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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  
THE LANDMARK FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)  
150 GRANBY STREET 19TH FLOOR

City or town, state, and ZIP code  
NORFOLK, VA 23510

**A Employer identification number**  
54-6038902

**B Telephone number** (see page 10 of the instructions)  
(757) 351-8838

**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) **\$** 74,556,512







**J** Accounting method ☐ Cash ☐ Accrual  
☒ Other (specify) **MODIFIED CASH**  
(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	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule)				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities. . . . .	1,403,079	1,403,079		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	875,162			
	<b>b</b> Gross sales price for all assets on line 6a <u>57,951,277</u>				
	<b>7</b> Capital gain net income (from Part IV , line 2) . . . .		875,162		
	<b>8</b> Net short-term capital gain . . . . .				
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
	<b>b</b> Less Cost of goods sold . . . . .				
	<b>c</b> Gross profit or (loss) (attach schedule) . . . . .				
	<b>11</b> Other income (attach schedule) . . . . .				
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	2,278,241	2,278,241		
Operating and Administrative Expenses	<b>13</b> Compensation of officers, directors, trustees, etc	0	0		0
	<b>14</b> Other employee salaries and wages . . . . .				
	<b>15</b> Pension plans, employee benefits . . . . .				
	<b>16a</b> Legal fees (attach schedule). . . . .	25	0		25
	<b>b</b> Accounting fees (attach schedule). . . . .	29,478	0		29,478
	<b>c</b> Other professional fees (attach schedule) . . . . .	11,913	0		11,913
	<b>17</b> Interest . . . . .	566	0		0
	<b>18</b> Taxes (attach schedule) (see page 14 of the instructions)	223,196	223,196		0
	<b>19</b> Depreciation (attach schedule) and depletion . . . .				
	<b>20</b> Occupancy . . . . .				
	<b>21</b> Travel, conferences, and meetings . . . . .				
	<b>22</b> Printing and publications . . . . .				
	<b>23</b> Other expenses (attach schedule). . . . .	278,048	276,170		796
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	543,226	499,366		42,212
	<b>25</b> Contributions, gifts, grants paid . . . . .	4,681,947			4,681,947
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	5,225,173	499,366		4,724,159
	<b>27</b> Subtract line 26 from line 12				
	<b>a Excess of revenue over expenses and disbursements</b>	-2,946,932			
	<b>b Net investment income</b> (if negative, enter -0-)		1,778,875		
	<b>c Adjusted net income</b> (if negative, enter -0-)				

Part II


Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1Cash—non-interest-bearing . . . . .	39,333,328	16,929,434	16,929,434
	2Savings and temporary cash investments . . . . .			
	3Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5Grants receivable . . . . .			
	6Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .			
	7Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8Inventories for sale or use . . . . .			
	9Prepaid expenses and deferred charges . . . . .			
	10aInvestments—U S and state government obligations (attach schedule)	201,761	 0	0
	bInvestments—corporate stock (attach schedule) . . . . .	29,857,969	 57,433,434	57,433,434
	cInvestments—corporate bonds (attach schedule). . . . .			
	11Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12Investments—mortgage loans . . . . .			
	13Investments—other (attach schedule) . . . . .	1,376,428	 151,594	151,594
	14Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15Other assets (describe ▶ _____)	 59,097	 42,050	 42,050
	16Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	70,828,583	74,556,512	74,556,512
	17Accounts payable and accrued expenses . . . . .			
	18Grants payable . . . . .			
	19Deferred revenue . . . . .			
	20Loans from officers, directors, trustees, and other disqualified persons			
	21Mortgages and other notes payable (attach schedule) . . . . .			
	22Other liabilities (describe ▶ _____)			
	23Total liabilities (add lines 17 through 22) . . . . .	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24Unrestricted . . . . .	70,828,583	74,556,512	
	25Temporarily restricted . . . . .			
	26Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27Capital stock, trust principal, or current funds . . . . .			
	28Paid-in or capital surplus, or land, bldg , and equipment fund			
	29Retained earnings, accumulated income, endowment, or other funds			
	30Total net assets or fund balances (see page 17 of the instructions) . . . . .	70,828,583	74,556,512	
	31Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	70,828,583	74,556,512	

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	70,828,583
2	Enter amount from Part I, line 27a . . . . .	2	-2,946,932
3	Other increases not included in line 2 (itemize) ▶ 	3	6,674,861
4	Add lines 1, 2, and 3 . . . . .	4	74,556,512
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	74,556,512

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 )
1 a	PUBLICLY TRADED SECURITIES			
b	PROCEEDS FROM SECURITY LITIGATION			
c	CEDAR ROCK CAPITAL PARTNERS K-1	P		
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 57,937,374		57,058,531	878,843
b 13,903			13,903
c			-17,584
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			878,843
b			13,903
c			-17,584
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	875,162
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	2,306,090	60,141,093	0 038345
2008	3,497,807	75,290,713	0 046457
2007	4,268,339	84,319,516	0 050621
2006	3,718,310	73,926,464	0 050297
2005	3,168,190	64,620,707	0 049027

