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

OMB No. 1545-0052

2009

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

For calendar year 2009, or tax year beginning OCTOBER 1, 2009, and ending SEPTEMBER 30, 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 <u>RECO FOUNDATION</u>		A Employer identification number <u>54-6039609</u>
	Number and street (or P.O. box number if mail is not delivered to street address) <u>P.O. BOX 25189</u>	Room/suite <u>—</u>	B Telephone number (see page 10 of the instructions) <u>(804) 644-2800</u>
	City or town, state, and ZIP code <u>RICHMOND, VA 23260-5189</u>		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) <u>\$ 483,505</u>			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			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)	3018000			
2 Check ☐ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	0	0	0	
4 Dividends and interest from securities	56320	56320	0	
5a Gross rents	0	0	0	
b Net rental income or (loss)	0			
6a Net gain or (loss) from sale of assets not on line 10	<6315>			
b Gross sales price for all assets on line 6a	0			
7 Capital gain net income (from Part IV, line 2)		<6315>		
8 Net short-term capital gain			0	
9 Income modifications			0	
10a Gross sales less returns and allowances	0			
b Less: Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0		0	
11 Other income (attach schedule)	1985	1985	0	
12 Total. Add lines 1 through 11	3069990	51990	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	0	0	0	0
14 Other employee salaries and wages	0	0	0	0
15 Pension plans, employee benefits	0	0	0	0
16a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	0	0	0	0
c Other professional fees (attach schedule)	27084	27084	0	27084
17 Interest	0	0	0	0
18 Taxes (attach schedule) (see page 14 of the instructions)	0	0	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	0
20 Occupancy	0	0	0	0
21 Travel, conferences, and meetings	0	0	0	0
22 Printing and publications	0	0	0	0
23 Other expenses (attach schedule)			0	
24 Total operating and administrative expenses. Add lines 13 through 23	27084	27084	0	27084
25 Contributions, gifts, grants paid	196,270			196,270
26 Total expenses and disbursements. Add lines 24 and 25	225354	27084	0	225354
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	2844636			
b Net investment income (if negative, enter -0-)		24906		
c Adjusted net income (if negative, enter -0-)			0	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	161311	81091	81091
	2	Savings and temporary cash investments	103528	295706	295706
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶	0	0	0
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶	0	0	0
	5	Grants receivable	0	0	0
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶	0	0	0
	8	Inventories for sale or use	0	0	0
	9	Prepaid expenses and deferred charges	0	0	0
	10a	Investments—U.S. and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	1587728	2241519	2302716
	c	Investments—corporate bonds (attach schedule)	0	2078887	2155544
	11	Investments—land, buildings, and equipment: basis ▶			
Liabilities		Less: accumulated depreciation (attach schedule) ▶	0	0	0
	12	Investments—mortgage loans	0	0	0
	13	Investments—other (attach schedule)	0	0	0
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶	0	0	0
	15	Other assets (describe ▶)	0	0	0
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1852567	4697203	4835057
	17	Accounts payable and accrued expenses	0	0	
	18	Grants payable	0	0	
	19	Deferred revenue	0	0	
Net Assets or Fund Balances	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ▶)	0	0	
	23	Total liabilities (add lines 17 through 22)	0	0	
		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	0	0	
	25	Temporarily restricted	0	0	
	26	Permanently restricted	0	0	
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	1852567	4697203	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	Total net assets or fund balances (see page 17 of the instructions)	1852567	4697203	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	0	0	

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	1852567
2	Enter amount from Part I, line 27a	2	2844636
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	4697203
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	4697203

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				

SEE SCHEDULE

P

(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			

6315

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
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 6315

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 20516

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.

N/A

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 8
- If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	498	
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	498	
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	498	
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	0	
b	Exempt foreign organizations—tax withheld at source	6b	0	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0	
d	Backup withholding erroneously withheld	6d	0	
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	0	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	498	
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 ☐ 0 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d 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.		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	X	
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ VIRGINIA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►	13	X	
14	The books are in care of ► ROBERT C. CURRAN JR. Telephone no. ► 804-644-2800 Located at ► 710 HOSPITAL ST, RICHMOND, VA ZIP+4 ► 23219-1218			
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)?	1b	N/A
Organizations relying on a current notice regarding disaster assistance check here ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** N/AOrganizations 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 **6b** X**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **7b** N/A

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?**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
ROBERT C. COURATIN JR.	Pres./Treas.			
9 DEER RUN RD, MANAKEN-SABOT, VA 23103	Director	0	0	0
RUTH D. COURATIN	Secretary			
9 DEER RUN RD, MANAKEN-SABOT, VA 23103	Director	0	0	0
ALLEN G. BOULBY III	Asst Sec			
451 E BYRD ST, RICHMOND, VA 23219	Director	0	0	0
< SEE ADDITIONAL SCHEDULE >				

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

2

3

4

N/A

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

N/A

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 3052300
b	Average of monthly cash balances CHECK MONEY MARKET FUNDS -	1b 1279490
c	Fair market value of all other assets (see page 24 of the instructions)	1c 0
d	Total (add lines 1a, b, and c)	1d 4331790
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 4331790
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4 64977
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 4266813
6	Minimum investment return. Enter 5% of line 5	6 213341

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 213341
2a	Tax on investment income for 2009 from Part VI, line 5	2a 498
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b 0
c	Add lines 2a and 2b	2c 498
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 212843
4	Recoveries of amounts treated as qualifying distributions	4 0
5	Add lines 3 and 4	5 212843
6	Deduction from distributable amount (see page 25 of the instructions)	6 0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 212843

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 225354
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 0
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required)	3a 0
b	Cash distribution test (attach the required schedule)	3b 0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 225354
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 0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 225354

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				212843
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	0			
b From 2005	0			
c From 2006	16704			
d From 2007	9082			
e From 2008	25915			
f Total of lines 3a through e	51701			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 225354			0	
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)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2009 distributable amount				212843
e Remaining amount distributed out of corpus	12511			0
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	64279			
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 page 27 of the instructions		0		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			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) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	64212			
10 Analysis of line 9:				
a Excess from 2005	0			
b Excess from 2006	16704			
c Excess from 2007	9082			
d Excess from 2008	25915			
e Excess from 2009	12511			

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)

2a 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			(e) Total
(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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		N/A		
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% of minimum investment return shown in Part X, line 6 for each year listed				
c "Support" alternative test—enter:				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

ROBERT C. CORRAHN JR. 804-644-2800
REC FOUNDATION 710 HOSPITAL ST, RICHMOND, VA 23219

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

OUR CONTRIBUTIONS ARE NORMAL ANNUAL GIVINGS which do not require application.

c Any submission deadlines:

NONE

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

NONE

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
< SEE SCHEDULE >				
Total			▶	3a 198,270
b Approved for future payment				
Total			▶	3b 0

Part XVII

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

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

EIN ►

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

RECO FOUNDATION

Employer identification number

54 : 6039609

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 $\frac{1}{3}$ % 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).

Name of organization

REGO FOUNDATION

Employer identification number

54 : 6039609

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	VIRGINIA AMERICAN INDUSTRIES, INC. 710 HOSPITAL STREET RICHMOND, VA 23219-1218	\$ 18,000. ¹²	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
2	ROBERT C. JR AND RUTH COURAIN 710 HOSPITAL STREET RICHMOND, VA 23219-1218	\$ 3,000,000. ²	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.)

Name of organization

RECO FOUNDATION

Employer identification number

54 : 6039609**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
	<u>N/A</u>	\$	<u>1/1/1</u>
		\$	<u>1/1/1</u>
		\$	<u>1/1/1</u>
		\$	<u>1/1/1</u>
		\$	<u>1/1/1</u>
		\$	<u>1/1/1</u>
		\$	<u>1/1/1</u>

Name of organization

RECO FOUNDATION

Employer identification number

54: 6039609

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
		N/A	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(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	
(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	
(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	

THE RECO FOUNDATION
54-6039609
YEAR ENDING SEPTEMBER 30, 2010
INVESTMENTS (CASH BASIS)

