 5,900	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization
Williams Mullen Foundation

Employer identification number
54 : 1700227

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
.....	Williams D. Bayliss 7 Greenway Lane Richmond, VA 23228	\$ 5,700	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
.....	David A. Reed 4 Dilton Drive Richmond, VA 23238	\$ 5,200	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
.....		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
.....		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
.....		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
.....		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
.....		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

Part II Noncash Property (see instructions)

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

Name of organization

Employer identification number

Part II Noncash Property (see instructions)

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

Name of organization

Employer identification number

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once See instructions.) ► \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Name of organization

Employer identification number

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

WILLIAMS MULLEN FOUNDATION
SCHEDULE OF CONTRIBUTIONS, GIFTS AND GRANTS PAID
TAX YEAR 2/1/09 - 1/31/10

Date	Num	Description	Amount
5/29/2009	50178	American Cancer Society 4240 Park Place Court P O Box 6480 Glen Allen, VA 23058-6480	(500 00)
9/10/2009	50236	American Cancer Society 4240 Park Place Court P O Box 6480 Glen Allen, VA 23058-6480	(2,000 00)
4/2/2009	50147	American Heart Association 4217 Park Place Court Glen Allen, VA 23060	(1,500 00)
6/16/2009	50186	American Heart Association 4217 Park Place Court Glen Allen, VA 23060	(8,250 00)
6/16/2009	50187	American Heart Association 4217 Park Place Court Glen Allen, VA 23060	(1,150 00)
7/15/2009	50213	American Heart Association 4217 Park Place Court Glen Allen, VA 23060	(1,000 00)
9/10/2009	50237	American Heart Association 4217 Park Place Court Glen Allen, VA 23060	(1,500 00)
1/26/2010	50311	American Red Cross International Response Fund 420 E Cary Street Richmond, VA 23219-3816	(14,710 00)
1/28/2010	50312	American Red Cross International Response Fund 420 E Cary Street Richmond, VA 23219-3816	(300 00)
5/18/2009	50172	American Red Cross, Greater Richmond Chapter 420 E Cary St Richmond, VA 23219	(1,092 80)
2/10/2009	50115	Animal Protection Society Of Durham 2117 E Club Blvd Durham, NC 27704	(1,020 00)
1/21/2010	50306	Animal Protection Society Of Durham 2117 E Club Blvd Durham, NC 27704	(1,000 00)
11/19/2009	50277	Artspllosure 313 South Blount Street Raleigh, NC 27601-1861	(910 00)
10/2/2009	50259	Be Active North Carolina, Inc 2250 Perimeter Park Drive, Suite 120 Morrisville, NC 27560	(2,873 89)
9/10/2009	50238	Beth Shalom Home Of Eastern Virginia 6401 Auburn Drive Virginia Beach, VA 23464	(1,000 00)
10/27/2009	50270	Boy Scouts Of America 1032 Heatherwood Dr Virginia Beach, VA 23455	(1,180 00)
6/16/2009	50188	Boy Scouts Of America Heart Of Virginia Council P O Box 689 Richmond, VA 23230	(2,500 00)
12/4/2009	50285	Boy Scouts Of America, National Capital Area Council 9190 Rockville Pike Bethesda MD 20814-3897	(2,060 00)
2/10/2009	50116	Boys & Girls Club 1275 Peachtree Street NE Atlanta, GA 30309-3506	(800 00)

