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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 01-01-2010 , and ending 12-31-2010

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

Name of foundation
PAUL H PUSEY FOUNDATION

A Employer identification number
23-7043682

Number and street (or P O box number if mail is not delivered to street address) Room/suite
PO BOX 771659

B Telephone number (see page 10 of the instructions)
(239) 591-0562

City or town, state, and ZIP code
NAPLES, FL 341071659

C If exemption application is pending, check here ☐
D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 3,292,373

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,258	1,258		
	4	Dividends and interest from securities	20,438	20,438		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	64,124			
	b	Gross sales price for all assets on line 6a 1,053,313				
	7	Capital gain net income (from Part IV, line 2)		64,124		
	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) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	85,820	85,820		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	3,230	2,423		0
	c	Other professional fees (attach schedule)	40,000	35,000		0
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)				
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	542	52		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	43,772	37,475		0
	25	Contributions, gifts, grants paid	129,000			129,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	172,772	37,475		129,000
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-86,952			
	b	**Net investment income** (if negative, enter -0-)		48,345		
	c	**Adjusted net income** (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. Cat No 11289X Form **990-PF** (2010)

Part II Balance Sheets

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

		Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1		Cash—non-interest-bearing			
	2		Savings and temporary cash investments	37,164	931,819	931,819
	3		Accounts receivable ▶ / Less allowance for doubtful accounts ▶			
	4		Pledges receivable ▶ / Less allowance for doubtful accounts ▶			
	5		Grants receivable			
	6		Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7		Other notes and loans receivable (attach schedule) ▶ / Less allowance for doubtful accounts ▶			
	8		Inventories for sale or use			
	9		Prepaid expenses and deferred charges	2,881	0	
	10a		Investments—U S and state government obligations (attach schedule)			
	b		Investments—corporate stock (attach schedule)	452,365	316,439	669,803
	c		Investments—corporate bonds (attach schedule)			
	11		Investments—land, buildings, and equipment basis ▶ / Less accumulated depreciation (attach schedule) ▶			
	12		Investments—mortgage loans			
	13		Investments—other (attach schedule)	2,587,587	1,744,425	1,690,751
	14		Land, buildings, and equipment basis ▶ / Less accumulated depreciation (attach schedule) ▶			
	15		Other assets (describe ▶)			
	16		**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,079,997	2,992,683	3,292,373
Liabilities	17		Accounts payable and accrued expenses	5,000	5,000	
	18		Grants payable			
	19		Deferred revenue			
	20		Loans from officers, directors, trustees, and other disqualified persons			
	21		Mortgages and other notes payable (attach schedule)			
	22		Other liabilities (describe ▶)	0	47	
	23		**Total liabilities** (add lines 17 through 22)	5,000	5,047	
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	3,074,997	2,987,636	
	25		Temporarily restricted			
	26		Permanently restricted			
			Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27		Capital stock, trust principal, or current funds			
	28		Paid-in or capital surplus, or land, bldg , and equipment fund			
	29		Retained earnings, accumulated income, endowment, or other funds			
	30		**Total net assets or fund balances** (see page 17 of the instructions)	3,074,997	2,987,636	
	31		**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,079,997	2,992,683	

Part III Analysis of Changes in Net Assets or Fund Balances

	Description	Line	Amount
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	3,074,997
2	Enter amount from Part I, line 27a	2	-86,952
3	Other increases not included in line 2 (itemize) ▶	3	558
4	Add lines 1, 2, and 3	4	2,988,603
5	Decreases not included in line 2 (itemize) ▶	5	967
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,987,636

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
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	64,124
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	188,113	2,595,793	0 072468
2008	228,063	3,923,101	0 058133
2007	242,645	4,991,502	0 048612
2006	223,907	4,974,424	0 045012
2005	213,148	4,553,878	0 046806

2	**Total** of line 1, column (d).	2	0 271031
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 054206
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	3,061,333
5	Multiply line 4 by line 3.	5	165,943
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	483
7	Add lines 5 and 6.	7	166,426
8	Enter qualifying distributions from Part XII, line 4.	8	129,000

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	967
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	967
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	967
6	Credits/Payments				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	920		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	575		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	1,495
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	528
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 528	**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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	If the answer is "Yes" to ***1a*** *or* ***1b,*** *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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.*	2		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
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		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ VA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶MASON AYRES Telephone no ▶(239) 591-0562

Located at ▶8115 COSTA BRAVA CT NAPLES FL ZIP+4 ▶34109

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

16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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.