INVESTMENTS	BALANCE 10-1-09	STK DISB	ADDITIONS	DEDUCTIONS	BALANCE 9-30-10	COST	GAIN/LOSS	INTEREST
	#SHARES	#SHARES	#SHARES	#SHARES	#SHARES	MKT VAL	SECURITY TRAN	DIVIDENDS RECD
RIDGEWORTH #630 SIEIX	\$ 9,904	\$ 130,531	\$ 633	\$ 2,654	\$ 7,883	\$ 98,487	\$ 79,252	\$ 3,380
SEATINEL FDS SGNVX	3,903	23,809	8,809	544	3,583	81,123	19,496	1,086
RIDGEWORTH #610 STCAX	25,877	220,473	-	25,877	225,529	-	-	36
RIDGEWORTH #593 SEGTX	2,122	20,749	-	2,122	21,533	-	-	1,940
PIMCO FDS PAC PCRIX	8,255	78,588	3,567	3,647	40,578	89,914	66,748	8,549
T ROWE PR IN REL ES TRREX	3,036	46,298	5,850	112	804	96,652	84,080	279
RIDGEWORTH #512 STVTX	12,408	181,900	1,057	6,470	104,068	-	-	310
RIDGEWORTH #242 SCBX	38,141	400,110	-	38,141	437,145	-	-	3,251
EATON VANCE TR EITVX	4,356	29,211	2,562	17,262	6,928	48,903	55,607	998
ALLIANZ FDS PSVIX	17,359	280,916	-	17,359	287,267	-	-	1,986
FORUM FDS ABSOL ASPIX	3,188	74,467	8,109	3,188	9,162	-	-	-
ABBOTT LABS 5.125% ASPIX	3,884	41,233	-	-	-	-	-	-
BANK OF NY MELLON 4.6%	-	-	-	-	-	131,897	130,411	527
BAXTER INTL INC 1.8%	-	-	-	-	-	86,441	78,542	261
BERKSHIRE HATHAWAY 3.2%	-	-	-	-	-	55,237	50,625	699
GENERAL ELECTRIC 2.625%	-	-	-	-	-	76,566	74,946	682
PRAXAIR INC 2.125%	-	-	-	-	-	53,028	50,401	542
REGIONS BANK 3.250%	-	-	-	-	-	78,199	76,852	432
SHELL INTL FIN 4%	-	-	-	-	-	77,103	74,897	258
FED FARM CR BANK 1.875%	-	-	-	-	-	81,268	78,593	1,350
FED FARM CR BANK 3.37%	-	-	-	-	-	102,625	100,744	303
FED HOME LN MTG 3.0%	-	-	-	-	-	101,408	99,689	-
FED HOME LN BANK 4.8%	-	-	-	-	-	101,076	100,000	-
FED HOME LN BANK 3.75%	-	-	-	-	-	103,250	103,563	-
FED HOME LN BANK 2.0%	-	-	-	-	-	105,625	99,850	-
FED NATL MTG 3.1%	-	-	-	-	-	104,375	100,000	-
US TREASURY NT 4.250%	-	-	-	-	-	100,688	100,972	-
US TREASURY NT 3.25%	-	-	-	-	-	115,711	104,828	-
US TREASURY NT 3.625%	-	-	-	-	-	82,084	75,167	-
RIDGEWORTH #203	-	-	-	-	-	109,680	97,250	-
TEMPLETON INCOMI TCINX	-	-	-	-	-	231,314	230,000	-
APACHE CORP APA	-	-	-	-	-	237,281	230,000	-
CAMERON INT CORF CAM	-	-	-	-	-	21,898	23,462	-
CHEVRON CVX	-	-	-	-	-	13,103	11,845	-
EXXON MOBIL XOM	-	-	-	-	-	34,446	31,799	-
OCCIDENTAL PETE OXY	-	-	-	-	-	24,345	28,236	-
SCHLUMBERGER SCB	-	-	-	-	-	27,561	28,872	-
TRANSOCEAN LTD RIG	-	-	-	-	-	22,611	24,544	-
WILLIAM CO INC WMB	-	-	-	-	-	8,872	11,794	-
FREEPORT-MCMRO FCX	-	-	-	-	-	13,188	15,653	-
NUCOR CORP NUE	-	-	-	-	-	16,480	15,579	-
PRAXAIR INC PX	-	-	-	-	-	15,013	13,042	-
ABB LTD ABB	-	-	-	-	-	14,442	13,042	-
EMERSON ELECT EMR	-	-	-	-	-	15,765	15,847	-
FLOWERVE CORP FLS	-	-	-	-	-	17,220	16,878	-
FLUOR CORP FLR	-	-	-	-	-	16,413	12,320	-
GENERAL ELECTRIC GE	-	-	-	-	-	18,920	17,795	-
HUNT J B TRANS JBHT	-	-	-	-	-	17,729	19,524	-
PARKER HANNIN PH	-	-	-	-	-	13,047	13,558	-
UNION PACIFIC UNP	-	-	-	-	-	28,304	26,191	-
UNITED PARCEL UPS	-	-	-	-	-	14,806	13,193	-
UNITED TECHNOLG UTX	-	-	-	-	-	21,741	20,493	-
AMAZON INC AMZN	-	-	-	-	-	23,459	23,259	-
CARNIVAL CORP CCL	-	-	-	-	-	25,289	21,100	-
	-	-	-	-	-	15,694	15,181	-

54-6039609
YEAR ENDING SEPTEMBER 30, 2010
INVESTMENTS (CASH BASIS)

INVESTMENTS	BALANCE 10-1-08			STK DISB SHARES	ADDITIONS			DEDUCTIONS			BALANCE 9-30-10			GAIN/LOSS SECURITY TRAN	INTEREST DIVIDENDS RECD
	#SHARES	MKT VAL	COST		#SHARES	COST	#SHARES	COST	#SHARES	COST	#SHARES	MKT VAL	COST		
COH	-	-	-	374	14,357	-	-	-	-	374	16,067	14,357	-	-	58
HOME DEPOT INC	-	-	-	652	21,285	-	-	-	-	652	20,656	21,285	-	-	308
KSS	-	-	-	256	14,021	-	-	-	-	256	13,486	14,021	-	-	-
OMNICOM GROUP	-	-	-	321	12,732	-	-	-	-	321	12,673	12,732	-	-	64
WALT DISNEY CO	-	-	-	659	22,151	-	-	-	-	659	21,613	22,151	-	-	-
CVS CAREMARK	-	-	-	557	19,643	-	-	-	-	557	17,529	19,643	-	-	92
PEPSICO INC	-	-	-	360	23,688	-	-	-	-	360	23,918	23,688	-	-	346
PHILIP MORRIS	-	-	-	493	24,958	-	-	-	-	493	27,618	24,958	-	-	528
PROCTOR GAMBLE	-	-	-	291	18,500	-	-	-	-	291	17,451	18,500	-	-	259
WAL-MART STORES	-	-	-	291	18,090	-	-	-	-	291	15,574	18,090	-	-	162
ABBOTT LABS	-	-	-	413	22,243	-	-	-	-	413	21,575	22,243	-	-	-
AMGEN	-	-	-	244	13,821	-	-	-	-	244	13,447	13,821	-	-	-
AMGEN INC	-	-	-	305	17,790	-	-	-	-	305	14,551	17,790	-	-	-
BAXTER INTL INC.	-	-	-	280	27,754	-	-	-	-	280	27,754	27,754	-	-	-
EXPRESS SCRIPTS	280	-	-	453	29,094	-	-	-	-	453	28,068	29,094	-	-	-
JOHNSON & JOHN	-	-	-	496	18,365	-	-	-	-	496	18,258	18,365	-	-	490
MERCK & CO	-	-	-	340	20,009	-	-	-	-	340	17,935	20,009	-	-	188
TEVA PHARMACEU	-	-	-	233	11,674	-	-	-	-	233	11,156	11,674	-	-	114
THERMO FISHER	-	-	-	1,589	27,172	-	-	-	-	1,589	20,820	27,172	-	-	32
BANK OF AMERICA	-	-	-	517	15,641	-	-	-	-	517	13,509	15,641	-	-	-
BK OF NY MELLON	-	-	-	517	11,785	-	-	-	-	493	11,671	11,785	-	-	-
BBT CORP	-	-	-	558	22,700	-	-	-	-	558	22,069	22,700	-	-	62
CAPITAL ONE FIN	-	-	-	97	16,817	-	-	-	-	97	14,024	16,817	-	-	88
GOLDMAN SACHS	-	-	-	452	13,046	-	-	-	-	452	10,373	13,046	-	-	23
HARTFORD FIN	-	-	-	536	11,391	-	-	-	-	536	11,379	11,391	-	-	111
INVESCO LTD	-	-	-	755	32,991	-	-	-	-	755	28,735	32,991	-	-	73
JPM	-	-	-	535	16,155	-	-	-	-	535	13,204	16,155	-	-	52
MORGAN STANLEY	-	-	-	190	11,598	-	-	-	-	180	9,863	11,598	-	-	19
PNC FINL SVC	-	-	-	288	15,181	-	-	-	-	288	15,005	15,181	-	-	208
TRV	-	-	-	600	18,327	-	-	-	-	600	15,069	18,327	-	-	57
WELLS FARGO	-	-	-	400	12,368	-	-	-	-	400	10,460	12,368	-	-	-
ADBE	-	-	-	133	30,191	-	-	-	-	133	37,739	30,191	-	-	-
APPLE INC	-	-	-	465	12,132	-	-	-	-	465	14,866	12,132	-	-	-
AUTODESK INC	-	-	-	1,237	32,190	-	-	-	-	1,237	27,090	32,190	-	-	-
CISCO SYS	-	-	-	905	16,934	-	-	-	-	905	16,381	16,934	-	-	-
EMC CORP	-	-	-	51	28,471	-	-	-	-	51	28,615	28,471	-	-	-
GOOGLE INC	-	-	-	740	38,418	-	-	-	-	740	31,132	38,418	-	-	59
HEWLETT-PACK	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
INTC	-	-	-	1,009	22,279	-	-	-	-	1,008	19,373	22,279	-	-	295
ORACLE CORP	-	-	-	782	19,642	-	-	-	-	782	20,997	19,642	-	-	73
ORCL	-	-	-	483	12,001	-	-	-	-	483	13,109	12,001	-	-	108
TEXAS INSTRUME	-	-	-	154	13,987	-	-	-	-	154	11,436	13,987	-	-	36
V	-	-	-	442	12,404	-	-	-	-	442	14,405	12,404	-	-	394
VISA INC	-	-	-	8,255	90,390	-	-	-	-	7,984	90,699	87,344	-	-	-
VZ	-	-	-	8,207	129,594	-	-	-	-	3,915	87,952	78,436	-	-	-
GUPIX	-	-	-	30,123	243,706	-	-	-	-	30,123	249,414	243,707	-	-	441
JSCOX	-	-	-	3,251	91,083	-	-	-	-	3,251	107,879	91,093	-	-	-
MANUS FDS	-	-	-	187	13,581	-	-	-	-	187	-	-	-	-	-
MANNING & NAPIE	-	-	-	374	16,701	-	-	-	-	-	-	-	-	-	-
ODVYX	-	-	-	28,771	28,771	-	-	-	-	-	-	-	-	-	-
OPPENHEIMER FDS	-	-	-	455	14,878	-	-	-	-	-	-	-	-	-	-
FDS	-	-	-	172	8,027	-	-	-	-	-	-	-	-	-	-
MON	-	-	-	308	11,947	-	-	-	-	-	-	-	-	-	-
MONSANTO CO	-	-	-	278	18,454	-	-	-	-	-	-	-	-	-	-
EXC	-	-	-	106	838	-	-	-	-	-	-	-	-	-	-
EXELON CORP	-	-	-	374	16,701	-	-	-	-	-	-	-	-	-	-
MFT	-	-	-	981	28,771	-	-	-	-	-	-	-	-	-	-
MICROSOFT CORP	-	-	-	455	14,878	-	-	-	-	-	-	-	-	-	-
HALIBURTON	-	-	-	172	8,027	-	-	-	-	-	-	-	-	-	-
HAL	-	-	-	308	11,947	-	-	-	-	-	-	-	-	-	-
HARRIS CORP	-	-	-	278	18,454	-	-	-	-	-	-	-	-	-	-
HRG	-	-	-	106	838	-	-	-	-	-	-	-	-	-	-
QUALCOMM CORP	-	-	-	106	838	-	-	-	-	-	-	-	-	-	-
QCOM	-	-	-	106	838	-	-	-	-	-	-	-	-	-	-
MC DONALDS CORP	-	-	-	106	838	-	-	-	-	-	-	-	-	-	-
MCD	-	-	-	106	838	-	-	-	-	-	-	-	-	-	-
FRONTIER COMMUN	-	-	-	106	838	-	-	-	-	-	-	-	-	-	-
FTR	-	-	-	106	838	-	-	-	-	-	-	-	-	-	-