WILLIAMS MULLEN FOUNDATION
SCHEDULE OF CONTRIBUTIONS, GIFTS AND GRANTS PAID
TAX YEAR 2/1/09 - 1/31/10

3/13/2009	50129	Charlottesville/Albemarle Boys & Girls Club P O Box 707 Charlottesville, VA 22902-0707	(900 00)
5/29/2009	50179	Charlottesville/Albemarle Boys & Girls Club P O Box 707 Charlottesville, VA 22902-0707	(1,000 00)
6/16/2009	50190	Boys & Girls Club Of The Virginia Peninsula, Inc 11825 Rock Landing Drive Chesapeake Building, Suite B Newport News, VA 23606	(2,000 00)
6/16/2009	50189	Boys & Girls Clubs Of Metro Richmond 5511 Staples Mill Road Suite 301 Richmond, VA 23228	(1,200 00)
9/21/2009	50254	Brain Injury Association Of Virginia 1506 Willow Lawn Drive Richmond, VA 23230-3415	(500 00)
7/1/2009	50201	Business Consortium For Arts Support One Commercial Place, Suite 1410 Norfolk, VA 23510-2103	(6,700 00)
7/14/2009	50204	Calvary United Methodist Church 1637 Williamsburg Road Richmond, VA 23231-1543	(100 00)
9/3/2009	50230	CARITAS 1925 Grove Ave Richmond, VA 23220	(1,500 00)
2/10/2009	50117	Centenary United Methodist Church 3312 Cedar Lane Portsmouth, VA 23703	(50 00)
12/4/2009	50286	CenterStage Foundation 111 Virginia Street, Suite 402 Richmond, VA 23219	(5,000 00)
4/9/2009	50155	Central Virginia Food Bank 1415 Rhoadmiller Street Richmond, VA 23220	(1,000 00)
5/18/2009	50173	Central Virginia Legal Aid Society 101 West Broad Street Richmond, VA 23220-4255	(1,000 00)
10/9/2009	50263	Champions For Charity Foundation 1875 Laskin Road Virginia Beach, VA 23454	(550 00)
4/28/2009	50167	Charlottesville Day School 200 Four Seasons Dr Charlottesville, VA 22901	(900 00)
1/21/2010	50307	600 Gresham Drive River Pavilion, Suite 1100 Norfolk, VA 23507	(970 00)
9/21/2009	50255	Chesapeake Bay Wine Foundation (CBWC) P O Box 1175 Virginia Beach, Virginia 23451	(2,400 00)
8/25/2009	50225	Chesapeake Public Library Foundation 298 Cedar Road Chesapeake, VA 23322-5598	(1,000 00)
11/9/2009	50272	Children's Home Society 4200 Fitzhugh Avenue Richmond, VA 23230-3829	(400 00)
12/21/2009	50294	Children's Hospital Of The Kings Daughters 733 Volvo Pkwy Chesapeake, VA 23320	(1,000 00)

WILLIAMS MULLEN FOUNDATION
SCHEDULE OF CONTRIBUTIONS, GIFTS AND GRANTS PAID
TAX YEAR 2/1/09 - 1/31/10

3/24/2009	50140	Children's Hospital Senior Board 2924 Brook Road Richmond, VA 23220-1298	(2,000 00)
5/1/2009	50168	ChildSavers 200 North 22nd Street Richmond, VA 23223-7020	(500 00)
3/13/2009	50131	Christopher Newport University 1 University Place Newport News, VA 23606	(1,000 00)
4/24/2009	50162	Chrysler Museum Of Art 245 West Olney Road Norfolk, VA 23510	(640 00)
12/21/2009	50295	Chrysler Museum Of Art 245 West Olney Road Norfolk, VA 23510	(4,270 00)
10/2/2009	50260	Commonwealth Parenting 4121 Cox Road, Suite 110 Glen Allen, VA 23060-3321	(800 00)
7/14/2009	50205	Community Services For Autistic Adults And Children (CSAAC) 8615 East Village Avenue Montgomery Village, MD 20886	(1,000 00)
8/13/2009	50222	Contemporary Arts Center 2200 Parks Ave Virginia Beach, VA 23451	(2,000 00)
6/16/2009	50191	Cultural Arts Center At Glen Allen 2880 Mountain Rd Glen Allen, VA 23060	(1,000 00)
8/25/2009	50226	D A Taylor Chantable Foundation P O Box 3403 Norfolk, VA 23514	(300 00)
11/3/2009	50271	Dana-Farber Cancer Institute 44 Binney Street Boston, MA 02115	(2,500 00)
10/2/2009	50261	D'Art Center 208 Easat Main Street Norfolk, VA 23510	(600 00)
9/3/2009	50231	Down Syndrome Association Of Greater Richmond P O Box 70789 Richmond, Virginia 23255	(430 00)
4/24/2009	50163	Dublin Dog Foundation 2715 W Sugar Creek Rd Charlotte, NC 28262	(100 00)
2/13/2009	50121	Economics Club Hampton Roads c/o Old Dominion University 2103 Constant Hall Norfolk, VA 23529	(1,900 00)
2/13/2009	50122	Elizabeth River Project Admirals Landing 475 Water Street, Suite 103A Portsmouth, VA 2370	(2,000 00)
3/13/2009	50132	Faison School For Autism 1701 Byrd Ave Richmond, VA 23230	(1,180 00)
2/13/2009	50123	Family Lifeline 2325 West Broad Street Richmond, VA 23220	(1,000 00)
4/2/2009	50148	Fellows Of The American Bar Foundation 750 North Lake Shore Drive Chicago, IL 60611-4403	(250 00)
10/9/2009	50264	First Book 1319 F Street, NW, Suite 1000 Washington, DC 20004-1155	(725 00)

