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Return of Private Foundation

OMB No 1545-0052

2010

Department of the Treasury
Internal Revenue Serviceor 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

For calendar year 2010, or tax year beginning

, and ending

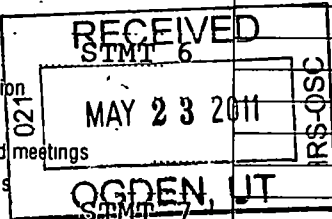
G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

Name of foundation SCOTT & STRINGFELLOW EDUCATIONAL FOUNDATION		A Employer identification number 54-1669283
Number and street (or P.O. box number if mail is not delivered to street address) P. O. BOX 1575	Room/suite	B Telephone number 804-649-3965
City or town, state, and ZIP code RICHLAND, VA 23218-1575		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,075,562. (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		7.	7.		STATEMENT 1
4 Dividends and interest from securities		14,983.	14,983.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		44,067.			
b Gross sales price for all assets on line 6a		195,531.			
7 Capital gain net income (from Part IV, line 2)			44,067.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		9.	9.		STATEMENT 3
12 Total. Add lines 1 through 11		59,066.	59,066.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		2,545.	0.		2,545.
c Other professional fees STMT 5		4,635.	4,635.		0.
17 Interest					
18 Taxes		146.	146.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		707.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		8,033.	4,781.		2,545.
25 Contributions, gifts, grants paid		41,200.			41,200.
26 Total expenses and disbursements. Add lines 24 and 25		49,233.	4,781.		43,745.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		9,833.			
b Net investment income (if negative, enter -0-)			54,285.		
c Adjusted net income (if negative, enter -0-)				N/A	

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SCOTT & STRINGFELLOW EDUCATIONAL
FOUNDATION**Part II Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	50,624.	53,846.	53,846.
	2 Savings and temporary cash investments			
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock	680,654.	687,286.	1,021,716.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis			
	Less: accumulated depreciation			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis			
	Less: accumulated depreciation			
	15 Other assets (describe)	21.	0.	0.
	16 Total assets (to be completed by all filers)	731,299.	741,132.	1,075,562.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	731,299.	741,132.	
30 Total net assets or fund balances	731,299.	741,132.		
31 Total liabilities and net assets/fund balances	731,299.	741,132.		

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	731,299.
2 Enter amount from Part I, line 27a	2	9,833.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	741,132.
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	741,132.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a IMVA A/C #1543 - SCHEDULE ATTACHED	P	VARIOUS	VARIOUS
b IMVA A/C #1902 - SCHEDULE ATTACHED	P	VARIOUS	VARIOUS
c IMVA A/C #1902 - SCHEDULE ATTACHED	P	VARIOUS	VARIOUS
d ACM A/C #3705 - SCHEDULE ATTACHED	P	VARIOUS	VARIOUS
e ACM A/C #3705 - SCHEDULE ATTACHED	P	VARIOUS	VARIOUS

(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 37,026.		32,039.	4,987.
b 26,009.		22,829.	3,180.
c 110,833.		78,439.	32,394.
d 1,745.		3,174.	<1,429.>
e 19,918.		14,983.	4,935.

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			4,987.
b			3,180.
c			32,394.
d			<1,429.>
e			4,935.

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	44,067.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	44,290.	782,530.	.056598
2008	64,446.	1,030,700.	.062526
2007	66,064.	1,241,915.	.053195
2006	59,638.	1,182,345.	.050440
2005	89,193.	1,104,227.	.080774

2 Total of line 1, column (d)	2	.303533
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	.060707
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	919,012.
5 Multiply line 4 by line 3	5	55,790.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	543.
7 Add lines 5 and 6	7	56,333.
8 Enter qualifying distributions from Part XII, line 4	8	43,745.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,086.
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	1,086.
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	1,086.
6 Credits/Payments.			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2,873.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,873.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,787.	
11 Enter the amount of line 10 to be credited to 2011 estimated tax	11	0.	

Part VII-A Statements Regarding Activities

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?	Yes	No
1a		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1b		
c Did the foundation file Form 1120-POL for this year?		X
1c		
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) VA	8a	X
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

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Part VII-A Statements Regarding Activities (continued)

<p>11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)</p> <p>12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?</p> <p>13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?</p> <p>Website address ▶ N/A</p> <p>14 The books are in care of ▶ JOHN HAMILTON Telephone no. ▶ 804-782-8724 Located at ▶ 901 E BYRD STREET, SUITE 500, RICHMOND, VA ZIP+4 ▶ 23219</p> <p>15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A</p> <p>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? Yes 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 ▶ 16 X</p>	<table border="1"> <tr><td>11</td><td></td><td>X</td></tr> <tr><td>12</td><td></td><td>X</td></tr> <tr><td>13</td><td>X</td><td></td></tr> <tr><td>15</td><td></td><td></td></tr> <tr><td>16</td><td></td><td>X</td></tr> </table>	11		X	12		X	13	X		15			16		X
11		X														
12		X														
13	X															
15																
16		X														

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.