INVESTMENTS (CASH BASIS)

INVESTMENTS	BALANCE 10-1-08 #SHARES	MKT VAL	COST	STK DIB8 SHARES	ADDITIONS #SHARES	COST	DEDUCTIONS #SHARES	COST	BALANCE 8-30-10 #SHARES	MKT VAL	COST	GAIN/LOSS SECURITY TRAN	INTEREST DIVIDENDS RECD
MONEY MARKET	-	103,528	103,528							295,705	295,706		1,053
TOTAL	138,569	1,630,726	1,691,256	280	159,398	4,328,905	119,921	1,596,227	178,316	4,753,965	4,818,112	\$ (6,315)	\$ 56,320

DIVIDENDS AND INTEREST

COMPANY	DATE OF DIVIDEND AND INTEREST					
	10/31/2009	11/30	12/31	1/31/2010	2/28	3/31
	\$	170 \$	172 \$	180 \$	168 \$	170 \$
Ridgeworth #510		18	17			149 \$
Ridgeworth #593		83	71	675	98	102
Ridgeworth #412		18	13	9	10	227
Ridgeworth 502 MM						
Goldman Sachs Tr E						
T Rowe Price Re Est				278		-
T Rowe Price In Eqty				310		
Pimco Commodity				1,208		2,240
Forum FDS Absolute					347	
Ridgeworth #512	249	248	248	2,155	172	175
Ridgeworth #242	30	32	32	570	33	35
Eaton Vance				1,988		
Ridgeworth #530	51	52	52	2,943	39	39
Oppenheimer Devel				318		
Mann & Napier Opp				327		
Ridgeworth #203						
US Treas 4 250%						
US Treas 3 250%						
US Treas 3 625%						
Abbott Labs 5 125%						
Bk of NY Mellon 4 6%						
Berkshire Hath 3 2%						
FD Farm Bk 1 875%						
Fed Nat Mtg 3 1%						
Philip Morris Co						
Praxair Inc 2 125%						
Shell Indl 4 0%						
Baxter Indl 1 8%						
Gen Ele Cap 2 825%						
Regions Bk 3 25%						
Fed Hm Ln Mtg 3%						
Fed Hm Ln Bk 4 8%						
Templeton Global						
J P Morgan Chase						
Monsanto Co						
Freeport - Memoran						
Verizon Communica						
CVS Caremark						
Oracle Corp						
Nurcor Corp						
Morgan Stanley						
Proctor & Gamble						
Texas Instr						
Capital One Finan						
Apache Corp						
Hunt J B Trans Svcs						
Intel Corp						
Wal-Mart Stores						
Wells Fargo						
United Parcel						
Visa Inc						
Parker Hannifin						
Teva Pharmaceu						

THE RECO FOUNDATION

54-8039809

October 1, 2009 to September 30, 2010

DIVIDENDS AND INTEREST

COMPANY	DATE OF DIVIDEND AND INTEREST						
	10/31/2009	11/30	12/31	1/31/2010	2/28	3/31	
Invesco LTD Bermuda							52
Chevron Corp							274
Emerson Electric							94
Exelon Corp							170
Exxon Mobil							147
Microsoft Corp							111
United Technologies							121
Carnival Corp							40
Johnson & Johnson							245
Home Depot Inc							154
Halliburton							41
Bk of America							18
Williams Cos Inc							88
PepsiCo Inc							173
Travelers Cos Inc							104
Hardford Finan Svcs							
Union Pacific Corp							
Fluor Corp							
Schlumberger Ltd							
Coach Inc							
Hewlett - Packard							
Merck & Co							
Omnicom Group							
Flowserve Corp							
Occidental Petro							
ABB Ltd							
PNC Financial Svc							

Pg 2

	6/30	7/31	8/31	9/30/2010	TOTAL
	52			59	111
	274			308	580
	94			110	204
	170			188	358
	147			173	320
	111				111
	121			138	259
	40			41	81
	245			245	490
	154			154	308
	41				41
	18			18	32
	88			88	172
	173			173	346
	104			104	208
		23			23
		60			60
		48			48
		77			77
		58			58
		58			58
		188			188
		64			64
		44			44
		134			134
		361			361
		19			19

TOTAL	\$ 599	\$ 605	\$ 10,838	\$ 866	\$ 748	\$ 3,041	\$ (4,768)	\$ 5,441	\$ 10,763	\$ 5,218	\$ 9,656	\$ 13,183	\$ 56,320
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THE RECO FOUNDATION

56-6039609

October 1, 2009 to September 30, 2010

PURCHASE OF INVESTMENTS

<u>COMPANY</u>	<u>TRADE DATE OF PURCHASE</u>	<u>SETTLEMENT DATE</u>	<u>STATEMENT DATE</u>	<u>SHARES</u>	<u>COST</u>
ABERDEEN EQUITY	10/26/2009	10/27/2009	10/31/2009	7504 12	81945
FORUM FDS ABSOLUTE	10/26/2009	10/27/2009	10/31/2009	713 49	7456
T ROWE ISTL EQUITY	10/26/2009	10/27/2009	10/31/2009	1057 08	14038
JANUS INVT	10/26/2009	10/27/2009	10/31/2009	4091 11	81945
MANNING & NAPIER	10/26/2009	10/27/2009	10/31/2009	14269 03	114723
OPPENHEIMER DEVEL	10/26/2009	10/27/2009	10/31/2009	1807 61	49167
RIDGEWORTH #412	10/26/2009	10/27/2009	10/31/2009	3566 56	34239
RIDGEWORTH #242	10/26/2009	10/27/2009	10/31/2009	360 58	2470
SENTINEL FDS	10/26/2009	10/27/2009	10/31/2009	9439 32	57863
PIMCO COMMODITY	12/9/2009	12/10/2009	12/31/2009	72 62	585
FORUM FDS ABSOLUTE	12/11/2009	12/11/2009	12/31/2009	1 6	17
ABERDEEN EQUITY	3/17/2010	3/18/2010	3/31/2010	750 66	8445
FORUM FDS ABSOLUTE	3/17/2010	3/18/2010	3/31/2010	8394 1	89229
JANUS INVT	3/17/2010	3/18/2010	3/31/2010	2115 86	47649
MANNING & NAPIER	3/17/2010	3/18/2010	3/31/2010	13813 51	114238
OPPENHEIMER DEVEL	3/17/2010	3/18/2010	3/31/2010	1393 5	40593
PIMCO COMMODITY	3/17/2010	3/18/2010	3/31/2010	5419 71	44333
RIDGEWORTH #530	3/17/2010	3/18/2010	3/31/2010	20 89	268
RIDGEWORTH #242	3/17/2010	3/18/2010	3/31/2010	2201 13	14792
RIDGEWORTH #203	3/17/2010	3/18/2010	3/31/2010	26285 71	230000
T ROWE REAL ESTATE	3/17/2010	3/18/2010	3/31/2010	3433 91	52347
SENTINEL FDS	3/17/2010	3/18/2010	3/31/2010	369 81	2515
TEMPLETON GLOBAL	3/17/2010	3/18/2010	3/31/2010	17358 49	230000
INVESCO LTD	3/17/2010	3/18/2010	3/31/2010	471	10150
TRANSOCEAN LTD	3/17/2010	3/18/2010	3/31/2010	138	11794
ABB LTD	3/17/2010	3/18/2010	3/31/2010	676	14669
ABBOTT LABS COM	3/17/2010	3/18/2010	3/31/2010	373	20347
AMAZON INC	3/17/2010	3/18/2010	3/31/2010	146	19257
AMGEN INC	3/17/2010	3/18/2010	3/31/2010	214	12258
APACHE INC	3/17/2010	3/18/2010	3/31/2010	204	21681
APPLE INC	3/17/2010	3/18/2010	3/31/2010	118	26472
BANK OF AMERICA	3/17/2010	3/18/2010	3/31/2010	1319	22885
BK OF NY MELLON	3/17/2010	3/18/2010	3/31/2010	437	13424
BAXTER INTL	3/17/2010	3/18/2010	3/31/2010	305	17790
CVS CAREMARK	3/17/2010	3/18/2010	3/31/2010	492	17421
CAPITAL ONE FIN	3/17/2010	3/18/2010	3/31/2010	488	19778
CHEVRON CORP	3/17/2010	3/18/2010	3/31/2010	380	28465
CISCO SYS	3/17/2010	3/18/2010	3/31/2010	1087	28664
COACH INC	3/17/2010	3/22/2010	3/31/2010	339	13007
WALT DISNEY CO	3/17/2010	3/22/2010	3/31/2010	594	20030
EMC CORP	3/17/2010	3/22/2010	3/31/2010	805	15118
EMERSON ELEC	3/17/2010	3/22/2010	3/31/2010	282	13821
EXELON CORP	3/17/2010	3/22/2010	3/31/2010	324	14736
EXPRESS SCRIPTS	3/17/2010	3/22/2010	3/31/2010	250	24752
EXXON MOBIL	3/17/2010	3/22/2010	3/31/2010	420	28404
FLUOR CORP	3/17/2010	3/22/2010	3/31/2010	250	11610
FREEMPORT-MCMORAN	3/17/2010	3/22/2010	3/31/2010	173	14234
GENERAL ELECTRIC	3/17/2010	3/22/2010	3/31/2010	911	16580
GOLDMAN SACHS	3/17/2010	3/22/2010	3/31/2010	87	15397
GOOGLE INC	3/17/2010	3/22/2010	3/31/2010	46	26066
HALLIBURTON	3/17/2010	3/22/2010	3/31/2010	455	14878
HARRIS CORP	3/17/2010	3/22/2010	3/31/2010	172	8027
HEWLETT-PACKARD	3/17/2010	3/22/2010	3/31/2010	655	34460
HOME DEPOT	3/17/2010	3/22/2010	3/31/2010	567	18479
HUNT J B TRANS	3/17/2010	3/22/2010	3/31/2010	326	11853
INTEL CORP	3/17/2010	3/22/2010	3/31/2010	864	19249
J P MORGAN CHASE	3/17/2010	3/22/2010	3/31/2010	705	30992
JOHNSON & JOHN	3/17/2010	3/22/2010	3/31/2010	398	25758
KOHL'S CORP	3/17/2010	3/22/2010	3/31/2010	221	12206
MCDONALDS CORP	3/17/2010	3/22/2010	3/31/2010	278	18454
MERCK & CO	3/17/2010	3/22/2010	3/31/2010	426	16136
MICROSOFT CORP	3/17/2010	3/22/2010	3/31/2010	851	25283
MONSANTO CO	3/17/2010	3/22/2010	3/31/2010	187	13581
MORGAN STANLEY	3/17/2010	3/22/2010	3/31/2010	495	15072
NUCOR CORP	3/17/2010	3/22/2010	3/31/2010	338	15389
OCCIDENTAL PETE	3/17/2010	3/22/2010	3/31/2010	242	20214
OMNICOM GROUP	3/17/2010	3/22/2010	3/31/2010	286	11391