WILLIAMS MULLEN FOUNDATION
SCHEDULE OF CONTRIBUTIONS, GIFTS AND GRANTS PAID
TAX YEAR 2/1/09 - 1/31/10

3/13/2009	50133	Foodbank Of Southeastern Virginia P O Box 1940 Norfolk, VA 23501	(1,400 00)
2/10/2009	50118	Forkids 4200 Colley Ave Norfolk, VA 23508	(845 00)
11/9/2009	50273	Goochland Rotary Club Foundation P O Box 281 Manakin-Sabot, VA 23103	(805 00)
4/9/2009	50156	Grace Episcopal Church c/o Thomas C Fields, Treasurer 1798 Deerfield Road Louisa, VA 23093	(100 00)
12/1/2009	50282	Grace United Methodist Church 9750 Wellington Road Manassas, VA 20110	(100 00)
1/6/2010	50303	Greater Durham Chamber Legacy Foundation PO Box 3829 Durham, NC 27702	(1,250 00)
6/16/2009	50192	Greater Richmond Chamber Foundation 600 E Main St Richmond, VA 23219	(10,000 00)
9/10/2009	50239	Hampden-Sydney College P O Box 637 Hampden-Sydney, VA 23943	(2,500 00)
3/13/2009	50134	Hampton Roads Chamber Foundation 420 Bank Street Norfolk, VA 23510-2401	(1,000 00)
7/30/2009	50217	Hampton Roads Chamber Foundation 420 Bank Street Norfolk, VA 23510-2401	(500 00)
6/16/2009	50193	Hampton Roads Chamber Of Commerce P O Box 327 Norfolk, VA 23501}	(5,000 00)
7/14/2009	50206	Hampton Roads Chamber Foundation 420 Bank Street Norfolk, VA 23510-2401	(2,100 00)
6/3/2009	50184	Hampton Roads Partnership 430 World Trade Center Norfolk, VA 23510	(5,500 00)
7/30/2009	50218	Hampton University 100 E Queen Street Hampton, VA 23668	(1,250 00)
12/1/2009	50283	Hampton University 100 E Queen Street Hampton, VA 23668	(1,250 00)
9/10/2009	50240	Hebrew Academy Of Tidewater 5000 Corporate Woods Drive, Suite 180 Virginia Beach, VA 23462	(1,000 00)
3/13/2009	50135	Horizons Hampton Roads 1320 Mill Dam Rd Virginia Beach, VA 23454	(2,500 00)
4/2/2009	50149	Hospital Hospitality House 612 East Marshall Street Richmond, VA 23219-1846	(1,150 00)
11/9/2009	50274	International Hospital For Children 1900 Byrd Avenue, Suite 204 Richmond, Va 23230	(4,000 00)
6/30/2009	50200	Jamestown-Yorktown Foundation, Inc P O Box 3605 Williamsburg, VA 23187-3605	(1,607 00)