		Line	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		No
	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 2010?	1c		No
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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ 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		
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 2010 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 2010.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2010?	4b		No

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**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No *If "Yes," attach the statement required by Regulations section 53.4945–5(d).*			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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
NANCY P AYRES 11253 BIG CANOE BIG CANOE, GA 30143	PRESIDENT,TRESURER & SECRE 0 00	0	0	0
WILLIAM A PUSEY 57 EAST SQUARE LANE RICHMOND, VA 23238	VP & ASST TREASURER 0 00	0	0	0
PATRICIA P CLARK 5326 DU PONT DRIVE SANTA ROSA, CA 95409	VP & ASST SECRETARY 0 00	0	0	0
PATRICIA P PUSEY 57 EAST SQUARE LANE RICHMOND, VA 23238	VICE PRESIDENT 0 00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over $50,000 ▶ 0

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. . . . . ▶		0

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	

Part IX-B **Summary of Program-Related Investments** (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	0

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	2,322,058
b	Average of monthly cash balances	1b	785,894
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	3,107,952
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	3,107,952
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	46,619
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,061,333
6	**Minimum investment return.** Enter 5% of line 5	6	153,067

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	153,067
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 967		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	967
3	Distributable amount before adjustments Subtract line 2c from line 1	3	152,100
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	152,100
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	152,100

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	129,000
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	129,000
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	129,000

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 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				152,100
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.			128,802	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005.				
b From 2006.				
c From 2007.				
d From 2008.				
e From 2009.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 129,000				
a Applied to 2009, but not more than line 2a			128,802	
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 2010 distributable amount.				198
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2010 *(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	0			
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 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				151,902
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 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2006. . . .				
b Excess from 2007. . . .				
c Excess from 2008. . . .				
d Excess from 2009. . . .				
e Excess from 2010. . . .				

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 2010, enter the date of the ruling . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	**(b)** 2009	**(c)** 2008	**(d)** 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 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))

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

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

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

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

MRS NANCY P AYRES
P O BOX 771659
NAPLES, FL 34107
(239) 591-0562

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

LETTERS ONLY, SUBMITTED WITH MATERIALS DESCRIBING PURPOSE OF ORGANIZATION

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 Additional Data Table				
Total . . . . ▶ **3a**				129,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,258	
4 Dividends and interest from securities			14	20,438	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	64,124	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a MISC REVENUE	900099				
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		85,820	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 85,820

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

******	2011-07-12	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

		Date	Check if self-employed ☐	PTIN
Preparer's Signature	DAVID H CREASY CPA			
Firm's name	YOUNT HYDE & BARBOUR PC		Firm's EIN	
Firm's address	4405 COX ROAD SUITE 225 GLEN ALLEN, VA 23060		Phone no (804) 553-1900	