ORACLE CORP	3/17/2010	3/22/2010	3/31/2010	677	17317
PARKER HANNIFIN	3/17/2010	3/22/2010	3/31/2010	354	23182
PEPSICO INC	3/17/2010	3/22/2010	3/31/2010	305	20224
PHILIP MORRIS	3/17/2010	3/22/2010	3/31/2010	418	21669
PRAXAIR INC	3/17/2010	3/22/2010	3/31/2010	150	12276
PROCTOR & GAMB	3/17/2010	3/22/2010	3/31/2010	246	15741
QUALCOMM CORP	3/17/2010	3/22/2010	3/31/2010	308	11947
SCHLUMBERGER	3/17/2010	3/22/2010	3/31/2010	168	11207
TEVA PHARMACEU	3/17/2010	3/22/2010	3/31/2010	199	11944
TEXAS INSTRS	3/17/2010	3/22/2010	3/31/2010	418	10408
THERMO FISHER	3/17/2010	3/22/2010	3/31/2010	218	10913
TRAVELERS COS	3/17/2010	3/22/2010	3/31/2010	258	13710
UNION PACIFIC	3/17/2010	3/22/2010	3/31/2010	161	11800
UNITED PARCEL SVC	3/17/2010	3/22/2010	3/31/2010	281	17675
UNITED TECHNOLOG	3/17/2010	3/22/2010	3/31/2010	285	20605
VERIZON COMMUNI	3/17/2010	3/22/2010	3/31/2010	387	11718
VISA INC	3/17/2010	3/22/2010	3/31/2010	139	12759
WAL-MART STORES	3/17/2010	3/22/2010	3/31/2010	246	13788
WELLS FARGO	3/17/2010	3/22/2010	3/31/2010	545	16699
WILLIAMS COS	3/17/2010	3/22/2010	3/31/2010	605	14024
US TREAS 4 250%	4/6/2010	4/7/2010	4/30/2010	0	104828
US TREAS 3 250%	4/6/2010	4/7/2010	4/30/2010	0	75167
US TREAS 3 625%	4/6/2010	4/7/2010	4/30/2010	0	97250
FD FARM CR BK 3 370%	4/6/2010	4/7/2010	4/30/2010	0	99699
ABBOTT LABS 5 125%	4/6/2010	4/9/2010	4/30/2010	0	78542
BK OF NY MELLON 4 6%	4/6/2010	4/9/2010	4/30/2010	0	50825
BERKSHIRE HATH 3 2%	4/6/2010	4/9/2010	4/30/2010	0	50401
FD FARM CR BK 1.875%	4/6/2010	4/9/2010	4/30/2010	0	100744
FD NATL MTG 3 1%	4/6/2010	4/9/2010	4/30/2010	0	100972
PRAXAIR INC 2 125%	4/6/2010	4/9/2010	4/30/2010	0	74897
SHELL INTL 4 0%	4/6/2010	4/9/2010	4/30/2010	0	78593
BAXTER INTL 1.8%	4/7/2010	4/12/2010	4/30/2010	0	74946
GENERAL ELEC 2 625%	4/7/2010	4/12/2010	4/30/2010	0	76852
REGIONS BK 3 250%	4/7/2010	4/12/2010	4/30/2010	0	51851
FD HM LN MTG 3 0%	4/12/2010	4/13/2010	4/30/2010	0	100000
FD HM LN BK 4.8%	4/12/2010	4/13/2010	4/30/2010	0	103563
FD HM LN BK 4 375%	4/8/2010	4/16/2010	4/30/2010	0	99950
FD HM LN BK 2.0%	4/7/2010	4/19/2010	4/30/2010	0	100000
FD HM LN BK 3 75%	4/6/2010	4/20/2010	4/30/2010	0	100000
HARFORD FINL SVCS	4/29/2010	5/4/2010	5/31/2010	392	11595
TEVA PHARMACEU	4/29/2010	5/4/2010	5/31/2010	91	5304
SCHLUMBERGER	5/4/2010	5/7/2010	5/31/2010	149	10337
CARNIVAL CORP	5/7/2010	5/12/2010	5/31/2010	396	14654
FLUOR CORP	5/7/2010	5/12/2010	5/31/2010	117	5497
MANNING & NAPIER	5/24/2010	5/25/2010	5/31/2010	1873 14	13412
OCCIDENTAL PETE	5/20/2010	5/25/2010	5/31/2010	100	7863
OPPENHEIMER DEVEL	5/24/2010	5/25/2010	5/31/2010	50.23	1333
PNC FINL SVC	5/20/2010	5/25/2010	5/31/2010	190	11598
PIMCO COMMODITY	5/24/2010	5/25/2010	5/31/2010	358 06	2653
RIDGEWORTH #530	5/24/2010	5/25/2010	5/31/2010	612.23	6606
INVESCO LTD	5/24/2010	5/27/2010	5/31/2010	65	1241
ABB LTD	5/24/2010	5/27/2010	5/31/2010	70	1178
ABBOTT LABS	5/24/2010	5/27/2010	5/31/2010	40	1896
AMAZON INC	5/24/2010	5/27/2010	5/31/2010	15	1843
AMGEN INC	5/24/2010	5/27/2010	5/31/2010	30	1563
APACHE INC	5/24/2010	5/27/2010	5/31/2010	20	1781
APPLE INC	5/24/2010	5/27/2010	5/31/2010	15	3719
BANK OF AMERICA	5/24/2010	5/27/2010	5/31/2010	270	4287
BK OF NY MELLON	5/24/2010	5/27/2010	5/31/2010	80	2217
CVS CAREMARK	5/24/2010	5/27/2010	5/31/2010	65	2222
CAPITAL ONE FIN	5/24/2010	5/27/2010	5/31/2010	70	2922
CARNIVAL CORP	5/24/2010	5/27/2010	5/31/2010	15	535
CHEVRON CORP	5/24/2010	5/27/2010	5/31/2010	45	3334
CISCO SYS	5/24/2010	5/27/2010	5/31/2010	150	3528
COACH INC	5/24/2010	5/27/2010	5/31/2010	35	1350
WALT DISNEY CO	5/24/2010	5/27/2010	5/31/2010	65	2121
EMC CORP	5/24/2010	5/27/2010	5/31/2010	100	1816
EMERSON ELEC	5/24/2010	5/27/2010	5/31/2010	45	2057
EXELON CORP	5/24/2010	5/27/2010	5/31/2010	50	1965
EXPRESS SCRIPTS	5/24/2010	5/27/2010	5/31/2010	30	3002
EXXON MOBIL	5/24/2010	5/27/2010	5/31/2010	60	3648
FLUOR CORP	5/24/2010	5/27/2010	5/31/2010	15	688
FREEPORT-MCMORAN	5/24/2010	5/27/2010	5/31/2010	20	1345
GENERAL ELEC CO	5/24/2010	5/27/2010	5/31/2010	180	2944
GOLDMAN SACHS	5/24/2010	5/27/2010	5/31/2010	10	1420
GOOGLE INC	5/24/2010	5/27/2010	5/31/2010	5	2405
HARTFORD FINL SVCS	5/24/2010	5/27/2010	5/31/2010	60	1451
HEWLETT-PACKARD	5/24/2010	5/27/2010	5/31/2010	85	3959