WILLIAMS MULLEN FOUNDATION
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4/2/2009	50150	Jewish Family Service Of Tidewater 260 Grayson Road Virginia Beach, VA 23462	(1,000 00)
6/3/2009	50185	John Locke Foundation 200 West Morgan Street, Suite 200 Raleigh, North Carolina 27601	(500 00)
1/7/2010	50304	John Locke Foundation 200 West Morgan Street, Suite 200 Raleigh, North Carolina 27601	(500 00)
8/31/2009	50228	Junior Achievement Of Eastern NC, Inc 5520 Dillard Drive, Suite 240 Cary, NC 27518	(500 00)
2/13/2009	50124	Junior Achievement Of Greater Hampton Roads 6325 N Center Drive James building #18, Suite 204 Norfolk, VA 23502-3920	(1,850 00)
4/10/2009	50159	Junior Board, Sheltering Arms Physical Rehabilitation Hospital 140 East Shore Drive Glen Allen, VA 23059	(300 00)
2/10/2009	50119	Junior League Of Charlottesville 2114 Angus Road Charlottesville, VA 22901-2770	(2,000 00)
10/9/2009	50265	Legal Aid Justice Center 123 East Broad Street Richmond, VA 23219-1769	(950 00)
9/21/2009	50256	Leukemia And Lymphoma Society 5511 Staples Mill Rd , Ste 202-B Richmond, VA 23228	(1,000 00)
9/10/2009	50241	LifeNet Health Foundation 1864 Concert Drive Virginia Beach, VA 23453	(5,000 00)
7/14/2009	50207	Make-A-Wish Foundation of Greater Virginia 2810 N Parham Road, Suite 302 Richmond, VA 23294	(500 00)
9/17/2009	50247	March Of Dimes 10128-A West Broad Street Glen Allen, VA, 23060	(2,390 00)
5/1/2009	50169	March Of Dimes, Virginia Chapter 10128-A West Broad Street Glen Allen, VA, 23060	(500 00)
7/14/2009	50208	Massey Cancer Center P O Box 980037 Richmond, Virginia 23298-0037	(700 00)
3/13/2009	50136	Metro Richmond Sports Backers 100 Avenue of Champions, Ste 300 Richmond, VA 23230	(3,600 00)
12/30/2009	50299	Metro Richmond Sports Backers 100 Avenue of Champions, Ste 300 Richmond, VA 23230	(2,000 00)
7/14/2009	50209	Miller Oil Foundation P O Box 1858 Norfolk, VA 23501	(3,200 00)
5/29/2009	50181	Minority Media And Telecommunications Council 3636 16th Street, N W , Suite B-366 Washington, D C 20010	(700 00)
9/17/2009	50248	Monarch Chanties 1101 Executive Boulevard Chesapeake, VA 23320	(5,000 00)
3/24/2009	50141	Monumental Endowment Fund Monumental United Methodist Church 450 Dinwiddie Street Portsmouth, VA 23704	(50 00)