2	Total of line 1, column (d). . . . .	2	0 234747
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 046949
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5. . . . .	4	69,625,031
5	Multiply line 4 by line 3. . . . .	5	3,268,826
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	17,789
7	Add lines 5 and 6. . . . .	7	3,286,615
8	Enter qualifying distributions from Part XII, line 4. . . . .	8	4,724,159

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	17,789
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	17,789
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	17,789
6		Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	19,492		
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	19,492
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	1,703
11		Enter the amount of line 10 to be Credited to 2011 estimated tax 1,703 Refunded		11	0

Part VII-AStatements 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		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)? . . . . .			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? Website address <b>N/A</b>	13	Yes	
14	The books are in care of <b>CORPORATE OFFICERS</b> Telephone no <b>(757) 351-8838</b> Located at <b>150 GRANBY ST 19TH FLOOR NORFOLK VA</b> ZIP+4 <b>23510</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here <input type="checkbox"/> 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.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		No
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? If "Yes," list the years 20____, 20____, 20____, 20____ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> 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 <b>20____, 20____, 20____, 20____</b>			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.</i> )	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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
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
See Additional Data Table				
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
CARDINAL CAPITAL	INVESTMENT MANAGEMENT	110,404
ONE GREENWICH OFFICE PARK GREENWICH,CT 06831		
1607 CAPITAL PARTNERS	INVESTMENT MANAGEMENT	84,882
4991 LAKE BROOK DRIVE GLEN ALLEN,VA 23060		
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
<b>1</b>	
<b>2</b>	
All other program-related investments See page 24 of the instructions	
<b>3</b>	
<b>Total.</b> 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	45,649,763
b	Average of monthly cash balances. . . . .	1b	25,035,548
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	70,685,311
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	70,685,311
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions). . . . .	4	1,060,280
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	69,625,031
6	Minimum investment return. Enter 5% of line 5. . . . .	6	3,481,252

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	3,481,252
2a	Tax on investment income for 2010 from Part VI, line 5. . . . .	2a	17,789
b	Income tax for 2010 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	17,789
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	3,463,463
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	3,463,463
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	3,463,463

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	4,724,159
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	4,724,159
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	17,789
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	4,706,370
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			
2	Undistributed income, if any, as of the end of 2010			
a	Enter amount for 2009 only. . . . .			
b	Total for prior years 20____, 20____, 20____			
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. . . . .			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 4,724,159			
a	Applied to 2009, but not more than line 2a			
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .			
d	Applied to 2010 distributable amount. . . . .			
e	Remaining amount distributed out of corpus			
5	Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)			
6	Enter the net total of each column as indicated below:			
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5			
b	Prior years' undistributed income Subtract line 4b from line 2b. . . . .			
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .			
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions. . .			
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions. . . . .			
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011. . . . .			
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions). . . . .			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions). . . . .			
9	Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a. . . . .			
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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .	Tax year	Prior 3 years			(e) Total
		(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total . . . . .			▶ 3a	4,681,947
b Approved for future payment				
Total . . . . .			▶ 3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2010)

Part XVII

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

1

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

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1

Cash.

2

Other assets.

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

2

Purchases of assets from a noncharitable exempt organization.

3

Rental of facilities, equipment, or other assets.

4

Reimbursement arrangements.

5

Loans or loan guarantees.

6

Performance of services or membership or fundraising solicitations.

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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.

Yes

No

(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.

\*\*\*\*\*

2011-11-10

\*\*\*\*\*

Signature of officer or trustee

Date

Title

Paid Preparer's Use Only

Preparer's Signature

MARK A NELSON

Date

Check if self-employed

PTIN

Firm's name

CAVANAUGH NELSON & CO PLC

Firm's EIN

Firm's address

999 WATERSIDE DRIVE SUITE 2250

Phone no

NORFOLK, VA 23510

(757) 578-4900

Form 990-PF (2010)