HOME DEPOT	5/24/2010	5/27/2010	5/31/2010	85	2806
HUNT J B TRANS	5/24/2010	5/27/2010	5/31/2010	50	1705
INTEL CORP	5/24/2010	5/27/2010	5/31/2010	145	3030
J P MORGAN CHASE	5/24/2010	5/27/2010	5/31/2010	50	1999
JOHNSON & JOHN	5/24/2010	5/27/2010	5/31/2010	55	3336
KOHL'S CORP	5/24/2010	5/27/2010	5/31/2010	35	1815
MERCK & CO	5/24/2010	5/27/2010	5/31/2010	70	2229
MICROSOFT CORP	5/24/2010	5/27/2010	5/31/2010	130	3488
MORGAN STANLEY	5/24/2010	5/27/2010	5/31/2010	40	1083
NUCOR CORP	5/24/2010	5/27/2010	5/31/2010	55	2360
OCCIDENTAL PETE	5/24/2010	5/27/2010	5/31/2010	10	795
OMNICOM GROUP	5/24/2010	5/27/2010	5/31/2010	35	1341
ORACLE CORP	5/24/2010	5/27/2010	5/31/2010	105	2325
PARKER HANNIFIN	5/24/2010	5/27/2010	5/31/2010	50	3029
PEPSICO INC	5/24/2010	5/27/2010	5/31/2010	55	3464
PHILIP MORRIS	5/24/2010	5/27/2010	5/31/2010	75	3289
PRAXAIR INC	5/24/2010	5/27/2010	5/31/2010	10	766
PROCTOR & GAMB	5/24/2010	5/27/2010	5/31/2010	45	2759
SCHLUMBERGER	5/24/2010	5/27/2010	5/31/2010	50	3000
TEVA PHARMACEU	5/24/2010	5/27/2010	5/31/2010	50	2751
TEXAS INSTRS	5/24/2010	5/27/2010	5/31/2010	65	1593
THERMO FISHER	5/24/2010	5/27/2010	5/31/2010	15	761
TRAVELERS COS	5/24/2010	5/27/2010	5/31/2010	30	1471
UNION PACIFIC	5/24/2010	5/27/2010	5/31/2010	20	1393
UNITED PARCEL SVC	5/24/2010	5/27/2010	5/31/2010	45	2819
UNITED TECHNOLOG	5/24/2010	5/27/2010	5/31/2010	40	2854
VERIZON COMMUNI	5/24/2010	5/27/2010	5/31/2010	55	1522
VISA INC	5/24/2010	5/27/2010	5/31/2010	15	1128
WALMART STORES	5/24/2010	5/27/2010	5/31/2010	45	2302
WELLS FARGO	5/24/2010	5/27/2010	5/31/2010	55	1628
WILLIAMS COS	5/24/2010	5/27/2010	5/31/2010	85	1639
ADOBE SYS	6/8/2010	6/11/2010	6/30/2010	400	12368
AUTODESK INC	6/8/2010	6/11/2010	6/30/2010	465	12132
FLOWSERVE CORP	6/8/2010	6/11/2010	6/30/2010	150	12320
FRONTIER COMM(SPIN OFF)	7/8/2010	7/8/2010	7/31/2010	106	0
BB&T CORP	8/17/2010	8/20/2010	8/31/2010	493	11785
CAMERON INTL CORP	8/17/2010	8/20/2010	8/31/2010	305	11845
MANNING & NAPIER	9/16/2010	9/16/2010	9/30/2010	166.84	1333

TOTAL	<u>159397.9</u>	<u>4328905</u>
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THE RECO FOUNDATION
54-8039609
October 1, 2009 to September 30, 2010
SALE OF INVESTMENTS

<u>COMPANY</u>	<u>TRADE DATE OF SALE</u>	<u>SETTLEMENT DATE</u>	<u>STATEMENT DATE</u>	<u>SHARES</u>	<u>SALES PRICE</u>
ALLIANZ FDS	10/28/2009	10/27/2009	10/31/2009	3186.44	75550
EATON VANCE	10/28/2009	10/27/2009	10/31/2009	7998.84	120878
PIMCO COMMODITY	10/28/2009	10/27/2009	10/31/2009	112.47	920
RIDGEWORTH #512	10/28/2009	10/27/2009	10/31/2009	14070.3	149708
RIDGEWORTH #593	10/28/2009	10/27/2009	10/31/2009	2121.58	21258
RIDGEWORTH #510	10/28/2009	10/27/2009	10/31/2009	1597.58	13883
RIDGEWORTH #530	10/28/2009	10/27/2009	10/31/2009	2853.57	35288
T ROWE REAL ESTATE	10/28/2009	10/27/2009	10/31/2010	427.24	5349
EATON VANCE	3/17/2010	3/18/2010	3/31/2010	9422.84	154829
T ROWE INSTL EQTY	3/17/2010	3/18/2010	3/31/2010	13483.21	198294
RIDGEWORTH #412	3/17/2010	3/18/2010	3/31/2010	3484.79	38979
RIDGEWORTH #512	3/17/2010	3/18/2010	3/31/2010	24071.77	281399
RIDGEWORTH #510	3/17/2010	3/18/2010	3/31/2010	24279.58	231141
HARRIS CORP	4/29/2010	5/4/2010	5/31/2010	172	8990
QUALCOMM CORP	4/29/2010	5/4/2010	5/31/2010	308	12013
EXXON MOBIL	5/4/2010	5/7/2010	5/31/2010	86	5698
MCDONALDS CORP	5/7/2010	5/12/2010	5/31/2010	278	19089
ABERDEEN EQUITY	5/24/2010	5/25/2010	5/31/2010	270.75	2930
FORUM FDS ABSOLUTE	5/24/2010	5/25/2010	5/31/2010	835	8843
JANUS PERKINS	5/24/2010	5/25/2010	5/31/2010	2291.05	49807
RIDGEWORTH #412	5/24/2010	5/25/2010	5/31/2010	182.58	1908
T ROWE REAL ESTATE	5/24/2010	5/25/2010	5/31/2010	6042.32	89910
SENTINEL FDS	5/24/2010	5/25/2010	5/31/2010	544.14	3553
HALLIBURTON CO	6/8/2010	6/11/2010	6/30/2010	455	10260
MICROSOFT CORP	6/8/2010	6/11/2010	6/30/2010	981	24323
FRONTIER COMMUNICA	7/8/2010	7/13/2010	7/31/2010	106	772
FRONTIER COMMUNICA	7/15/2010	7/15/2010	7/31/2010	0.1	0.7
EXELON CORP	8/17/2010	8/20/2010	8/31/2010	374	15539
MONSANTO CO	8/17/2010	8/20/2010	8/31/2010	187	11042
TOTAL				<u>118921.1</u>	<u>1589912</u>

RECO FOUNDATION
54-6039609
OCTOBER 1, 2009 TO SEPTEMBER 30, 2010
SCHEDULE OF REALIZED GAINS AND (LOSSES)

PG 1

<u>COMPANY</u>	<u>QTY</u>	<u>OPEN</u>	<u>CLOSE</u>	<u>CLO/AMT</u>	<u>COST</u>	<u>REALIZED</u>
SHORT						
Alliance FDS	1098	Various	10/27/2009	26045	21596	4449
Eaton Vance	7937	Various	10/27/2009	120878	147858	-26980
Plmco Commodity	112	7/20/2009	10/27/2009	920	804	116
Ridgeworth #593	101	Various	10/27/2009	1011	634	377
Ridgeworth #530	2654	12/15/2008	10/27/2009	35266	26695	8571
Ridgeworth #512	1283	5/18/2009	3/18/2010	15000	11741	3259
Ridgeworth #512	310	7/20/2009	3/18/2010	3622	2934	688
Ridgeworth #412	848	10/26/2009	3/18/2010	9541	8141	1399
T Rowe Instl Eqty	1057	10/26/2009	3/18/2010	15412	14038	1374
Harris Corp	172	3/17/2010	5/4/2010	8990	8027	964
Qualcom Corp	308	3/17/2010	5/4/2010	12013	11947	66
Exxon Mobil Corp	86	3/17/2010	5/7/2010	5698	5816	-118
McDonalds Corp	278	3/17/2010	5/12/2010	19069	18454	615
Aberdeen Eqty	271	3/17/2010	5/25/2010	2930	3046	-116
Janus Perkins	175	10/26/2009	5/25/2010	3809	3509	300
Janus Perkins	2116	3/17/2010	5/25/2010	45999	47649	-1650
Ridgeworth #412	183	10/26/2009	5/25/2010	1908	1753	155
Sentinel FDS	174	10/26/2009	5/25/2010	1138	1069	70
Sentinel FDS	370	3/17/2010	5/25/2010	2415	2515	-100
T Rowe Real Estate	148	7/20/2009	5/25/2010	2173	1408	765
T Rowe Real Estate	3434	3/17/2010	5/25/2010	51097	52985	-1889
Halliburton Co	455	3/17/2010	6/11/2010	10260	14878	-4618
Microsoft Corp	851	3/17/2010	6/11/2010	21099	25283	-4184
Microsoft Corp	130	5/24/2010	6/11/2010	3223	3488	-265
Frontier Communi	93	3/17/2010	7/13/2010	677	740	-63
Frontier Communi	13	5/24/2010	7/13/2010	95	95	0.09
Frontier Communi	0.09	5/24/2010	7/15/2010	0.7	0.7	-0.01
Exelon Corp	324	3/17/2010	8/20/2010	13462	14736	-1274
Exelon Corp	50	5/24/2010	8/20/2010	2077	1965	112
Monsanto Co	187	3/17/2010	8/20/2010	11042	13581	-2539
TOTAL	25216.08			446869.7	467386	-20515.92