Additional Data

Software ID:
Software Version:
EIN: 23-7043682
Name: PAUL H PUSEY FOUNDATION

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
A	600 SHARES - AMERICAN MOVIL		2004-02-24	2010-04-06
B	1000 SHARES - CAPITAL ONE FINL CORP		2004-02-24	2010-04-06
C	200 SHARES - CISCO SYSTEMS		2004-02-24	2010-04-06
D	500 SHARES - CSX CORPORATION		2004-02-24	2010-04-06
E	600 SHARES - DEERE & CO		2004-02-24	2010-04-06
F	800 SHARES - INTEL CORPORATION		2004-02-24	2010-04-06
G	600 SHARES - MORGAN STANLY DEAN WITTER		2004-02-24	2010-04-06
H	300 SHARES - PEPISCO, INC		2004-02-24	2010-04-06
I	1300 SHARES - POWERSHARES QQQ		2007-03-15	2010-04-06
J	200 SHARES - RAYTHEON		2004-02-24	2010-04-06
K	93 SHARES - TELEPHONOS DE MEXICO		2004-02-24	2010-04-06
L	700 SHARES - WELLS FARGO COMPANY		2009-01-02	2010-04-06
M	2200 SHARES - AMERICAN FUNDS	P	2004-12-16	2010-04-06
N	2200 SHARES - ARTISAN INTERNATIONAL	P	2004-11-05	2010-04-06
O	1800 SHARES - BRANDYWINE	P	2007-03-16	2010-04-06
P	1800 SHARES - BRANDYWINE BLUE	P	2008-07-08	2010-04-06
Q	6600 SHARES - CAUSEWAY INTERNATIONAL	P	2004-11-05	2010-04-06
R	3600 SHARES - CHESAPEAKE CORE	P	2004-11-05	2010-04-06
S	700 SHARES - GAMCO	P	2008-04-08	2010-04-06
T	2000 SHARES - GOLDMAN SACHS	P	2004-12-16	2010-04-06
U	1250 SHARES - INVESCO ENERGY	P	2008-04-08	2010-04-06
V	1600 SHARES - JENSEN	P	2004-11-05	2010-04-06
W	800 SHARES - LAZARD	P	2007-10-22	2010-04-06
X	2800 SHARES - MATTHEWS PACIFIC TIGER	P	2004-11-05	2010-04-06
Y	1700 SHARES - MERIDIAN	P	2004-11-05	2010-04-06
Z	900 SHARES - NEUBERGER	P	2008-04-08	2010-04-06
AA	2800 SHARES - ROYCE	P	2004-11-05	2010-04-06
AB	1300 SHARES - T ROWE PRICE	P	2008-04-08	2010-04-06
AC	1500 SHARES - THIRD AVENUE	P	2004-11-05	2010-04-06
AD	900 SHARES - WELLS FARGO ADVANTAGE	P	2004-11-05	2010-04-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
AE	CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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	31,111		1,175	29,936
B	43,169		858	42,311
C	5,250		11,645	-6,395
D	26,235		11,180	15,055
E	36,439		12,886	23,553
F	17,942		14,583	3,359
G	17,660		1,418	16,242
H	19,964		4,388	15,576
I	63,468		55,811	7,657
J	11,444		9,744	1,700
K	1,478		164	1,314
L	22,551		12,074	10,477
M	63,206		63,560	-354
N	44,880		49,070	-4,190
O	42,474		62,407	-19,933
P	42,060		57,777	-15,717
Q	78,210		102,383	-24,173
R	53,604		61,372	-7,768
S	13,356		16,193	-2,837
T	65,180		67,205	-2,025
U	46,100		59,628	-13,528
V	40,976		39,887	1,089
W	15,896		19,602	-3,706
X	56,756		49,016	7,740
Y	62,655		62,427	228
Z	14,475		16,280	-1,805
AA	33,156		33,374	-218
AB	37,468		33,618	3,850
AC	32,376		41,815	-9,439
AD	13,329		17,649	-4,320

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
AE	445			445

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) 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				29,936
B				42,311
C				-6,395
D				15,055
E				23,553
F				3,359
G				16,242
H				15,576
I				7,657
J				1,700
K				1,314
L				10,477
M				-354
N				-4,190
O				-19,933
P				-15,717
Q				-24,173
R				-7,768
S				-2,837
T				-2,025
U				-13,528
V				1,089
W				-3,706
X				7,740
Y				228
Z				-1,805
AA				-218
AB				3,850
AC				-9,439
AD				-4,320

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) 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	
AE					445

Form 990PF Part XV Line 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*				
ADOPT A HORSE 2143 WASHINGTON ST COVINGTON,GA 30014	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,425
ALZHEIMER'S ASSOCIATION 225 N MICHIGAN AVE 17TH FLOOR CHICAGO,IL 606017633	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,083
AUTISM SPEAKS 5455 WILSHIRE BLVD SUITE 2250 LOS ANGELES,CA 90036	NONE	OTHER PUBLIC CHARITY	CHARITABLE	2,000
BAPTIST THEOLOGICAL SEMINARY AT RICHMOND 3400 BROOK ROAD RICHMOND,VA 23227	NONE	OTHER PUBLIC CHARITY	CHARITABLE	5,000
BCHS ALL SPORTS BOOSTER CLUB 5600 COUGAR DRIVE NAPLES,FL 34109	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,500
BEATS 1704 WINSTON CT WOODSTOCK,GA 30189	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,425
BENEDICTINE HIGH SCHOOL 304 NORTH SHEPPARD ST RICHMOND,VA 232210232	NONE	OTHER PUBLIC CHARITY	CHARITABLE	2,000
CENTERSTAGE FOUNDATION 111 VIRGINIA STREET STE 402 RICHMOND,VA 23219	NONE	OTHER PUBLIC CHARITY	CHARITABLE	12,150
CHURCH HILL ACTIVITIES AND TUTORING 601 N 31ST ST RICHMOND,VA 23223	NONE	OTHER PUBLIC CHARITY	CHARITABLE	3,500
COMMUNITY SCHOOL OF NAPLES 13275 LIVINGSTON RD NAPLES,FL 34109	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,500
COMPASSION INTERNATIONAL 12290 VOYAGER PKWY COLORADO SPRINGS,CO 80921	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
FELLOWSHIP OF CHRISTIAN ATHLETES 3000 ORANGE BLOSSOM DRIVE NAPLES,FL 34109	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,200
FIRST BAPTIST CHURCH 2709 MONUMENT AVE RICHMOND,VA 23220	NONE	OTHER PUBLIC CHARITY	CHARITABLE	5,000
FISHHAWK SOCCER 16112 FISHHAWK BLVD LITHIA,FL 33457	NONE	OTHER PUBLIC CHARITY	CHARITABLE	2,850
GOOD SAMARITAN HEALTH & WELLNESS CENTER PO BOX 579 JASPER,GA 30143	NONE	OTHER PUBLIC CHARITY	CHARITABLE	5,150
Total . . . . ▶ **3a**				129,000