<p>1a During the year did the foundation (either directly or indirectly):</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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 22 of the instructions)? N/A Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/></p> <p>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 X</p> <p>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))</p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____</p> <p>b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A 2b</p> <p>c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ _____</p> <p>3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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.) N/A 3b</p> <p>4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X</p> <p>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 X</p>	<table border="1"> <tr><td></td><td>Yes</td><td>No</td></tr> <tr><td>1b</td><td></td><td></td></tr> <tr><td>1c</td><td></td><td>X</td></tr> <tr><td>2b</td><td></td><td></td></tr> <tr><td>3b</td><td></td><td></td></tr> <tr><td>4a</td><td></td><td>X</td></tr> <tr><td>4b</td><td></td><td>X</td></tr> </table>		Yes	No	1b			1c		X	2b			3b			4a		X	4b		X
	Yes	No																				
1b																						
1c		X																				
2b																						
3b																						
4a		X																				
4b		X																				

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☒ Yes ☐ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A**

5b		X
6b		X
7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
FRANKLIN B. HEINER 5200 RIVERSIDE DRIVE RICHMOND, VA 23225	PRESIDENT & DIRECTOR 0.50	0.	0.	0.
ROBERT P. ALLEN 3129 W. GRACE STREET RICHMOND, VA 23221	TREASURER & DIRECTOR 0.50	0.	0.	0.
BRADLEY H. GUNTER 418 EDNAM DRIVE CHARLOTTESVILLE, VA 22903	SECRETARY & DIRECTOR 2.00	0.	0.	0.

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

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

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. 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 PROVISION OF EDUCATIONAL SCHOLARSHIPS TO QUALIFIED APPLICANTS A TOTAL OF 36 INDIVIDUALS WERE PROVIDED SCHOLARSHIPS IN 2010	40,000.
2 SEE STATEMENT 10	1,200.
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	893,447.
b	Average of monthly cash balances	1b	39,560.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	933,007.
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	933,007.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	13,995.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	919,012.
6	Minimum investment return. Enter 5% of line 5	6	45,951.

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

1	Minimum investment return from Part X, line 6	1	45,951.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,086.
b	Income tax for 2010. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,086.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	44,865.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	44,865.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	44,865.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	43,745.
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	43,745.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	43,745.

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.

Form 990-PF (2010)

**SCOTT & STRINGFELLOW EDUCATIONAL
FOUNDATION**

Form 990-PF (2010)

54-1669283

Page 9

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				44,865.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	4,022.			
b From 2006	2,681.			
c From 2007	6,008.			
d From 2008	11,269.			
e From 2009	5,017.			
f Total of lines 3a through e	28,997.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$	43,745.			
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				43,745.
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).)	1,120.			1,120.
6 Enter the net total of each column as indicated below:				
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	27,877.			
b Prior years' undistributed income: Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009: Subtract line 4a from line 2a. Taxable amount - see instructions			0.	
f Undistributed income for 2010: Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	2,902.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	24,975.			
10 Analysis of line 9:				
a Excess from 2006	2,681.			
b Excess from 2007	6,008.			
c Excess from 2008	11,269.			
d Excess from 2009	5,017.			
e Excess from 2010				

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year EDUCATIONAL SCHOLARSHIPS - SEE SCHEDULE		PUBLIC	SCHOLARSHIPS GRANTS	40,000.
ST CHRISTOPHER'S SCHOOL 711 ST. CHRISTPHER'S ROAD RICHMOND, VA 23226		PUBLIC	HONORARIUMS	600.
ST. CATHERINE'S SCHOOL 6001 GROVE AVENUE RICHMOND, VA 23226		PUBLIC	HONORARIUMS	600.
Total			► 3a	41,200.
b Approved for future payment				
NONE				
Total			► 3b	0.

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

[illegible]

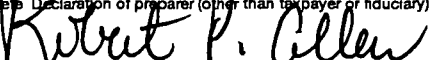

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | 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) | X |
| (2) | Other assets | 1a(2) | X |
| b | Other transactions | | |
| (1) | Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| (2) | Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| (3) | Rental of facilities, equipment, or other assets | 1b(3) | X |
| (4) | Reimbursement arrangements | 1b(4) | X |
| (5) | Loans or loan guarantees | 1b(5) | X |
| (6) | Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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.						
	 Signature of officer or trustee		1572-11 Date		 Title		
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date 5/11/11	Check <input type="checkbox"/> if self-employed	PTIN
	JAMES M ATKINSON Firm's name ▶ ATKINSON, HARRIS & HART, P.C. 830 E. MAIN STREET, SUITE 1700					Firm's EIN ▶	
	Firm's address ▶ RICHMOND, VA 23219-2725					Phone no 804.643.6886	

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
SCOTT & STRINGFELLOW #10029029	3.
SCOTT & STRINGFELLOW #73725103	4.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	7.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SCOTT & STRINGFELLOW #10029029	0.	0.	0.
SCOTT & STRINGFELLOW #29718921	11,407.	0.	11,407.
SCOTT & STRINGFELLOW #29719207	2,052.	0.	2,052.
SCOTT & STRINGFELLOW #73725103	1,524.	0.	1,524.
TOTAL TO FM 990-PF, PART I, LN 4	14,983.	0.	14,983.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
REFUND OF FOREIGN TAX	9.	9.	
TOTAL TO FORM 990-PF, PART I, LINE 11	9.	9.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	2,545.	0.		2,545.
TO FORM 990-PF, PG 1, LN 16B	2,545.	0.		2,545.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	4,635.	4,635.		0.
TO FORM 990-PF, PG 1, LN 16C	4,635.	4,635.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	146.	146.		0.
TO FORM 990-PF, PG 1, LN 18	146.	146.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE REGISTRATION FEES	25.	0.		0.
MISCELLANEOUS EXPENSES	500.	0.		0.
BROKERAGE DIFFERENCE IN COST	182.	0.		0.
TO FORM 990-PF, PG 1, LN 23	707.	0.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULES ATTACHED	687,286.	1,021,716.
TOTAL TO FORM 990-PF, PART II, LINE 10B	687,286.	1,021,716.