<u>COMPANY</u>	<u>QTY</u>	<u>OPEN</u>	<u>CLOSE</u>	<u>CLO/AMT</u>	<u>COST</u>	<u>REALIZED</u>
<u>LONG</u>						
Allianz FDS	2088	Various	10/27/2009	49505	63164	-13659
Ridgeworth #593	2020	Various	10/27/2009	20247	20899	-652
Ridgeworth #510	1598	3/30/2005	10/27/2009	13883	19570	-5687
Ridgeworth # 512	14070	4/21/2008	10/27/2009	149708	179931	-30223
T Rowe Real Estate	427	Various	10/27/2009	5349	9995	-4646
Eaton Vance	8240	11/24/2008	3/18/2010	135225	105065	30160
Eaton Vance	1182	2/2/2009	3/18/2010	19404	14343	5061
Ridgeworth #510	870	3/30/2005	3/18/2010	8281	10656	-2375
Ridgeworth #510	110	4/21/2005	3/18/2010	1047	1313	-266
Ridgeworth #510	1878	6/27/2005	3/18/2010	17878	22629	-4751
Ridgeworth #510	641	9/28/2005	3/18/2010	6105	7702	-1597
Ridgeworth #510	168	6/22/2006	3/18/2010	1596	2035	-439
Ridgeworth #510	4909	12/11/2007	3/18/2010	46732	55960	-9229
Ridgeworth #510	333	1/8/2008	3/18/2010	3175	3631	-457
Ridgeworth #510	421	6/19/2008	3/18/2010	4007	4445	-438
Ridgeworth #510	46	8/18/2008	3/18/2010	442	463	-21
Ridgeworth #510	13762	11/24/2008	3/18/2010	131018	89731	41287
Ridgeworth #510	175	12/11/2008	3/18/2010	1669	1155	514
Ridgeworth #510	966	2/2/2009	3/18/2010	9193	6238	2955
Ridgeworth #512	8904	4/21/2008	3/18/2010	104090	113867	-9777
Ridgeworth #512	1561	6/19/2008	3/18/2010	18252	19407	-1155
Ridgeworth #512	2219	8/18/2008	3/18/2010	25945	27033	-1088
Ridgeworth #512	8957	11/24/2008	3/18/2010	104703	75325	29378
Ridgeworth #512	837	2/2/2009	3/18/2010	9787	6907	2880
Ridgeworth #412	768	3/30/2005	3/18/2010	8637	9382	-745
Ridgeworth #412	338	12/12/2005	3/18/2010	3801	4129	-328
Ridgeworth #412	187	12/11/2006	3/18/2010	2107	2350	-243
Ridgeworth #412	416	12/21/2006	3/18/2010	4681	5176	-495
Ridgeworth #412	588	12/11/2007	3/18/2010	6616	6446	171
Ridgeworth #412	182	1/8/2008	3/18/2010	2052	1831	221
Ridgeworth #412	137	6/19/2008	3/18/2010	1544	1368	176
T Rowe Inst Eqty	11101	4/18/2007	3/18/2010	161852	168734	-6883
T Rowe Inst Eqty	971	1/8/2008	3/18/2010	14157	14147	10
T Rowe Inst Eqty	334	6/19/2008	3/18/2010	4873	4983	-110
Forum FDS Absolute	838	10/30/2007	5/25/2010	8843	9152	-309
T Rowe Real Estate	564	9/20/2006	5/25/2010	8390	12474	-4084
T Rowe Real Estate	97	10/30/2007	5/25/2010	1438	2245	-807
T Rowe Real Estate	79	12/6/2007	5/25/2010	1155	1683	-527
T Rowe Real Estate	174	12/11/2007	5/25/2010	2592	3632	-1040
T Rowe Real Estate	50	12/18/2007	5/25/2010	748	948	-200
T Rowe Real Estate	326	1/8/2008	5/25/2010	4857	5657	-800
T Rowe Real Estate	204	6/19/2008	5/25/2010	3038	4001	-964
T Rowe Real Estate	789	11/24/2008	5/25/2010	11734	7247	4487
T Rowe Real Estate	180	5/18/2009	5/25/2010	2688	1792	896

TOTAL	<u>94706</u>
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<u>1143044</u>	<u>1128841</u>	<u>14201</u>
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THE RECO FOUNDATION

54-6039609

OTHER INCOME

OCTOBER 1, 2009 TO SEPTEMBER 30, 2010

CAP. GAIN DISTRIBUTIONS

PIMCO COMMODITY	\$	585
FORUM FDS ABSOLUTE		17
MANNING & NAPIER		1,333

SEC SETTLEMENT

ROYAL DUTCH SHELL		50
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TOTAL	\$	<u>1,985</u>
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THE RECO FOUNDATION

54-6039609

STATEMENT OF REVENUE AND EXPENDITURES AND

CHANGES IN FUND BALANCE (CASH BASIS)

TAX YEAR ENDING SEPTEMBER 30, 2010

REVENUE

CONTRIBUTIONS	\$ 3,018,000
DIVIDENDS AND INTEREST	56,320
GAIN/(LOSS) SECURITY TRANSACTION	(6,315)
OTHER INCOME(PER SCHEDULE)	1,985
	<u>\$ 3,069,990</u>

EXPENDITURES

CONTRIBUTIONS(PER SCHEDULE)	198,270
FEDERAL EXCISE TAX	-
INVESTMENT ADVISORY FEES	27,084
OTHER EXPENSE	-
PRIOR CONTRIBUTIONS(ADD BACK)	<u>225,354</u>
REVENUE OVER EXPENDITURES	2,844,636
FUND BALANCE BEGINNING OF YEAR	1,852,567
FUND BALANCE END OF YEAR	<u><u>\$ 4,697,203</u></u>

THE RECO FOUNDATION
54-80398
PART XV PAGE 10, LINE 3A
TAX YEAR ENDING SEPTEMBER 30, 2010

RECIPIENT	RELATIONSHIP	FDN STATUS	PURPOSE OF CONTRIBUTION	AMOUNT
UVA Darden School P.O. Box 7726 Charlottesville, VA 22906	N/A	Pvt op Fdn	Scholarship, faculty research.	\$3,000
John Marshall Foundation 901 E. Cary Street Richmond, Va 23219	N/A	Pvt op Fdn	Preserving legacy of chief justice John Marshall	5,000
Massey Cancer Center 401 College St Richmond, VA 23268	N/A	Public	Cancer research, and patient care.	3,000
The Virginia Home 1101 Hampton Street Richmond, VA 23220	N/A	Pvt op Fdn	Home for physically disabled Virginians	1,000
Hospital Hospitality House 612 E. Marshall St Richmond, VA 23219	N/A	Pvt op Fdn	Shelter/support life saving treatments	1,000
Maymont Foundation 1700 Hampton Street Richmond, VA 23220	N/A	Pvt op Fdn	Public park and museum.	1,000
Fight SMA 1807 Libbie Ave. Richmond, VA 23220	N/A	Public	Advancing research/awareness of spinal muscular atrophy.	1,000
Salvation Army 2 W. Grace St. Richmond, VA 23241	N/A	Public	Needs for the less fortunate in the community.	1,000
American Red Cross 429 E. Cary Street Richmond, VA 23219	N/A	Public	To assist those in need, and provide training.	3,500
VMI Foundation P.O. Box 932 Lexington, VA 24450	N/A	Pvt op Fdn	VMI annual giving	2,000
VMI Keydet Club P.O. Box 932 Lexington, VA 24450	N/A	Pvt op Fdn	VMI annual giving	2,000
Veterans of Foreign Wars P.O. Box 2555 Roanoke, VA 24010-2555	N/A	Public	Provide services to veterans.	555
George C. Marshall Fdn 1600 VMI Parade Lexington, VA 24450	N/A	Pvt op Fdn	Service, scholarship, education.	1,000
Make A Wish Foundation 9211 Forest Hill Ave Richmond, VA 23235	N/A	Pvt op Fdn	Wish, trip for terminally ill children	1,000
Goochland High School 3250 River Road West Goochland, VA 23063	N/A	Public	Lois P. Hanley nursing scholarship.	1,000
Angel Flight 4620 Haywood Rd., suite 1 VA Beach, VA 23455	N/A	Public	Volunteer pilots providing shortest distance between home and hope.	500
Bonz & Ruth 3030 Meadowbridge Rd. Richmond, VA 23222	N/A	Pvt op Fdn	Rebuilding, empowering, and connecting lives.	1,000
Little Sisters of the Poor 1503 Michael's Road Richmond, VA 23228	N/A	Public	Providing care for the elderly.	1,000
Richmond Symphony 300 W. Franklin St Richmond, VA 23220	N/A	Public	Commitment to symphonic music central Virginia	500
United Way Richmond/ Pta. P.O. Box 11807 Richmond, VA 23230	N/A	Public	To meet community human service needs	100,000
Virginia National Guard P.O. Box 281 Roanoke, VA 24002-0281	N/A	Public	Ready any emergency - state, national , international.	250
St. Joseph's Villa 8000 Brook Road Richmond, VA 23227	N/A	Public	Working with families and children in need.	1,000
Comfort Zone Camp 2101 A Westonsland St. Richmond, VA 23238	N/A	Public	Camp for children who experienced death of loved one.	2,500
YMCA Greater Richmond 2 W. Franklin St Richmond, VA 23220	N/A	Public	Programs that build spirit, mind , and body	1,200
Elk Hill P.O. Box 99 Goochland, VA 23063	N/A	Public	Providing hope to Virginia's youth and families.	1,000
Boys & Girls Club Metro Richm. 2901 West Broad St. Richmond, VA 23220	N/A	Public	Create opportunities for children to grow into responsible adults.	1,000