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5/18/2009	50174	Mount Vernon Ladies Association Distilled Spirits Council of the U S 1250 Eye Street, Suite 400 Washington, DC 20005	(1,000 00)
3/13/2009	50137	Muscular Dystrophy Association 4906 Fitzhugh Ave Richmond, VA 23230	(500 00)
9/17/2009	50249	National Braille Press 88 Saint Stephen Street Boston, MA 02115-4302	(760 00)
10/2/2009	50262	National Multiple Sclerosis Society 2104 W Laburnum Ave , Suite 102 Richmond, VA 23227	(4,336 00)
12/11/2009	50289	National Multiple Sclerosis Society, Blue Ridge Chapter One Morton Drive, Suite 106 Charlottesville, VA 22903	(1,500 00)
12/21/2009	50296	NC Bar Association Foundation 8000 Weston Parkway Cary, NC 27513	(3,000 00)
1/20/2010	50305	Norfolk Law Library 999 Waterside Dr # 1300 Norfolk, VA 23510	(500 00)
5/18/2009	50175	North Carolina Free Enterprise Foundation 603 St Mary's Street, Suite 100 Raleigh, NC 27605	(1,000 00)
12/11/2009	50290	North Carolina Museum Of History Associates Post Office Box 25937 Raleigh, NC 27611-5937	(2,500 00)
5/18/2009	50176	North Carolina Museum Of Life & Science 433 West Murray Avenue Durham, NC 27704-3101	(891 50)
3/24/2009	50142	Northern Virginia Community Fund 8283 Greensboro Drive McLean, Virginia 22102	(5,000 00)
2/13/2009	50125	Occoneechee Council, BSA PO Box 41229 Raleigh, NC 27629-1229	(3,100 00)
12/11/2009	50291	Oceanfront Circle Of The King's Daughters 601 Children's Lane Norfolk, VA 23507	(500 00)
11/19/2009	50278	Organization For Autism Research 2000 North 14th Street, Suite 710 Arlington, VA 22201	(1,000 00)
7/30/2009	50219	Penn State University 308 Old Main University Park, PA 16802	(1,250 00)
12/1/2009	50284	Penn State University 308 Old Main University Park, PA 16802	(1,250 00)
4/2/2009	50151	Portsmouth Community Foundation & Trust 360 Crawford Street Portsmouth , VA 23704	(552 32)
4/20/2009	50160	Powell Center For Economic Literacy Collegiate School North Mooreland Road Richmond, VA 23229	(2,500 00)
11/19/2009	50279	PVCC Educational Foundation 501 College Drive Charlottesville, VA 22902	(1,000 00)

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8/25/2009	50227	Raleigh Hall Of Fame PO Box 6128 Raleigh, NC 27628-6128	(700 00)
8/31/2009	50229	Randolph Macon College 204 Henry Street Ashland, VA 23005-1634	(1,250 00)
4/20/2009	50161	Recording For The Blind And Dyslexic 20 Roszel Road Princeton, NJ 08540	(1,500 00)
9/3/2009	50233	Reston Interfaith 11150 Sunset Hills Rd, Suite 210 Reston VA 20190	(2,500 00)
12/11/2009	50292	Richmond Christmas Mother Fund P O Box 85333 Richmond, VA 23293-0001	(500 00)
7/14/2009	50210	Richmond Forum 6968 Forest Hill Ave Richmond, VA 23225	(3,060 00)
7/1/2009	50202	Richmond Little League P O Box 18331 Richmond, Va 23226	(1,000 00)
10/9/2009	50266	Richmond Public Schools Education Foundation 310 North Ninth Street, 17th Floor Richmond, VA 23219-1927	(1,250 00)
12/31/2009	50301	Richmond SPCA 2519 Hermitage Road Richmond, VA 23220	(500 00)
4/9/2009	50157	Richmond Symphony 300 W Franklin St # 103E Richmond, VA 23220	(1,000 00)
9/10/2009	50242	Ronald McDonald House Of Charities Of Richmond 2330 Monument Ave Richmond, VA 23220	(375 00)
6/16/2009	50194	Samaritan House P O Box 2400 #226 Virginia Beach, VA 23450	(2,000 00)
9/21/2009	50257	Sandler Center For The Performing Arts Foundation 201 Market Street Virginia Beach, Virginia 23462	(5,000 00)
6/16/2009	50195	Science Museum Of Virginia Foundation 2500 West Broad Street Richmond, VA 23220-2057	(1,500 00)
9/17/2009	50250	Sentara Health Foundation 6015 Poplar Hall Drive Norfolk, VA 23502	(5,000 00)
4/24/2009	50164	Shepherd's Table Soup Kitchen 121 Hillsborough Street PO Box 28024 Raleigh, NC 27611	(1,500 00)
3/24/2009	50143	Special Olympics Of North Carolina 2200 Gateway Center Blvd Suite 201 Morrisville, NC, 27560-9122	(750 00)
2/13/2009	50126	Spinal Cord Foundation Redpeg Marketing, Inc 727 N Washington Street Attn Tasha Brown Alexandria, VA 22314	(500 00)
4/2/2009	50152	St Thomas Day School 3602 Hawthorne Avenue Richmond, VA 23222-1824	(150 00)