FORM 990-PF	OTHER ASSETS		STATEMENT	9
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE	
DIVIDENDS RECEIVABLE	21.	0.	0.	
TO FORM 990-PF, PART II, LINE 15	21.	0.	0.	

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT	10
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ACTIVITY TWO

CHARITABLE CONTRIBUTIONS TO EDUCATIONAL INSTITUTIONS AS
HONORARIUMS IN RECOGNITION OF SELECTION COMMITTEE
VOLUNTEERS. A TOTAL OF 2 INSTITUTIONS RECEIVED CONTRIBUTIONS
IN 2010

TO FORM 990-PF, PART IX-A, LINE 2

EXPENSES

1,200.

**SCOTT & STRINGFELLOW EDUCATIONAL
FOUNDATION
FIN 54-1669283**

Investment Management
PORTFOLIO APPRAISAL
Scott & Stringfellow Educational Foundation - Small Cap. Portfolio
A/C 1902
December 31, 2010

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
Cash and Equivalents									
	Federated Prime Obligations Fund		25,840 69		25,840 69	6 9	0 160	41 35	0 2
			25,840 69		25,840 69	6 9		41 35	0 2
Common Stocks									
Basic Materials									
550 000	Titanium Metals Corp	10 36	5,697 23	17 18	9,449 00	2 5	0 000	0 00	0 0
			5,697 23		9,449 00	2 5		0 00	0 0
Capital Goods / Industrial									
250 000	Alexander & Baldwin	27 24	6,810 28	40 03	10,007 50	2 7	0 900	225 00	2 2
200 000	Astec Industries, Inc	23 38	4,675 78	32 41	6,482 00	1 7	0 000	0 00	0 0
287 000	Babcock & Wilcox Co	10 20	2,926 45	25 59	7,344 33	2 0	0 000	0 00	0 0
400 000	Forward Air Corp	23 79	9,515 24	28 38	11,352 00	3 0	0 280	112 00	1 0
375 000	General Cable	26 99	10,119 57	35 09	13,158 75	3 5	0 000	0 00	0 0
225 000	Kaydon Corp	25 24	5,679 25	40 72	9,162 00	2 4	0 760	171 00	1 9
575 000	McDermott Int'l	5 56	3,199 45	20 69	11,896 75	3 2	0 000	0 00	0 0
200 000	Simpson Manufacturing Co Inc	20 15	4,030 01	30 91	6,182 00	1 6	0 400	80 00	1 3
			46,956 03		75,585 33	20 1		588 00	0 8
Consumer Cyclical									
550 000	Briggs & Stratton Corporation	17 18	9,446 65	19 69	10,829 50	2 9	0 440	242 00	2 2
575 000	Chicos Fas Inc	9 74	5,599 52	12 03	6,917 25	1 8	0 200	115 00	1 7
300 000	Gentex Corp	13 89	4,166 07	29 56	8,868 00	2 4	0 480	144 00	1 6
			19,212 24		26,614 75	7 1		501 00	1 9
Consumer Staples									
375 000	Hain Celestial Group, Inc	15 02	5,633 75	27 06	10,147 50	2 7	0 000	0 00	0 0
			5,633 75		10,147 50	2 7		0 00	0 0
Energy									
700 000	Frontier Oil Corp	13 16	9,212 42	18 01	12,607 00	3 4	0 060	42 00	0 3
575 000	Natural Gas Services Group Inc	13 96	8,024 99	18 91	10,873 25	2 9	0 000	0 00	0 0
1,791 000	Sandridge Energy Inc	5 09	9,123 71	7 32	13,110 12	3 5	0 000	0 00	0 0
350 000	Superior Energy Services	24 20	8,469 72	34 99	12,246 50	3 3	0 000	0 00	0 0
			34,830 84		48,836 87	13 0		42 00	0 1
Financial Services									
250 000	Altisource PtfI Solns Reg Shs	26 29	6,573 53	28 71	7,177 50	1 9	0 000	0 00	0 0
200 000	Bank of the Ozarks	26 69	5,337 48	43 35	8,670 00	2 3	0 720	144 00	1 7
550 000	Firstment Corp	17 79	9,783 54	19 79	10,884 50	2 9	0 640	352 00	3 2
700 000	Montpelier RE Holdings, Ltd	24 83	17,379 50	19 94	13,958 00	3 7	0 400	280 00	2 0
1,325 000	Ocwen Financial Corp	6 25	8,278 22	9 54	12,640 50	3 4	0 000	0 00	0 0
			47,352 27		53,330 50	14 2		776 00	1 5

**SCOTT & STRINGFELLOW EDUCATIONAL
FOUNDATION
FIN 54-1669283**

**Investment Management
PORTFOLIO APPRAISAL**
Scott & Stringfellow Educational Foundation - Small Cap. Portfolio
A/C 1902
December 31, 2010

