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Return of Private Foundation

OMB No 1545-0052

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

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning SEP 1, 2009, and ending AUG 31, 2010

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 Cartledge Charitable Foundation, Inc.		A Employer identification number 54-6044831
	Number and street (or P.O. box number if mail is not delivered to street address) 4235 Electric Road, SW		B Telephone number (540) 776-7000
	City or town, state, and ZIP code Roanoke, VA 24018		C If exemption application is pending, check here ☐
	H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1 Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 83,538. (Part I, column (d) must be on cash basis)		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	174,965.		N/A	
2	Check ☐ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	36.	36.		Statement 1
4	Dividends and interest from securities	353.	353.		Statement 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-247,892.			
b	Gross sales price for all assets on line 6a	30,908.			
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	-72,538.	389.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees Stmt 3	1,800.	0.		0.
c	Other professional fees				
17	Interest				
18	Taxes				
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses Stmt 4	545.	0.		0.
24	Total operating and administrative expenses Add lines 13 through 23	2,345.	0.		0.
25	Contributions, gifts, grants paid	317,675.			317,675.
26	Total expenses and disbursements Add lines 24 and 25	320,020.	0.		317,675.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-392,558.			
b	Net investment income (if negative, enter -0-)		389.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	41,204.	8,130.	8,130.	
	2 Savings and temporary cash investments	153,510.	73,095.	73,095.	
	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				
	7 Other notes and loans receivable ▶				
	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				
	b Investments - corporate stock	278,800.			
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
	12 Investments - mortgage loans Stmt 5	2,582.	2,313.	2,313.	
	13 Investments - other				
	14 Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers)	476,096.	83,538.	83,538.	
	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					
22 Other liabilities (describe ▶)					
23 Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	0.	0.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	476,096.	83,538.		
	30 Total net assets or fund balances	476,096.	83,538.		
	31 Total liabilities and net assets/fund balances	476,096.	83,538.		

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	476,096.
2 Enter amount from Part I, line 27a	2	-392,558.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	83,538.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	83,538.

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 Sale of Wells Fargo Stock		P	01/01/80	04/10/10
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 30,908.		278,800.	-247,892.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-247,892.
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	-247,892.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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 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	296,729.	263,272.	1.127081
2007	303,720.	567,103.	.535564
2006	282,793.	550,148.	.514031
2005	283,105.	170,621.	1.659262
2004	321,896.	156,986.	2.050476

2 Total of line 1, column (d)	2	5.886414
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	1.177283
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	128,174.
5 Multiply line 4 by line 3	5	150,897.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4.
7 Add lines 5 and 6	7	150,901.
8 Enter qualifying distributions from Part XII, line 4	8	317,675.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	4.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ 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	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	4.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	4.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -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 ☐ 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		4.
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ☒ Refunded ☐	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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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		X
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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 instructions) ☒ VA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

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 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? Website address ► N/A	13	X	
14	The books are in care of ► Randy Lundy Located at ► 4235 Electric Road, Roanoke, VA Telephone no. ► (540) 776-7000 ZIP+4 ► 24018			
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		N/A

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

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

		Yes	No
1a During the year did the foundation (either directly or indirectly):			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ► ☐	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years ► _____, _____, _____	☐ Yes ☒ No		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b	X

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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)?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(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 6		0.	0.	0.

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

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

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

0

Form 990-PF (2009)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	18,824.
b	Average of monthly cash balances	1b	111,302.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	130,126.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	130,126.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,952.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	128,174.
6	Minimum investment return. Enter 5% of line 5	6	6,409.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	6,409.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	4.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,405.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	6,405.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	6,405.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	317,675.
b	Program-related investments - total from Part IX-B	1b	0.
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	317,675.
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	5	4.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	317,671.

Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				6,405.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	314,056.			
b From 2005	274,583.			
c From 2006	255,564.			
d From 2007	275,815.			
e From 2008	283,634.			
f Total of lines 3a through e	1,403,652.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$	317,675.			
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				6,405.
e Remaining amount distributed out of corpus	311,270.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,714,922.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	314,056.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,400,866.			
10 Analysis of line 9:				
a Excess from 2005	274,583.			
b Excess from 2006	255,564.			
c Excess from 2007	275,815.			
d Excess from 2008	283,634.			
e Excess from 2009	311,270.			