Form 990PF Part XV Line 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*				
INTERNATIONAL JUSTICE MISSION PO BOX 58147 WASHINGTON, DC 200378147	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,400
K9 SEARCH & RESCUE SPECIALISTS INC PO BOX 571 VILLA RICA, GA 30180	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
LEUKEMIA & LYMPHOMA SOCIETY 1311 MAMARONECK AVE WHITE PLAINS, NY 10605	NONE	OTHER PUBLIC CHARITY	CHARITABLE	2,000
PELICAN MARSH ELEMENTARY PTO 9480 AIRPORT ROAD N NAPLES, FL 34109	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,500
RINCON VALLEY MIDDLE SCHOOL 4650 BADGER ROAD SANTA ROSA, CA 95409	NONE	OTHER PUBLIC CHARITY	CHARITABLE	5,300
ROLLINS COLLEGE PO BOX 864168 ORLANDO, FL 32886	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,425
SALVATION ARMY PO BOX 12400 RICHMOND, VA 23241	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
SAVE THE HORSES 1768 NEWT GREEN ROAD CUMMING, GA 30040	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,425
SEQUOIA ELEMENTARY PARENTS CLUB 5305 DUPONT DR SANTA ROSA, CA 95409	NONE	OTHER PUBLIC CHARITY	CHARITABLE	5,300
SONOMA COUNTY COMMUNITY FOUNDATION 250 D STREET SUITE 205 SANTA ROSA, CA 95404	NONE	OTHER PUBLIC CHARITY	CHARITABLE	11,050
ST CATHERINE SCHOOL FOUNDATION 6001 GROVE AVE RICHMOND, VA 232262600	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
ST CATHERINE SCHOOL FOUNDATION (NA) 6001 GROVE AVE RICHMOND, VA 232262600	NONE	OTHER PUBLIC CHARITY	CHARITABLE	2,000
ST CHRISTOPHER SCHOOL FOUNDATION 711 ST CHRISTOPHER RD RICHMOND, VA 232262750	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
ST CHRISTOPHER SCHOOL FOUNDATION (PC) 711 ST CHRISTOPHER RD RICHMOND, VA 232262750	NONE	OTHER PUBLIC CHARITY	CHARITABLE	4,700
ST MARY'S CHURCH 12291 RIVER ROAD RICHMOND, VA 23238	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,100
Total . . . . ▶ 3a				129,000

Form 990PF Part XV Line 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*				
THE SALK INSTITUTE PO BOX 85800 SAN DIEGO,CA 921865800	NONE	OTHER PUBLIC CHARITY	CHARITABLE	1,000
USF FOUNDATION INC 4202 E FOWLER AVE ALC 100 TAMPA,FL 33620	NONE	OTHER PUBLIC CHARITY	CHARITABLE	2,850
VIRGINIA HISTORICAL SOCIETY PO BOX 7311 RICHMOND,VA 232210311	NONE	OTHER PUBLIC CHARITY	CHARITABLE	3,000
VIRGINIA HISTORICAL SOCIETY (BP) PO BOX 7311 RICHMOND,VA 232210311	NONE	OTHER PUBLIC CHARITY	CHARITABLE	2,000
VIRGINIA HOME FOR BOYS AND GIRLS 8716 WEST BROAD STREET RICHMOND,VA 23294	NONE	OTHER PUBLIC CHARITY	CHARITABLE	3,000
VIRGINIA MUSEUM FINE ARTS FOUNDATION 200 NORTH BOULEVARD RICHMOND,VA 232204007	NONE	OTHER PUBLIC CHARITY	CHARITABLE	3,000
VIRGINIA MUSEUM OF FINE ARTS (BP) 200 NORTH BOULEVARD RICHMOND,VA 232204007	NONE	OTHER PUBLIC CHARITY	CHARITABLE	5,000
VIRGINIA UNION UNIVERSITY 1500 NORTH BOULEVARD RICHMOND,VA 23220	NONE	OTHER PUBLIC CHARITY	CHARITABLE	2,084
WCVE (BP) 23 SESAME ST RICHMOND,VA 23235	NONE	OTHER PUBLIC CHARITY	CHARITABLE	12,000
WCVE-COMMONWEALTH PUBLIC BROADCASTING COR 23 SESAME ST RICHMOND,VA 23235	NONE	OTHER PUBLIC CHARITY	CHARITABLE	5,083
YWCA OF RICHMOND 6 NORTH 5TH STREET RICHMOND,VA 23219	NONE	OTHER PUBLIC CHARITY	CHARITABLE	2,000
Total . . . . ▶ **3a**				129,000