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
Technology									
975 000	Advanced Energy Inds	12 04	11,734 67	13 64	13,299 00	3 5	0 000	0 00	0 0
700 000	Bottomline Technologies, Inc	13 25	9,277 73	21 71	15,197 00	4 0	0 000	0 00	0 0
275 000	Cognex Corp	21 06	5,790 43	29 42	8,090 50	2 2	0 320	88 00	1 1
575 000	TNS Inc	17 74	10,199 67	20 80	11,960 00	3 2	0 000	0 00	0 0
575 000	Three D Systems Corp	13 28	7,637 62	31 49	18,106 75	4 8	0 000	0 00	0 0
			44,640 12		66,653 25	17 8		88 00	0 1
Utilities									
150 000	South Jersey Industries, Inc	35 73	5,359 53	52 82	7,923 00	2 1	1 460	219 00	2 8
			5,359 53		7,923 00	2 1		219 00	2 8
Healthcare									
125 000	Haemonetics Corp	53 33	6,666 50	63 18	7,897 50	2 1	0 000	0 00	0 0
450 000	Luminex Corp	14 54	6,543 87	18 28	8,226 00	2 2	0 000	0 00	0 0
650 000	Mynad Genetics Inc	16 38	10,648 82	22 84	14,846 00	4 0	0 000	0 00	0 0
100 000	Perrigo Co	14 20	1,420 37	63 33	6,333 00	1 7	0 280	28 00	0 4
946 000	Quidel Corp	9 54	9,025 53	14 45	13,669 70	3 6	0 000	0 00	0 0
			34,305 09		50,972 20	13 6		28 00	0 1
	Common Stocks Total		243,987 10		349,512 40	93 1		2,242 00	0 6
TOTAL PORTFOLIO			269,827.79		375,353.09	100.0		2,283.35	0.6

**SCOTT & STRINGFELLOW EDUCATIONAL
FOUNDATION
FIN 54-1669283**

**ACM
PORTFOLIO APPRAISAL
Scott & Stringfellow Educational Foundation
3705
December 31, 2010**

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
Cash and Equivalents									
Equivalents									
	Insured Deposit Program Advisory		8,515.12		8,515.12	4.3	0.100	8.52	0.1
			8,515.12		8,515.12	4.3		8.52	0.1
	Cash and Equivalents Total		8,515.12		8,515.12	4.3		8.52	0.1
Common Stocks									
Technology									
20.000	Apple Inc	114.76	2,295.20	322.56	6,451.20	3.2	0.000	0.00	0.0
85.000	Citrix Systems Inc	34.14	2,901.81	68.41	5,814.85	2.9	0.000	0.00	0.0
10.000	Google Inc	537.00	5,370.05	593.97	5,939.70	3.0	0.000	0.00	0.0
130.000	Oracle Corp	19.36	2,517.33	31.30	4,069.00	2.0	0.200	26.00	0.6
			13,084.39		22,274.75	11.2		26.00	0.1
Health Care									
45.000	Becton Dickinson & Co	69.16	3,112.28	84.52	3,803.40	1.9	1.480	66.60	1.8
85.000	Celgene Corp.	74.60	6,341.27	59.14	5,026.90	2.5	0.000	0.00	0.0
45.000	Cerner Corp	62.70	2,821.51	94.74	4,263.30	2.1	0.000	0.00	0.0
100.000	Medco Health Solutions	50.25	5,024.76	61.27	6,127.00	3.1	0.000	0.00	0.0
140.000	Universal Health Svcs	31.31	4,383.00	43.42	6,078.80	3.1	0.200	28.00	0.5
			21,682.82		25,299.40	12.7		94.60	0.4
Consumer Discretionary									
360.000	Lowes Cos Inc	20.63	7,426.52	25.08	9,028.80	4.5	0.360	129.60	1.4
140.000	O'Reilly Automotive Inc	41.70	5,837.64	60.42	8,458.80	4.3	0.000	0.00	0.0
20.000	Priceline Com Inc	128.58	2,571.57	399.55	7,991.00	4.0	0.000	0.00	0.0
115.000	Starwood Hotels & Resorts	24.24	2,787.51	60.78	6,989.70	3.5	0.200	23.00	0.3
			18,623.24		32,468.30	16.4		152.60	0.5
Materials & Processing									
95.000	Freeport-McMoran C&G	29.40	2,793.22	120.09	11,408.55	5.7	0.600	57.00	0.5
254.000	McDermott International Inc.	5.79	1,470.63	20.69	5,255.26	2.6	0.000	0.00	0.0
265.000	Steel Dynamics Inc	16.65	4,413.48	18.30	4,849.50	2.4	0.300	79.50	1.6
127.000	The Babcock & Wilcox Company	11.62	1,476.29	25.59	3,249.93	1.6	0.000	0.00	0.0
			10,153.62		24,763.24	12.5		136.50	0.6
Producer Durables									
135.000	American Tower Corp	43.18	5,829.03	51.64	6,971.40	3.5	0.000	0.00	0.0
55.000	Grainger W W Inc	75.71	4,164.31	138.11	7,596.05	3.8	1.840	101.20	1.3
55.000	Joy Global Inc	57.42	3,158.07	86.75	4,771.25	2.4	0.700	38.50	0.8
			13,151.41		19,338.70	9.7		139.70	0.7
Auto & Transportation									
185.000	J B Hunt Transport Svcs	36.88	6,823.64	40.81	7,549.85	3.8	0.440	81.40	1.1
215.000	Norfolk Southern Corp	47.54	10,220.90	62.82	13,506.30	6.8	1.360	292.40	2.2
			17,044.54		21,056.15	10.6		373.80	1.8

SCOTT & STRINGFELLOW EDUCATIONAL
FOUNDATION
FIN 54-1669283

ACM
PORTFOLIO APPRAISAL
Scott & Stringfellow Educational Foundation
3705
December 31, 2010