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

N/A

1 a 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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year

Prior 3 years

(a) 2009

(b) 2008

(c) 2007

(d) 2006

(e) Total

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 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 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:

George B. Cartledge, Jr., 540-776-7000
4235 Electric Road, SW, Roanoke, VA 24014

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

Memorandum of need and financial statement

c Any submission deadlines:

None

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

None

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 Statement 7				
Total			▶ 3a	317,675.
b <i>Approved for future payment</i>				
None				
Total			▶ 3b	0.

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

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		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
N/A		

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) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer or trustee

1-18-11
Date

► Secretary
Title

Preparer's
signature

Det a Sleyster

Date _____

1-3-11

Check if self-employee	
------------------------	--

Preparer's identifying number

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

J.A. Johnson & Co., P.C.
1016 Rosser Street, NW
Conyers, Georgia 30012-4464

FIN ▶

Phone no. (770) 278-0707

Form **990-PF** (2009)

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization

Employer identification number

Cartledge Charitable Foundation, Inc.

54-6044831

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 foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box 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).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Employer identification number

Cartledge Charitable Foundation, Inc.

54-6044831

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Olive M. Cartledge Charitable Lead Trust 4235 Electric Road, SW Suite 100 Roanoke, VA 24014	\$ 11,465.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	Grand Home Furnishings 4235 Electric Road, SW Suite 100 Roanoke, VA 24018	\$ 163,500.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Employer identification number

54-6044831

[illegible]

Name of organization

Employer identification number

Cartledge Charitable Foundation, Inc.**54-6044831****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

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
Smith Barney	36.
Total to Form 990-PF, Part I, line 3, Column A	36.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Smith Barney	353.	0.	353.
Total to Fm 990-PF, Part I, ln 4	353.	0.	353.

Form 990-PF Accounting Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	1,800.	0.		0.
To Form 990-PF, Pg 1, ln 16b	1,800.	0.		0.

Form 990-PF Other Expenses Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank Fees	300.	0.		0.
Supplies	161.	0.		0.
Miscellaneous	84.	0.		0.
To Form 990-PF, Pg 1, ln 23	545.	0.		0.

Form 990-PF	Mortgage Loans	Statement	5
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Description	Book Value	Fair Market Value
FMLMC	2,313.	2,313.
Total to Form 990-PF, Part II, line 12	2,313.	2,313.

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement	6
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Name and Address	Title and Avrg Hrs/Wk	Compensation	Employee Ben Plan Contrib	Expense Account
George B. Cartledge, Jr. 4235 Electric Road, SW Roanoke, VA 24014	Chairman of Board 0.00	0.	0.	0.
Randall Lundy 4235 Electric Road, SW Roanoke, VA 24014	Secretary 0.00	0.	0.	0.
Pat Bennett 4235 Electric Road, SW Roanoke, VA 24014	Director 0.00	0.	0.	0.
Robert G. Bennett 4235 Electric Road, SW Roanoke, VA 24014	Executive VP 0.00	0.	0.	0.
George B. Cartledge, III 4235 Electric Road, SW Roanoke, VA 24014	President 0.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.	0.

Form 990-PF	Grants and Contributions Paid During the Year	Statement 7
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Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
SPCA ATTN: DEBBIE PO BOX 2014 Stauton, VA 24402	Education		1,000.
Blue Ridge Area Food Bank P.O. Box 937 Verona, VA 24482	Education		500.
Augusta Regional Free Clinic Attn: Margaret Hersh P.O. Box 153 Fishersville, VA 22939	Education		250.
Child Health Investment Partnership 1201 Third Street Roanoke, VA 24016	Education		840.
The Rescue Mission Drumstick Dash C/O Lee Clark PO Box 11525 Roanoke, VA 24022	Education		2,500.
Roanoke Symphony The Jefferson Center 541 Luck Ave SW Suite 200 Roanoke, VA 24016	Education		6,000.
Virginia Western Educational Foundation PO Box 14007 Roanoke, VA 24016	Education		500.
Special Olympics VA. P.O. BOX 90019 Richmond, VA 23225-9019	Education		500.