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TY 2010 Accounting Fees Schedule

Name: PAUL H PUSEY FOUNDATION

EIN: 23-7043682

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,230	2,423		0

TY 2010 Investments Corporate Stock Schedule

Name: PAUL H PUSEY FOUNDATION

EIN: 23-7043682

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1,200 SHS, AMERICA MOVIL S A DE	2,351	68,808
2,000 SHS, CAPITAL ONE FIN CO	1,703	85,120
400 SHS, CISCO SYSTEMS, INC	23,289	8,092
900 SHS, CSX CORP	20,124	58,149
1,400 SHS, DEERE & CO	30,068	116,270
1,600 SHS, INTL CORP	29,165	33,648
1,400 SHS, MORGAN STANLEY	13,423	38,094
700 SHS,M PEPSICO INC	18,279	45,731
500 SHS, RAYTHEON CO	24,361	23,170
TELEPHONOS DE MEXICO	0	0
1,474 SHS, WELLS FARGO CO	25,425	45,679
2,700 SHS POWERSHARES QQQ	128,251	147,042

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TY 2010 Investments - Other Schedule

Name: PAUL H PUSEY FOUNDATION

EIN: 23-7043682

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
4,433.227 SHS, ARTISAN FUNDS INC	FMV	98,850	96,201
13,424.142 SHS, CAUSEWAY INTL	FMV	207,628	166,862
7,273.837 SHS CHESAPEAKE CORE	FMV	124,003	110,199
3,842.327 SHS, GOLDMAN SACHS MID	FMV	129,129	137,940
4,568.017 SHS AMERICAN FUNDS	FMV	132,021	138,137
3,414.144 SHS, JENSEN PORTFOLIO	FMV	85,113	92,523
5,873.371 SHS, MATTHEWS PACIFIC	FMV	102,928	137,672
3,449.71 SHS, MERIDIAN GROWTH	FMV	126,720	153,823
5,593.86 SHS, ROYCE FUND	FMV	66,674	73,671
3,326.023 SHS, THIRD AVENUE	FMV	92,056	77,031
1,649.72 SHS, WELLS FARGO ADVAN	FMV	32,351	26,791
1,699.553 SHS. LAZAD FDS INC EMERG MKT	FMV	41,602	37,713
3,838.34 SHS. BRANDYWINE FD INC. COM	FMV	133,076	101,946
3,663.373 SHS. BRANDYWINE FD COM	FMV	117,588	93,929
1,553.582 SHS. GAMCO FUNDS GLOBAL	FMV	35,863	31,724
1,864.159 SHS. NEUBERGER BERMAN SMALL CAP GROWTH	FMV	33,720	33,331
2,631.555 SHS. PRICE T ROWE HEALTH SCIENCES	FMV	68,108	79,683
2,452.913 SHS, INVESCO ENERGY	FMV	116,995	101,575

TY 2010 Other Decreases Schedule

Name: PAUL H PUSEY FOUNDATION

EIN: 23-7043682

Description	Amount
EXCISE TAX	967

TY 2010 Other Expenses Schedule

Name: PAUL H PUSEY FOUNDATION

EIN: 23-7043682

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SUPPLIES	83	0		0
TELEPHONE AND COMMUNICATIONS	69	52		0
POSTAGE SHIPPING AND DELIVERY	22	0		0
MAILING SERVICES	111	0		0
OTHER EXPENSES	212	0		0
PRINTING AND COPYING	45	0		0

TY 2010 Other Increases Schedule

Name: PAUL H PUSEY FOUNDATION

EIN: 23-7043682

Description	Amount
ADJUSTMENT	558

TY 2010 Other Liabilities Schedule

Name: PAUL H PUSEY FOUNDATION

EIN: 23-7043682

Description	Beginning of Year - Book Value	End of Year - Book Value
EXCISE TAX PAYABLE	0	47

TY 2010 Other Professional Fees Schedule

Name: PAUL H PUSEY FOUNDATION

EIN: 23-7043682

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL FEES	20,000	20,000		0
ADMINISTRATION FEE	20,000	15,000		0