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4/9/2009	50158	Step Up Ministry 1701 Oberlin Rd Raleigh, NC 27608	(450 00)
5/29/2009	50180	The Burton Foundation 110 Wall Street, 11th Floor New York, New York 10005-3198	(5,000 00)
12/1/2009	50281	The College of William & Mary P O Box 1693 Williamsburg, VA 23197	(2,500 00)
1/6/2010	50302	The Community Foundation 7501 Boulder View Drive #110 Richmond, VA 23225	(2,000 00)
9/3/2009	50232	The First Tee Of Hampton Roads YMCA 2400 Tournament Drive Virginia Beach, VA 23456	(300 00)
9/17/2009	50246	The Healing Place 700 Dinwiddie Avenue Richmond, VA 23224-5522	(2,500 00)
9/10/2009	50245	The Virginia College Fund 6002A West Broad Street, Suite 201 Richmond, Virginia 23230	(1,500 00)
3/24/2009	50146	The Virginia Musical Theatre 201 Market Street Virginia Beach, VA 23462	(500 00)
6/16/2009	50196	Theatre IV 114 W Broad Street Richmond, VA 23220	(1,780 00)
3/24/2009	50144	The Thomas Jefferson Regional Private Sector Council P O Box 1525 Charlottesville, VA 22902	(1,000 00)
9/10/2009	50243	Tidewater Community College Educational Foundation 121 College Place, Suite 616 Norfolk, VA 23510	(5,000 00)
2/10/2009	50120	UNC School Of Law Van Hecke-Wettach Hall 160 Ridge Road Chapel Hill, NC 27599-3380	(510 00)
5/29/2009	50182	United Arts Council Of Wake County 110 S Blount Street, Raleigh NC 27601	(2,500 00)
3/17/2009	50139	United States Treasury 1500 Pennsylvania Avenue, NW Washington, D C 20220	(880 00)
8/13/2009	50223	University Of Mary Washington 1301 College Avenue Fredericksburg, VA 22401	(1,250 00)
12/4/2009	50288	University Of Mary Washington 1301 College Avenue Fredericksburg, VA 22401	(1,250 00)
7/30/2009	50220	University Of South Carolina 1600 Hampton St , Suite 805 Columbia, SC 29208	(1,250 00)
12/22/2009	50297	University Of South Carolina 1600 Hampton St , Suite 805 Columbia, SC 29208	(1,250 00)
1/21/2010	50309	UVA Children's Hospital PO Box 800566 Charlottesville, VA 22908	(600 00)
9/17/2009	50251	Valentine Museum Richmond History Center 1015 East Clay St Richmond, VA 23219	(2,260 00)