United Way of Roanoke Valley Attn: Linda Webb 325 Campbell Ave SW. Roanoke, VA 24016	Education	5,000.
Roanoke County of Parks, Rec. & Tourism 1206 Kessler Mill Rd. Salem Salem, VA 24153	Education	200.
National MS Society , Blue Ridge Chapter Blue Ridge Chapter One Morton Drive Suite 106	Education	5,000.
Junior Achievement of SW Virginia 3433 Brambleton Ave. SW Suite 202B Roanoke, VA 24018	Education	500.
United Way of Roanoke Valley Attn: Linda Webb 325 Campbell Ave SW Roanoke, VA 24016	Education	500.
Salem Museum & Historical Society 801 East Main Street Salem, VA 24153	Education	2,500.
WVSOM FOUNDATION, INC. ATTN: Sally A. Cooper 400 North Lee Street Lewisburg, WV 24901	Education	500.
The Virginia Tech Foundation, Inc. - Office of University Development 201 Pack Building (0336) Blacksburg Roanoke, VA 24061	Education	50,000.
Southwestern VA Harvest Food Bank Harvest Food Bank 1025 Electric Road Salem Roanoke, VA 24153	Education	250.
The Virginia College Fund 6002-A West Broad Street Suite 201 Richmond, VA 23230	Education	1,300.

Virginia Foundation for Independent Colle 8010 Ridge Road Suite B Richmond, VA 23229	Education	4,000.
Boy's Home, Inc. 306 Boy's Home Rd. Covington, VA 24426-5599	Education	250.
America Furniture Hall of Fame 202 Neal Place High Point, NC 27262	Education	285.
Roanoke Valley Golf Hall of Fame PO Box 13253 Roanoke, VA 24032	Education	100.
Western Virginia Land Trust 722 First St. SW Suite L Roanoke, VA 24016	Education	500.
American Red Cross Roanoke Valley Chapter 352 Church Ave Roanoke, VA 24016-5098	Education	500.
Trillium Performing Arts Collective P.O. Box 1277 Lewisburg, WV 24901	Education	500.
YWCA of Roanoke Valley Attn: Sandy Gibson PO Box 570 Roanoke, VA 24003	Education	500.
Virginia Baptist Children's Home Attn: Doug Fonder PO Box 849 Salem, VA 24153	Education	500.
National MS Society , Blue Ridge Chapter Blue Ridge Chapter One Morton Drive Charlottesville, VA 22903	Education	2,300.

Alleghany Chapter DAR C/O Joyce Webber 2017 Northside Drive . Blacksburg, VA 24010	Education	300.
New River Community College PO Box 1127 Dublin, VA 24084	Education	250.
Center in the Square One Market SQ SE Roanoke, VA 24011	Education	50,000.
North Cross School 4254 Colonial Avenue Roanoke, VA 24018	Education	50,000.
Presbyterian Homes & Family Services 150 Linden Avenue Lynchburg, VA 24503	Education	500.
The Salvation Army Rke. Corps 724 Dale Ave. Se Roanoke, VA 24013	Education	300.
Military Family Support Center PO Box 1122 Salem, VA 24153	Education	250.
Juvenile Diabetes Research Foundation 3959 Electric Rd. Suite 222 Roanoke, VA 24018	Education	2,500.
Rockingham Memorial Hospital Foundation 235 Cantrell Ave. Harrisonburg, VA 22801	Education	5,000.
Historical Society of Western Virginia P.O. Box 1904 Center In the Square Roanoke, VA 24008	Education	2,000.

Child Health Investment Partnership 1201 Third Street Roanoke, VA 24016	Education	2,000.
American Red Cross Roanoke Valley Chapter 352 Church Ave Roanoke, VA 24016	Education	2,500.
Family Service of Roanoke Valley 360 Campbell Ave. SW Roanoke, VA 24018	Education	1,000.
Kimoyo LTD 147 Campbell Ave. SW Roanoke, VA 24011	Education	1,000.
Habitat For Humanity - Rke Valley Inc. Habitat For Humanity Rke Valley Inc. 403 Salem Ave Roanoke, VA	Education	2,500.
Virginia Gator Swimming PO Box 4646 Roanoke, VA 24015	Education	500.
YMCA of Roanoke Valley PO Box 2130 520 Church Ave SW Roanoke, VA 24016	Education	5,000.
Star City Motor Madness 4235 Electric Rd. SW Suite 100 Roanoke, VA 24014	Education	3,000.
Basset Memorial United Methodist Church PO Box 408 Bassett, VA 24055	Education	250.
Grand Winter Gala 71 Parkcrest Drive Hardy Roanoke, VA 24101	Education	450.