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
Financial Services									
40 000	Blackrock Inc	142.59	5,703.59	190.58	7,623.20	3.8	3.120	124.80	1.6
105.000	JP Morgan Chase & Co	47.28	4,964.02	42.42	4,454.10	2.2	0.200	21.00	0.5
110 000	Morgan Stanley	28.43	3,127.49	27.21	2,993.10	1.5	0.200	22.00	0.7
155.000	MSCI Inc.	21.44	3,322.48	38.96	6,038.80	3.0	0.000	0.00	0.0
45.000	Visa Inc	56.93	2,562.06	70.38	3,167.10	1.6	0.500	22.50	0.7
			19,679.64		24,276.30	12.2		190.30	0.8
Energy									
150 000	Chesapeake Energy Corp	22.18	3,327.35	25.91	3,886.50	2.0	0.300	45.00	1.2
100 000	National Oilwell Varco	42.04	4,204.12	67.25	6,725.00	3.4	0.400	40.00	0.6
75 000	Petroleo Brasileiro S.A.	34.71	2,602.96	37.84	2,838.00	1.4	0.356	26.70	0.9
	Petrobras Sponsored Adr								
65.000	Ultra Petroleum Corp	53.74	3,493.08	47.77	3,105.05	1.6	0.000	0.00	0.0
	Com								
175.000	Weatherford Intl	19.59	3,428.51	22.80	3,990.00	2.0	0.000	0.00	0.0
			17,056.02		20,544.55	10.3		111.70	0.5
	Common Stocks Total		130,475.68		190,021.39	95.7		1,225.20	0.6
TOTAL PORTFOLIO			138,990.80		198,536.51	100.0		1,233.71	0.6

**SCOTT & STRINGFELLOW EDUCATIONAL
FOUNDATION
FIN 54-1669283**

**Investment Management of Virginia, LLC
PORTFOLIO APPRAISAL
Scott & Stringfellow Educational Foundation - Large Cap Equity Account
A/C 1543
December 31, 2010**

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
Cash and Equivalents									
	Federated Treasury Obligations Inst Fund		16,206 41		16,206 41	3 3	0 010	1 62	0 0
			16,206 41		16,206 41	3 3		1 62	0 0
Common Stocks									
Basic Materials									
300 000	Du Pont E I De Nemours & Co	57 95	17,386 50	49 88	14,964 00	3 0	1 640	492 00	3 3
			17,386 50		14,964 00	3 0		492 00	3 3
Capital Goods / Industrial									
250 000	3M Co	25 62	6,405 94	86 30	21,575 00	4 3	2 200	550 00	2 5
150 000	Boeing Co	35 03	5,254 87	65 26	9,789 00	2 0	1 680	252 00	2 6
125 000	Caterpillar, Inc	58 26	7,282 50	93 66	11,707 50	2 3	1 760	220 00	1 9
300 000	Danaher Corp	27 11	8,132 36	47 17	14,151 00	2 8	0 080	24 00	0 2
200 000	Emerson Elec Co	40 17	8,034 50	57 17	11,434 00	2 3	1 380	276 00	2 4
600 000	General Electric Co	7 92	4,751 25	18 29	10,974 00	2 2	0 600	360 00	3 3
200 000	Norfolk Southern Corp	31 04	6,208 31	62 82	12,564 00	2 5	1 600	320 00	2 5
200 000	United Technologies Corp	41 61	8,322 50	78 72	15,744 00	3 2	1 865	373 00	2 4
			54,392 24		107,938 50	21 7		2,375 00	2 2
Consumer Staples									
300 000	Coca-Cola Company	33 45	10,034 25	65 77	19,731 00	4 0	1 880	564 00	2 9
300 000	Pepsico, Inc	34 48	10,345 25	65 33	19,599 00	3 9	1 920	576 00	2 9
300 000	Procter & Gamble Co	27 94	8,380 81	64 33	19,299 00	3 9	2 100	630 00	3 3
200 000	Walgreen Co	41 34	8,268 19	38 96	7,792 00	1 6	0 700	140 00	1 8
			37,028 50		66,421 00	13 3		1,910 00	2 9
Energy									
250 000	Chevron Corp	36 77	9,193 00	91 25	22,812 50	4 6	3 120	780 00	3 4
275 000	Exxon Mobil Corp	34 06	9,367 57	73 12	20,108 00	4 0	1 880	517 00	2 6
150 000	Royal Dutch Shell PLC Class A Shares	40 13	6,019 18	66 78	10,017 00	2 0	2 856	428 40	4 3
150 000	Schlumberger Limited	28 54	4,280 29	83 50	12,525 00	2 5	1 000	150 00	1 2
150 000	Total SA	52 69	7,903 09	53 48	8,022 00	1 6	2 648	397 16	5 0
			36,763 13		73,484 50	14 7		2,272 56	3 1
Financial Services									
400 000	Bank of New York Mellon Corp	39 37	15,746 36	30 20	12,080 00	2 4	0 520	208 00	1 7
400 000	J P Morgan Chase	27 31	10,925 00	42 42	16,968 00	3 4	1 000	400 00	2 4
100 000	Northern Trust Corp	48 70	4,870 50	55 41	5,541 00	1 1	1 120	112 00	2 0
200 000	U S Bancorp	23 30	4,660 50	26 97	5,394 00	1 1	0 500	100 00	1 9
50 000	Visa Inc	56 66	2,833 17	70 38	3,519 00	0 7	0 600	30 00	0 9
500 000	Wells Fargo & Co	26 94	13,468 48	30 99	15,495 00	3 1	0 200	100 00	0 6
			52,504 01		58,997 00	11 8		950 00	1 6
Technology									
400 000	Automatic Data Processing	38 83	15,531 42	46 28	18,512 00	3 7	1 440	576 00	3 1

**SCOTT & STRINGFELLOW EDUCATIONAL
FOUNDATION
FIN 54-1669283**

**Investment Management of Virginia, LLC
PORTFOLIO APPRAISAL
Scott & Stringfellow Educational Foundation - Large Cap Equity Account
A/C 1543
December 31, 2010**