RECIPIENT	RELATIONSHIP	FDN STATUS	PURPOSE OF CONTRIBUTION	AMOUNT
Central VA Food Bank 1415 Rhoadmiller St. Richmond, VA 23220	N/A	Public	To provide food for the hungry.	5,500
CARTAS P.O. Box 25790 Richmond, VA 23260	N/A	Public	Provider of homeless services.	2,000
Children's Hospital P.O. Box 28384 Richmond, VA 23288	N/A	Public	Medical care to medically challenged children.	1,000
Gateway Homes Greater Richmond P O Box 11303 Richmond, VA 23230	N/A	Public	A treatment program for adults mental health.	1,000
Heart of VA Council BSA 4015 Fitzhugh Ave Richmond, VA 23230	N/A	Public	Prepare young men to make ethical choices over their lifetimes.	5,000
American Legion P O. Box 2191 Roanoke, VA 24008-2191	N/A	Public	Service for veterans and communities.	265
P.L.A.G. P O. Box 113 Manassah, VA 23103	N/A	Public	For the love of animals in Goochland.	500
Marine Toys for Tots P.O. Box 227 Quantico, VA 22134-0227	N/A	Public	Christmas for children.	250
Families of the Wounded Fund P.O. Box 330 Middleton, VA 23113	N/A	Public	Support for wounded or injured soldiers.	1,000
Freedom House 1201 Hull Street Richmond, VA 23224	N/A	Public	Help for the homeless.	1,000
Paralyzed Vets of America 801 Eighteenth St NW Washington, DC 20008	N/A	Public	Support of veterans with spinal cord injury or disease.	500
Enlisted Assn. National Guard P O. Box 131327 Houston, TX 77218-1327	N/A	Public	Serving Commonwealth and country advance enlisted guard members.	250
State Fair of Virginia (campaign) P. O. Box 130 Dorset, VA 23047	N/A	Public	Keep ideas and experience alive in the commonwealth.	1,000
International Hospital for Children 1800 Byrd Ave., Suite 204 Richmond, VA 23238	N/A	Public	Surgical care for children in developing world.	1,000
Child Fund International 2821 Emerywood Pkwy. Richmond, VA 23284	N/A	Public	International assistance of children and their family members.	1,000
Meals on Wheels 1808 Widow Lewin Dr. Richmond, VA 23230	N/A	Public	Meals for elderly and the disabled.	1,000
Positive Vibe Café 2825 Hathaway Rd. Richmond, VA 23225	N/A	Public	Training people with physical or cognitive disabilities.	500
Prevent Blindness 11818 Busby Street Richmond, VA 23238	N/A	Public	Committed to saving sight.	500
Habitat for Humanity 2281 Dabney Rd., suite A Richmond, VA 23230	N/A	Public	Affordable home for low income families.	1,000
The Smile Train 245 Fifth Ave., suite 2201 New York, NY 10068	N/A	Prt op Fdn	Cleft surgery for children.	1,000
Child Savers 200 N. 22ND Street Richmond, VA 23223	N/A	Public	Mission is mental well being of children.	500
Elizabeth Kates FDN 11300 W. Huguenot Road Middleton, VA 23113	N/A	Prt op Fdn	Making opportunities available for inmates.	1,000
Thoroughbred Retirement Foundation 2381 Broad Street Rd. Malden, VA 23102	N/A	Prt op Fdn	Retired race horses.	500
VSGA Foundation 600 Founders Bridge Blvd. Middleton, VA 23113	N/A	Prt op Fdn	To promote the sport of golf.	1,000
ALS Assoc. 27001 Agoura Road Calabasas Hills, CA 91301	N/A	Public	Fighting Lou Gehrig's disease.	500
The Virginia College Fund 6002 -A W. Broad St., suite 201 Richmond, VA 23230	N/A	Public	Funds for private higher education.	500
Virginia Historical Society 428 N. Boulevard Richmond, VA 23221	N/A	Public	Caretaker of Virginia's heritage.	2,500

RECIPIENT	RELATIONSHIP	FON STATUS	PURPOSE OF CONTRIBUTION	Pg 3 AMOUNT
Art 180 59 E. 4th Street Richmond, VA 23219	N/A	Public	After school programs for young people.	500
American Cancer Society 4240 Park Place Ct. Glen Allen, VA 23060	N/A	Public	Fight against cancer.	500
APVA Preservation 204 W. Franklin Street Richmond, VA 2320	N/A	Public	Preserving for the future.	250
First Things First Greater Richmond 5200 Grove Avenue Richmond, VA 23226-1633	N/A	Public	Strengthen families through education, collaboration, and mobilization.	2,500
Fisher House 111 Rockville Pike Rockville, MD 20850	N/A	Public	Quality of life for our military service men and women, and their love ones.	1,000
Junior Achievement Central VA 4860 Cox Road Glen Allen, VA 23060	N/A	Public	Economic education to school children.	500
Children's Museum of Richmond 2620 W. Broad Street Richmond, VA 2320	N/A	Public	Promote the learning of children.	500
Commonwealth Catholic Charities P.O. Box 8585 Richmond, VA 23230-0585	N/A	Public	Making a difference in the lives of families.	1,000
Courage Unlimited Corp P.O. Box 3608 Glyndon, MD 21071	N/A	Public	Helping children and their families.	500
Goochland Free Clinics & Fam Svc. P.O. Box 118 Goochland, VA 23063	N/A	Public	Impact lives of Goochland County citizens.	2,000
Historical Richmond Foundation 4 E. Main Street Richmond, VA 23219	N/A	Pvt op Fdn	Advocate for history.	500
Read Aloud Virginia Inc. 8545 Patterson Avenue Richmond, VA 23229	N/A	Public	Preparing children with language and literacy skills	1,000
Science Museum of VA Foundation P.O. Box 11824 Richmond, VA 23230	N/A	Pvt op Fdn	To support the Science Museum	500
Valentine Richmond History Center 1015 E. Cary Street Richmond, VA 23219	N/A	Public	Preserving, collecting, interpreting, and educating Richmond's story.	500
Yellow Ribbon Fund 7200 Wisconsin Avenue Bethesda, MD 20814	N/A	Public	Welcoming our injured service members home.	500
Goochland Christmas Mother P.O. Box 322 Goochland, VA 23063	N/A	Public	Christmas help for families in Goochland County.	500
Richmond Christmas Mother P.O. Box 83333 Richmond, VA 23283-8333	N/A	Public	Christmas help for families in City of Richmond.	500
The Read Center 2000 Brene Road Richmond, VA 23226	N/A	Public	Help adults develop basic reading and communication skills.	500
Rutgers University FDN 7 College Avenue New Brunswick, NJ 08901-1261	N/A	Pvt op Fdn	Pursuit of excellence in education. Nursing donation.	1,000
Special Olympics 3212 Skidwith Road Richmond, VA 23284	N/A	Public	Special Need athletes with intellectual disabilities.	1,000
Sugar Plum Inc. 1353 Laskin Road Virginia Beach, VA 23451	N/A	Public	Skills, life lessons, and confidence.	500
William Byrd Community House 224 South Cherry Street Richmond, VA 23220	N/A	Public	Create pathways to success for individual and families.	500
Cross Over Ministry 8800 Quilicassin Road Richmond, VA 23229	N/A	Public	Health care to the uninsured in the greater Richmond area.	1,000
The Carver Promise P.O. Box 25812 Richmond, VA 23260-8817	N/A	Public	Services to those of Carver elementary school.	1,000
J. Sargeant Reynolds CC Ed. FDN P.O. Box 26924 Richmond, VA 23261-6924	N/A	Pvt op Fdn	Provide financial resources to address needs to provide a educated and skilled workforce.	1,000
Henrico Christmas Mother P.O. Box 27 Sandston, VA 23150	N/A	Public	Christmas for needy Henrico County families.	250
Bon Secours Health Care FDN 5875 Brene Road Richmond, VA 23226	N/A	Pvt op Fdn	Serving the community through community health outreach.	1,000
A Grace Place 8030 Staples Mill Road Richmond, VA 23228	N/A	Public	Adult care center to explore the possibilities of life.	1,000

RECEIPT	RELATIONSHIP	FDN STATUS	PURPOSE OF CONTRIBUTION	Pg 4 AMOUNT
Rockbridge Foundation 7777 Concord Road Brentwood, TN 37027	N/A	Pvt op Fdn	Equip you for a spiritual and fiscal legacy.	5,000
SPARC 2106-A North Hamilton Street Richmond, VA 23230	N/A	Pvt op Fdn	Training for young people in the performing arts.	1,000
Lewis Ginter Botanical Garden 1500 Lakeside Avenue Richmond, VA 23228	N/A	Public	Advocate for sustainability, and stewardship of our planet.	1,000
Henrico Educational Foundation P. O. Box 23120 Henrico, VA 23223-0420	N/A	Pvt op Fdn	Vehicle to support public education in Henrico County, Virginia.	500
TOTAL				<u>\$188,270</u>