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7/15/2009	50214	VCU/Massey Cancer Center P O Box 980037 Richmond, Virginia 23298-0037	(1,254 00)
3/24/2009	50145	VCU/Massey Cancer Center P O Box 980037 Richmond, Virginia 23298-0037	(500 00)
6/16/2009	50197	Venture Richmond 200 South 3rd Street Richmond, VA 23219-3700	(5,000 00)
9/10/2009	50244	Virginia Aquarium & Marine Science Center 717 General Booth Boulevard Virginia Beach, VA 23451	(5,000 00)
9/17/2009	50252	Virginia Aquarium Foundation 717 General Booth Blvd , Suite 1 Virginia Beach, VA 23451	(1,750 00)
6/16/2009	50198	Virginia Arts Festival 220 Boush St Norfolk, VA 23510	(3,500 00)
4/24/2009	50165	Virginia Beach Bar Association Foundation 2425 Nimmo Parkway Virginia Beach, VA 23456	(850 00)
4/24/2009	50166	Virginia Beach Development Authority 222 Central Ave, Suite 1000 Virginia Beach, VA 23462	(240 00)
7/14/2009	50211	Virginia Beach Jaycees P O Box 66094 Virginia Beach , VA 23466	(1,220 00)
9/17/2009	50253	Virginia Beach Neptune Festival 265 Kings Grant Road, Suite 102 Virginia Beach, VA 23452-6834	(10,000 00)
11/9/2009	50275	Virginia Beach Polo Foundation 2585 W Landing Rd Virginia Beach, VA 23456	(776 00)
7/1/2009	50203	Virginia Beach SPCA 3040 Holland Road Virginia Beach, VA 23453-2610	(200 00)
7/30/2009	50221	Virginia Commonwealth University P O Box 842520 Richmond, VA 23284	(1,250 00)
12/30/2009	50300	Virginia Commonwealth University P O Box 842520 Richmond, VA 23284	(1,250 00)
5/29/2009	50183	Virginia Foundation For Independent Coll 8010 Ridge Road, Suite B Richmond, VA 23229	(6,000 00)
9/3/2009	50234	Virginia Gentlemen Foundation 582 Lynnhaven Parkway, Suite 202 Virginia Beach, Virginia 23452	(2,000 00)
10/19/2009	50268	Virginia Gift Planning Council P O Box 29235 Richmond, Virginia 23242-0235	(472 50)
10/9/2009	50267	Virginia Law Foundation Suite 1501, Seven Hundred Building 700 East Main Street Richmond, VA 23219	(3,000 00)
10/19/2009	50269	Virginia Legends Of Golf Foundation 600 Founder's Bridge Blve Midlothian, VA 23113	(1,150 00)
2/13/2009	50127	Virginia Museum Of Fine Arts Foundation 200 N Boulevard Richmond, VA 23220	(150 00)

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4/2/2009	50153	Virginia Museum Of Fine Arts Foundation 200 N Boulevard Richmond, VA 23220	(260 00)
7/15/2009	50215	Virginia Museum Of Fine Arts Foundation 200 N Boulevard Richmond, VA 23220	(770 00)
4/2/2009	50154	Virginia Stage Company 110 E Tazewell St Norfolk, VA 23510	(2,245 00)
5/1/2009	50170	Virginia Stage Company 110 E Tazewell St Norfolk, VA 23510	(2,260 00)
8/13/2009	50224	Virginia Wesleyan 1584 Wesleyan Drive Norfolk, VA 23502-5599	(1,250 00)
12/22/2009	50298	Virginia Wesleyan 1584 Wesleyan Drive Norfolk, VA 23502-5599	(1,250 00)
11/9/2009	50276	Volunteer Hampton Roads 400 West Olney Road, Suite B Norfolk, VA 23507	(800 00)
9/3/2009	50235	Wake County Bar Association P O Box 3686 Cary, NC 27519-3686	(420 00)
3/13/2009	50138	Wake Education Partnership 706 Hillsborough Street, Suite A Raleigh, NC 27603	(2,375 00)
9/21/2009	50258	Wake Education Partnership 706 Hillsborough Street, Suite A Raleigh, NC 27603	(632 00)
5/18/2009	50177	Weinstein Jewish Community Center 5403 Monument Avenue Richmond, VA 23226	(1,050 00)
7/14/2009	50212	Wheeler Benefit Foundation 2529 Virginia Beach Blvd, Suite 200 Virginia Beach, VA 23452	(194 00)
6/16/2009	50199	William & Mary Business School Foundation 314 Jamestown Rd Williamsburg, Virginia 23185-4042	(5,000 00)
12/14/2009	50293	YWCA Of Greater Richmond 6 N 5th St Richmond, VA 23219	(1,000 00)
		Total Disbursements	(335,332.01)