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
500 000	Cisco Systems	17 58	8,791 82	20 23	10,115 00	2 0	0 240	120 00	1 2
200 000	Intel Corporation	15 25	3,050 50	21 03	4,206 00	0 8	0 725	144 96	3 4
150 000	International Business Machs	90 62	13,592 50	146 76	22,014 00	4 4	3 000	450 00	2 0
600 000	Microsoft Corp	2 65	1,588 12	27 91	16,746 00	3 4	0 640	384 00	2 3
			42,554 36		71,593 00	14 4		1,674 96	2 3
Utilities									
200 000	Dominion Resources, Inc VA New	37 26	7,451 19	42 72	8,544 00	1 7	1 970	394 00	4 6
			7,451 19		8,544 00	1 7		394 00	4 6
Healthcare									
400 000	Abbott Labs	30 40	12,159 98	47 91	19,164 00	3 8	1 920	768 00	4 0
200 000	Becton, Dickinson & Co	53 51	10,701 85	84 52	16,904 00	3 4	1 640	328 00	1 9
300 000	Johnson & Johnson	49 55	14,864 25	61 85	18,555 00	3 7	2 160	648 00	3 5
500 000	Pfizer Inc	21 50	10,749 42	17 51	8,755 00	1 8	0 800	400 00	4 6
225 000	Thermo Fisher Scientific	48 38	10,886 55	55 36	12,456 00	2 5	0 000	0 00	0 0
			59,362 06		75,834 00	15 2		2,144 00	2 8
Telecommunications									
150 000	AT&T Inc	35 87	5,380 89	29 38	4,407 00	0 9	1 720	258 00	5 9
			5,380 89		4,407 00	0 9		258 00	5 9
	Common Stocks Total		312,822 89		482,183 00	96 7		12,470 52	2 6
TOTAL PORTFOLIO			329,029.30		498,389.41	100.0		12,472.14	2.5

SCOTT & STRINGFELLOW EDUCATIONAL FOUNDATION
#54-1669283
PART IX-A1, LINE 1

LastName	FirstName	Payable To		Amount of Check
Burns	Emily	Boston University	Boston, Massachusetts	2,000
Buxton	Brittany	University of North Carolina-Chapel Hill	Chapel Hill, North Carolina	1,500
Byrd	Cameron	Valparaiso University	Valparaiso, Indiana	500
Campbell	Rebekah	Bryan College	Dayton, Tennessee	600
Cole	Alexa	University of Virginia	Charlottesville, Virginia	1,000
Davidson	Christine	North Carolina State University	Raleigh, North Carolina	1,200
Demase	Robert	Virginia Polytechnic Institute and State University	Blacksburg, Virginia	800
Flint	Carrie	Virginia Commonwealth University	Richmond, Virginia	1,000
Flint	Mary	Virginia Commonwealth University	Richmond, Virginia	1,000
Holder	Emily	North Carolina State University	Raleigh, North Carolina	1,200
Kidd	Connor	Richard Bland College	Petersburg, Virginia	1,200
Kidd	Gray	James Madison University	Harrisonburg, Virginia	1,200
Kubota	Lily	University of Chicago	Chicago, Illinois	2,000
Lamb	Jasmine	Tidewater Community College	Norfolk, Virginia	800
Lambert	Dylan	University of William & Mary	Williamsburg, Virginia	1,500
McMillan	Megan	University of Mary Washington	Fredericksburg, Virginia	1,000
Moore	Jonathan	North Carolina State University	Raleigh, North Carolina	800
Nye	Madelaine	Virginia Polytechnic Institute and State University	Blacksburg, Virginia	700
Peterson	Hannah	George Mason University	Fairfax, Virginia	1,000
Pham	Khanh	Virginia Commonwealth University	Richmond, Virginia	1,000
Pierson	Zachary	University of William & Mary	Williamsburg, Virginia	1,000
Pomeroy	Wendy	MidAmerica Nazarene University	Olathe, Kansas	800
Pors	Nathan	Patrick Henry College	Purcellsville, Virginia	800
Rowland	Jessica	Lynchburg College	Lynchburg, Virginia	1,000
Smith	Brandon	Emmanuel College	Boston, Massachusetts	1,000
Smith	Sarah	Christopher Newport University	Newport News, Virginia	1,200
Thai	Victor	George Mason University	Fairfax, Virginia	1,000
Traveline	Erica	James Madison University	Harrisonburg, Virginia	2,000
Van Decker	Shawn	Longwood University	Farmville, Virginia	600
Van Decker	Tiffany	Christopher Newport University	Newport News, Virginia	600
Weston	Mikala	Spelman College	Atlanta, Georgia	1,000
Bowden	Nan	University of South Carolina	Columbia, South Carolina	1,000
Dickinson	Jennet	Columbia University	New York, New York	3,000
Hana	Marlin	Virginia Commonwealth University	Richmond, Virginia	800
Yancey	Leigh	Virginia Polytechnic Institute and State University	Blacksburg, Virginia	1,200
Mordecai	Amanda	North Carolina State University	Raleigh, North Carolina	1,200
Total				40,000

Scott & Stringfellow Educational Foundation Scholarship Application Form

For Academic Year: _____

I. Student/Applicant Information

Last Name	First Name	Middle Initial
Street Address	City	State Zip Code
Telephone Number	Date of Birth	Social Security Number
High School Attended	Location	Year of Graduation
College Attending next September	Location	Class Year

Have you received an award from this Foundation in any previous year? ☐ Yes ☐ No
If yes, and there has also been change to your parents' employment or marital status since your original application, please comment in section VIII.