Child Health Investment Partnership 1201 Third Street Roanoke, VA 24016	Education	1,000.
Dabney Lancaster College Education Founda PO Box 1000 Clifton Forge, VA 24220	Education	300.
Boy Scouts of America Campaign for Camp Claytor Lake Blue Ridge Mountains Council P.O.Box 7606 Roanoke, VA 24016	Education	2,000.
Community School 7815 Williamson Road Roanoke, VA 24019	Education	250.
Special Olympics Virginia - Attn: Lt. Rick Kahl Roanoke Police Dept. 348 Campbell Ave SW Roanoke, VA 24016	Education	400.
Taubman Museum of Art 110 Salem Ave SE Roanoke, VA 24011	Education	5,000.
Hampden-Sydney College P.O. Box 637 Hampden-Sydney Roanoke, VA 23943	Education	6,500.
American Heart Association Roanoke Valley Division 4504 Starkey Rd. SW Suite 115 Roanoke, VA 24016	Education	10,000.
Roanoke Valley Horse Show P.O. Box 8656 Roanoke, VA 24014	Education	1,000.
Roanoke Valley Horse Show P.O. Box 8656 Roanoke, VA 24014	Education	350.

GFWC-SML Women's Club C/O Denise DeWalt 72 Pinecrest Circle Moneta Roanoke, VA 24121	Education	50.
Crystal Spring Elementary School PTA 2620 Carolina Ave Roanoke, VA 24014	Education	400.
City of Hope Attn: Michael Sandler 1055 Wilshire Blvd. Los Angeles, CA 90017	Education	25,000.
"Let's Do Lunch" LOA- Let's Do Lunch PO Box 14205 Roanoke, VA 24038-4205	Education	500.
United Way of Roanoke Valley Attn: Linda Webb 325 Campbell Ave SW Roanoke, VA 24016	Education	600.
Military Family Support Center PO Box 1122 Salem, VA 24153	Education	1,000.
Center in the Square One Market SQ SE Roanoke, VA 24011	Education	750.
Roanoke Bar Assoc. Foundation P.O. Box 18183 Roanoke, VA 24014	Education	500.
Crystal Spring Elementary School PTA 2620 Carolina Ave Roanoke, VA 24014	Education	2,500.
Fellowship of Christian Athletes PO Box 662 Forest Roanoke, VA 24551	Education	1,500.

Virginia Museum of Transportation 303 Norfolk Ave SW VA 24011	Roanoke, Education	5,000.
Apple Ridge Farm Jefferson Center Suite 304 541 Luck Avenue SW 24016	Roanoke, VA Education	550.
America Furniture Hall of Fame 202 Neal Place 27262	High Point, NC Education	500.
The Juneteenth Freedom Day Found. Inc. PO Box 1745 24008	Roanoke, VA Education	500.
Brandon Oaks Nursing & Rehab Cntr. 3837 Brandon Ave SW Roanoke, VA 24018	Education	600.
RVEDP 111 Franklin Plaza Suite 333 Roanoke, VA 24011	Education	5,000.
The American Cancer Society 2840 Electric Rd. Suite 106 A Roanoke, VA 24018	Education	1,250.
Brain Injury Services of SWVA 302 Second St. 24011	Roanoke, VA Education	1,500.
Easter Seals Virginia 201 East Main Street Salem, VA 24153	Salem Education	250.
Cave Spring Volunteer Fire Dept. P.O. Box 50568 24018	Roanoke, VA Education	100.

Cartledge Charitable Foundation, Inc.

54-6044831

YMCA of Roanoke Valley
PO Box 2130 520 Church Ave SW Education
Roanoke, VA 24016

1,000.

Boys & Girls Club
1714 9TH. ST. SE Roanoke, Education
VA 24013

250.

Center in the Square
One Market SQ SE Roanoke, Education
VA 24011

25,000.

Total to Form 990-PF, Part XV, line 3a

317,675.