THE RECO FOUNDATION
54-6039609
YEAR ENDING SEPTEMBER 30, 2010
SCHEDULE OF CONTRIBUTIONS PAID

<u>RECIPIENT</u>	<u>AMOUNT</u>
AMERICAN RED CROSS	\$ 3,500
JOHN MARSHALL FOUNDATION	5,000
AMERICAN CANCER SOCIETY	500
THE VMI FOUNDATION	2,000
VMI KEYDET CLUB	2,000
GEORGE MARSHALL FOUNDATION	1,000
SALVATION ARMY	1,000
VETERANS OF FOREIGN WARS	555
MAKE-A-WISH FOUNDATION	1,000
ANGEL FLIGHT MID-ATLANTIC	500
BOYS & GIRLS CLUB METRO RICHMOND	1,000
HEART OF VA COUNCIL BSA	5,000
CENTRAL VA FOOD BANK	5,500
CHILDRENS HOSPITAL	1,000
UVA DARDEN SCHOOL FDN	3,000
ELK HILL FARM	1,000
FAMILIES OF THE WOUNDED FUND INC	1,000
AMERICAN LEGION	265
FIGHT SMA	1,000
FREEDOM HOUSE	1,000
MARINE TOYS FOR TOTS	250
GATEWAY HOMES OF GREATER RICHMOND	1,000
PARALYZED VETS OF AMERICA	500
RICHMOND HABITAT FOR HUMANITY	1,000
HOSPITAL HOSPITALITY HOUSE	1,000
INTERNATIONAL HOSPITAL FOR CHILDREN	1,000
LITTLE SISTERS OF THE POOR	1,000
MASSEY CANCER CENTER	3,000
MEALS ON WHEELS	1,000
PREVENT BLINDNESS	500
THOROUGHBREED RETIREMENT FDN	500
THE SMILE TRAIN DEPT. FDN	1,000
ST. JOSEPH'S VILLA FOR CHILDREN	1,000
THE VIRGINIA COLLEGE FUND	500
THE VIRGINIA HOME	1,000
UNITED WAY GREATER RICHMOND / PETERSBURG	100,000
RICHMOND SYMPHONY	500
YMCA GREATER RICHMOND	1,200
VSGN FDN	1,000
MAYMONT FDN	1,000
VA HISTORICAL SOCIETY	2,500
ALS ASSOC.	500
BONAZ & RUTH	1,000
COMFORT ZONE	2,500
F.L.A.G.	500
POSITIVE VIBE CAFÉ	500
ART 180	500
HENRICO CHRISTMAS MOTHER	250
CHILDRENS MUSEUM OF RICHMOND	500
COMMONWEALTH CATHOLIC CHARITIES	1,000
COURAGE UNLIMITED CORP.	500
GOOCHLAND FREE CLINIS & FAMILY SVC.	2,000
GOOCHLAND HIGH - LOIS HENLEY NURSING	1,000
HISTORICAL RICHMOND FOUNDATION	500
READ ALOUD VIRGINIA INC.	1,000
SCIENCE MUSEUM OF VA FOUNDATION	500
VALENTINE RICHMOND HISTORY CENTER	500
YELLOW RIBBON FUND	500
GOOCHLAND CHRISTMAS MOTHER	500
VA NATIONAL GUARD ASSOC.	250
ENLISTED ASSN. NAT'L GUARD	250
FISHER HOUSE	1,000
CHILD FUND INTERNATIONAL	1,000
CARITAS	2,000

THE RECO FOUNDATION
54-6039609
YEAR ENDING SEPTEMBER 30, 2010
SCHEDULE OF CONTRIBUTIONS PAID

<u>RECIPIENT</u>	<u>AMOUNT</u>
CHILD SAVERS	500
ELIZABETH KATES FDN	1,000
FIRST THINGS FIRST GREATER RICHMOND	2,500
SFVA INC.	1,000
JUNIOR ACHIEVMENT CENTRAL VA	500
RICHMOND CHRISTMAS MOTHER	500
THE READ CENTER	500
RUTGERS UNIVERSITY FDN	1,000
SPECIAL OLYMPICS	1,000
SUGAR PLUM INC.	500
WILLIAM BYRD COMMUNITY HOUSE	500
CROSS OVER MINISTRY	1,000
THE CARVER PROMISE	1,000
J. SARGEANT REYNOLDS CC EDU FDN	1,000
ASSOC. PRESERVATION OF VA ANTIQ.	250
BON SECOURS HEALTH CARE FDN	1,000
A GRACE PLACE	1,000
HENRICO EDUCATION FDN	500
ROCKBRIDGE FDN	5,000
SPARC	1,000
LEWIS GINTER BOTANICAL GARDEN	1,000
TOTAL	<u>\$198,270</u>

THE RECO FOUNDATION

54-6039609

TAX YEAR ENDING SEPTEMBER 30, 2010

MARKET VALUE

FORM 990-PF

PERIOD	MARKET VALUE SECURITIES	MONEY MARKET FUND	
		BEGIN	END
10/31/2009	1517567	103528	81957
11/30/2009	1584156	81957	81439
12/31/2009	1618078	81439	90051
1/31/2010	1560818	90051	2990946
2/28/2010	1602079	2990946	2988892
3/31/2010	2781446	2988892	1907304
4/30/2010	4451651	1907304	280806
5/31/2010	4268277	280806	266534
6/30/2010	4186430	266534	272300
7/31/2010	4347085	272300	275529
8/31/2010	4251751	275529	285308
9/30/2010	4458259	285308	295708
	<u>36627597</u>	<u>9624594</u>	<u>9816772</u>
PART X, PAGE 7			1620114
LINE 1A			<u>810057</u>
DIVIDED BY 12 =		<u>3052300</u>	

PART X, PAGE 7
LINE 1B
DIVIDED BY 12
DIVIDED BY 2

PERIOD	CASH/CHECK ACCOUNT	
	BEGIN	END
10/31/2009	161311	161311
11/30/2009	161311	159296
12/31/2009	159296	3154502
1/31/2010	3154502	247531
2/28/2010	247531	247531
3/31/2010	247531	247531
4/30/2010	247531	247531
5/31/2010	247531	262791
6/30/2010	262791	262791
7/31/2010	262791	260591
8/31/2010	260591	260591
9/30/2010	260591	81091
	<u>5673308</u>	<u>5593088</u>

PART X, PAGE 7

LINE 1B

DIVIDE BY 12

DIVIDE BY 2

938866489433

PART VII-A

QUESTION 10

Reco Foundation

54-6039609

List of persons that became substantial contributors during the tax year:

Robert C. Courain, Jr.

9 Deer Run Road

Manakin-Sabot, Va 23103

Ruth D. courain

9 Deer Run Road

Manakin-Sabot, Va 23103

RECO Foundation Board Of Directors
Minutes Of July 2, 2010 Meeting

The Board of Directors of the RECO Foundation held its annual meeting on July 2, 2010 in the conference room at 710 Hospital Street in Richmond, Virginia. The following directors were present: Robert ("Bob") C. Courain, Jr., Ruth D. Courain, Jennifer R. Courain, Lauren C. Luke, Robert C. Courain, III, Allen C. Goolsby, III, Frank G. Louthan, Jr., and William M. Richardson. No director was absent.

Bob Courain, the Foundation's president, called the meeting to order at 1:05 p.m.

Amendments of Articles of Incorporation and Bylaws. Mr. Richardson addressed the desirability of updating several provisions of the Foundation's Articles of Incorporation and its Bylaws. After discussion, the following actions were taken:

1. Article (IV), Section (3) of the Articles of Incorporation. Upon motion by Mr. Goolsby, seconded by Ruth Courain, the board unanimously approved amending the first sentence of Article IV, Section (3) to eliminate the requirement that nominations to the Board "be submitted by the Board of Directors of Richmond Engineering Company, Inc." (now known as RECO Industries) and to provide for nominations to be made by any director. Accordingly, the first sentence of Article IV, Section (3) now reads as follows:

"All of the directors shall be elected, and vacancies, replacements in, and additions to the Board of Directors shall be filled by the Board of Directors then serving from nominations submitted by one or more of the then-serving directors."

2. Section 1.2 of the Bylaws. Upon motion by Mr. Goolsby, seconded by Mr. Louthan, the Board unanimously approved amending the first sentence of Section 1.2 of the Bylaws to fix the number of directors at eight. Accordingly, the first sentence of Section 1.2 of the Bylaws now reads as follows:

"The Board of Directors shall be eight (8) in number."

3. Section 1.7 of the Bylaws. Upon motion by Mr. Goolsby, seconded by Mr. Louthan, the Board unanimously approved amending Section 1.7 of the Bylaws to expressly permit notices of Board meetings to be given by electronic transmission (including e-mail) and for Board meetings to be held telephonically, by video conference, and by similar means. Accordingly, Section 1.7 of the Bylaws now reads as follows:

1.7 Notice of Meetings. Three (3) days notice of the time and place of the meetings of the board of Directors shall be given in person or by letter, telephone, or telegraph to all directors at their last known post office or home addresses, or by electronic or similar transmission (including, without limitation, facsimile and electronic mail). Meetings may be held in person, telephonically by conference call, by video conference, by conference over the Internet through an application such as Skype, or by a combination of two or more of the foregoing means. Meetings may be held at any time without notice if all directors are present or if those not present waive notice either before or after the meeting."

There being no further business, the meeting was adjourned at 2:30 p.m.

Prepared by: William M. Richardson, Secretary

PART VIII (Continued)

Reco Foundation
54-6039609

<u>List of Directors/Address</u>	<u>Title</u>	<u>Compensation</u>	<u>Benefits</u>	<u>Expense Acct</u>
William M. Richardson 9605 George's Bluff Rd. Richmond, VA 23229	Director/O Vice Pres. & Secretary (from 7/2/10)	0	0	0
Robert C Courain III 2121 12 th Ave., South Nashville, TN 37204	Director/0	0	0	0
Jennifer R. Courain 4641 Kensington Ave. Richmond, VA 23226	Director/0	0	0	0
Frank G. Louthan Jr. 2162 Cedarfield Lane Richmond, VA 23233	Director/0	0	0	0
Lauren C. Luke 203 Farnham Drive Richmond, VA 23236	Director/0	0	0	0