II. Parent/Guardian Information

Last Name	First Name	Middle Initial
Employer	Employer Address	
Work Telephone Number	Position/Title	
Years with Firm	Is the Applicant a Dependent of a Scott & Stringfellow Employee? <input type="checkbox"/> Yes <input type="checkbox"/> No	

III. Educational Information for all Dependent Children of Parent/Guardian

[illegible]

IV. Parent/Guardian Financial Information

A. Salaries & Wages	Last Year (attach copy of tax return)	Current Year (est.) *
1. Father, Stepfather, or Male Guardian		
2. Mother, Stepmother, or Female Guardian		
3. Dividend or Interest Income		
4. Alimony/child Support Received		
5. Profit/Loss from Business		
6. Other Income		
Total Income (add 1-6 above)		

* if circumstances have changed materially, please comment briefly in section VIII below.

B. Assets	
1. Home - Year Purchased: Cost at Time of Purchase:	Current Market Value of Home.
2. Other Real Estate	
3. Bank Accounts	
4. Investments	
5. Personal Property	
6. Automobiles - Year. Make:	Current Value of Automobiles:
7. Other Assets	
Total Assets (add 1-7 above)	

C. Liabilities	
1. Mortgage Loan	
2. Automobile Loans	
3. Personal Loans/Credit Cards	
4. Other Indebtedness	
Total Liabilities (add 1-4 above)	

D. Net Worth (Total Assets minus Total Liabilities)	
--	--

V. Additional Information

Complete the following section if the applicant's parents are separated or divorced

☐

Separated

☐

Divorced

Information on Noncustodial Parent

Last Name	First Name	Middle Initial	
Street Address	City	State	Zip Code
Occupation	Employer		

Is the noncustodial parent obligated to contribute to the applicant's educational expense? ☐ Yes ☐ No

If yes, how much per year? _____

VI. Statement of Applicant's Educational Goals

Please use this space to describe your educational goals and interests. If you have received an award in any previous year, only provide updated information as necessary.

VII. Additional Applicant Information

Please use this space to summarize your work experience, school activities, honors, awards, etc

VIII. Special Circumstances

Please use this space to describe any special circumstances concerning your application which you wish to bring to the attention of the Selection Committee.

Signature of Applicant Date

Signature of Parent/Guardian Date

Please attach the following to your completed application:

If you are a high school senior applying to college -

1. Most recent high school and/or college official transcript, including SAT Scores
2. A copy of your parents' or guardians' most recent Federal Income Tax Form 1040 (first 2 pages only)
3. A letter of recommendation

If you are currently enrolled in college -

1. Printout of college transcript (unofficial) through the end of the first term of the current academic year
2. A copy of your parents' or guardians' most recent Federal Income Tax Form 1040 (first 2 pages only)

Note that incomplete applications will not be considered.

Please submit the **original AND two photocopies** of this entire package of materials to:

Scott & Stringfellow Educational Foundation
Attention: Frank Heiner
901 East Byrd St., Suite 500
Riverfront Plaza – West Tower
Richmond, VA 23219

**SCOTT & STRINGFELLOW EDUCATIONAL
FOUNDATION
FIN 54-1669283**

2971892)

Investment Management of Virginia, LLC
REALIZED GAINS AND LOSSES
Scott & Stringfellow Educational Foundation - Large Cap Equity Account
A/C 1543
From 01-01-10 Through 12-31-10

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
07-28-98	04-07-10	50.000	Boeing Co.	1,949.87	3,575.43		1,625.55
09-07-01	04-07-10	200.000	Cisco Systems	2,930.00	5,257.61		2,327.61
03-29-94	04-07-10	100.000	Microsoft Corp.	264.69	2,898.55		2,633.86
08-12-03	04-07-10	50.000	United Technologies Corp.	1,847.10	3,703.43		1,856.33
08-12-03	04-07-10	100.000	Wells Fargo & Co.	2,515.97	3,205.48		689.51
09-15-98	06-01-10	100.000	BP PLC Sponsored ADR	3,924.54	3,676.16		-248.38
12-03-03	06-01-10	50.000	BP PLC Sponsored ADR	2,176.93	1,838.08		-338.85
03-06-09	06-01-10	50.000	BP PLC Sponsored ADR	1,838.91	1,838.09		-0.82
03-24-04	09-14-10	150.000	Walgreen Co.	4,926.93	4,364.32		-562.61
12-28-04	09-14-10	50.000	Walgreen Co.	1,949.83	1,454.78		-495.05
10-19-05	12-10-10	150.000	Lilly Eli & Co	7,713.91	5,213.57		-2,500.34
TOTAL GAINS							9,132.87
TOTAL LOSSES							-4,146.05
				32,038.69	37,025.50	4,986.81	
TOTAL REALIZED GAIN/LOSS4,986.81							

Investment Management of Virginia, LLC is not responsible for the accuracy of these gains and losses Please refer to your accounting records

**SCOTT & STRINGFELLOW EDUCATIONAL
FOUNDATION
FIN 54-1669283**

Investment Management of Virginia, LLC
REALIZED GAINS AND LOSSES
Scott & Stringfellow Educational Foundation - Small Cap. Portfolio
A/C 1902
From 01-01-10 Through 12-31-10

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
01-25-07	01-20-10	100.000	Cree, Inc.	1,559.80	6,273.41		4,713.61
08-10-07	02-03-10	925.000	Home Diagnostics, Inc.	8,013.65	10,521.36		2,507.71
11-15-05	03-10-10	100.000	Perrigo Co.	1,420.37	4,923.43		3,503.06
07-11-08	03-16-10	200.000	Gentex Corp.	2,777.38	4,060.78		1,283.40
10-06-08	04-16-10	175.000	Simpson Manufacturing Co. Inc.	4,206.85	5,284.75		1,077.90
02-10-06	04-21-10	275.000	WD 40 Company	8,322.43	9,962.98		1,640.55
10-10-08	04-30-10	100.000	Micros Sys. Inc.	2,100.74	3,515.73		1,414.99
05-04-06	05-04-10	262.000	EPIQ Systems Inc.	3,049.53	3,120.72		71.19
03-13-08	05-04-10	75.000	EPIQ Systems Inc.	1,121.50	893.34		-228.16
05-15-09	05-27-10	325.000	Hillenbrand Inc.	5,298.52	7,795.14		2,496.62
10-10-08	06-09-10	125.000	Micros Sys. Inc.	2,625.92	4,054.12		1,428.20
10-21-08	06-09-10	100.000	Micros Sys. Inc.	2,186.50	3,243.29		1,056.79
08-05-09	06-28-10	375.000	Somanetics Corp.	5,089.85	9,324.84	4,234.99	
11-21-08	07-16-10	0.412	Sandridge Energy Inc.	2.14	1.95		- .19
11-21-08	07-16-10	200.000	Arena Resources Inc.		900.00		900.00
03-03-10	07-16-10	175.000	Arena Resources Inc.		787.50	787.50	
12-14-04	07-30-10	50.000	Advanced Energy Inds.	413.40	847.45		434.05
10-23-08	07-30-10	150.000	Advanced Energy Inds.	1,414.00	2,542.34		1,128.34
03-13-09	07-30-10	100.000	Advanced Energy Inds.	658.83	1,694.90		1,036.07
11-12-08	08-02-10	0.500	Babcock & Wilcox Co.	3.97	11.65		7.68
06-15-09	08-04-10	75.000	Genesee & Wyoming Inc.	2,001.98	3,085.94		1,083.96
09-16-09	08-04-10	150.000	Comstock Resources, Inc.	6,325.08	3,584.03	-2,741.05	
02-10-10	08-04-10	100.000	Comstock Resources, Inc.	3,646.47	2,389.36	-1,257.11	
06-15-09	08-09-10	150.000	Genesee & Wyoming Inc.	4,003.96	6,323.36		2,319.40
01-14-05	09-29-10	125.000	Cognex Corp.	3,130.43	3,349.49		219.06
04-29-05	09-29-10	100.000	Cognex Corp.	2,167.51	2,679.60		512.09
10-01-09	10-15-10	200.000	Astec Industries, Inc.	5,003.89	6,173.47		1,169.58
10-12-05	10-26-10	325.000	Three D Systems Corp.	6,640.83	6,543.78		-97.05
10-12-09	10-28-10	375.000	Tyler Technologies, Inc.	6,559.63	7,500.06		940.43
05-05-10	10-28-10	200.000	Tyler Technologies, Inc.	3,505.16	4,000.03	494.87	
03-30-10	11-10-10	150.000	Superior Energy Services	3,116.50	4,442.55	1,326.05	
10-21-08	11-10-10	50.000	Superior Energy Services	1,064.00	1,480.85		416.85
08-11-10	11-10-10	50.000	Superior Energy Services	1,146.27	1,480.85	334.58	
10-12-05	12-28-10	25.000	Three D Systems Corp.	510.83	809.83		299.00
03-13-06	12-28-10	100.000	Three D Systems Corp.	2,180.56	3,239.34		1,058.78
TOTAL GAINS						7,177.99	32,719.29
TOTAL LOSSES						-3,998.16	-325.40
TOTAL REALIZED GAIN/LOSS						3,179.83	32,393.89

Investment Management of Virginia, LLC is not responsible for the accuracy of these gains and losses Please refer to your accounting records

	COST	PROCEEDS	GAIN
SHORT TERM	22829	26009	3180
LONG TERM	78439	110833	32394

SCOTT & STRINGFELLOW EDUCATIONAL
FOUNDATION
FIN 54-1669283

ACM
REALIZED GAINS AND LOSSES
Scott & Stringfellow Educational Foundation
3705
From 01-01-10 Through 12-31-10

7372-5103

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
11-21-08	01-05-10	60 000	Gilead Sciences Inc	2,445.81	2,554.65		108.84
01-06-09	02-04-10	55 000	Freeport-Mcmoran C&G	1,617.12	3,673.82		2,056.70
12-05-08	04-07-10	35.000	Spdr Tr Unit Ser 1	3,018.08	4,129.12		1,111.04
04-02-09	06-28-10	60 000	Best Buy Inc	2,470.23	2,084.80		-385.43
05-19-09	06-28-10	80 000	State Street Corp	3,503.28	2,786.54		-716.74
09-09-09	09-07-10	40.000	Research In Motion Ltd.	3,173.51	1,745.18	-1,428.33	
07-30-09	09-07-10	15 000	Priceline Com Inc	1,928.68	4,688.83		2,760.15
TOTAL GAINS						0.00	6,036.73
TOTAL LOSSES						-1,428.33	-1,102.17
TOTAL REALIZED GAIN/LOSS						3,506.23	4,934.56

<u>SHORT TERM</u>	<u>3174</u>	<u>1745</u>	<u><1428></u>
<u>LONG TERM</u>	<u>14983</u>	<u>19918</u>	<u>4935</u>