## Additional Data

**Software ID:**

**Software Version:**


**EIN:** 54-6038902

**Name:** THE LANDMARK FOUNDATION

### Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation


<b>(a)</b> Name and address	<b>(b)</b> Title, and average hours per week devoted to position	<b>(c)</b> Compensation <b>(If not paid, enter -0-)</b>	<b>(d)</b> Contributions to employee benefit plans and deferred compensation	<b>(e)</b> Expense account, other allowances
RICHARD F BARRY III	VICE PRESIDENT AND DIRECTOR 0 40	0	0	0
150 GRANBY ST 19TH FLOOR NORFOLK, VA 23510				
FRANK BATTEN JR	PRESIDENT AND DIRECTOR 0 39	0	0	0
150 GRANBY ST 19TH FLOOR NORFOLK, VA 23510				
TERESA F BLEVINS	TREASURER 0 04	0	0	0
150 GRANBY ST 19TH FLOOR NORFOLK, VA 23510				
GUY R FRIDDELL III	VICE PRESIDENT AND SECRETARY 0 06	0	0	0
150 GRANBY ST 19TH FLOOR NORFOLK, VA 23510				
SUSAN S GOETZ	ASSISTANT SECRETARY 0 06	0	0	0
150 GRANBY ST 19TH FLOOR NORFOLK, VA 23510				
COLLEEN R PITTMAN	ASSISTANT SECRETARY 0 06	0	0	0
150 GRANBY ST 19TH FLOOR NORFOLK, VA 23510				
JACK ROSS	DIRECTOR 0 04	0	0	0
150 GRANBY ST 19TH FLOOR NORFOLK, VA 23510				

Form 990PF Part XV Line 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)				
<b>a</b> Paid during the year				
ADVENTURE SCIENCE CENTER 800 FORT NEGLEY BOULEVARD NASHVILLE,TN 37203		501(C)3	EDUCATIONAL PROGRAMS	1,500
AMERICAN DIABETES ASSOCIATION 5463 S DURANGO DRIVE SUITE 100-A LAS VEGAS,NV 89113		501(C)3	HUMAN SERVICES	2,500
UNITED WAY OF METROPOLITAN NASHVILLE PO BOX 280420 NASHVILLE,TN 37228		501(C)3	HUMAN SERVICES	26,000
UNITED WAY OF CLARKSVILLE-MONTGOMERY COUNTY 1300 MADISON STREET CLARKSVILLE,TN 370403822		501(C)3	HUMAN SERVICES	2,000
UNITED WAY OF RUTHERFORD AND CANNON COUNTIES PO BOX 330056 MURFREESBORO,TN 37133		501(C)3	HUMAN SERVICES	2,000
UNITED WAY OF SUMNER COUNTY 625 JOHNNY CASH PARKWAY SUITE 5 HENDERSONVILLE,TN 37075		501(C)3	HUMAN SERVICES	1,500
UNITED WAY OF WILLIAMSON COUNTY 209 GOTHIC COURT FRANKLIN,TN 37067		501(C)3	EDUCATIONAL PROGRAMS	1,500
UNITED WAY OF WILSON COUNTY 102 EAST MAIN STREET LEBANON,TN 37087		501(C)3	HUMAN SERVICES	1,000
UNITED WAY OF MAURY COUNTY PO BOX 222 COLUMBIA,TN 38402		501(C)3	HUMAN SERVICES	1,000
LEADERSHIP NASHVILLE PO BOX 190498 NASHVILLE,TN 37219		501(C)3	HUMAN SERVICES	2,500
ROOFTOP PO BOX 150204 NASHVILLE,TN 37215		501(C)3	HUMAN SERVICES	2,000
HANDS ON NASHVILLE 209 10TH AVE SOUTH SUITE 318 NASHVILLE,TN 37203		501(C)3	HUMAN SERVICES	2,000
YWCA OF NASHVILLE AND MIDDLE TENNESSEE 1608 WOODMONT BLVD NASHVILLE,TN 37215		501(C)3	HUMAN SERVICES	1,000
CENTER OF NONPROFIT MANAGEMENT 44 VANTAGE WAY SUITE 230 NASHVILLE,TN 37228		501(C)3	HUMAN SERVICES	1,000
LEADERSHIP MIDDLE TENNESSEE MTSU BOX 101 BAS N230B MURFREESBORO,TN 371320001		501(C)3	HUMAN SERVICES	1,000
<b>Total . . . . .</b>  <b>3a</b>				4,681,947




Form 990PF Part XV Line 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)				
<b>a</b> Paid during the year				
SECOND HARVEST FOOD BANK OF MIDDLE TENNESSEE INC 331 GREAT CIRCLE ROAD NASHVILLE,TN 37228		501(C)3	HUMAN SERVICES	1,000
OASIS CENTER 1704 CHARLOTTE PIKE SUITE 201 NASHVILLE,TN 37203		501(C)3	HUMAN SERVICES	1,000
GIRL SCOUTS OF MIDDLE TENNESSEE 4522 GRANNY WHITE PIKE NASHVILLE,TN 37204		501(C)3	HUMAN SERVICES	1,000
MIDDLE TENNESSESS COUNCIL BOY SCOUTS OF AMERICA 3414 HILLSBORO PIKE NASHVILLE,TN 37215		501(C)3	HUMAN SERVICES	1,000
URBAN LEAGUE OF MIDDLE TENNESSEE 2250 ROSA PARKS BLVD NASHVILLE,TN 37228		501(C)3	HUMAN SERVICES	1,000
YMCA OF MIDDLE TENNESSEE JOE C DAVIS OUTDOOR CENTER 3088 SMITH SPRINGS ROAD ANTIOCH,TN 37013		501(C)3	HUMAN SERVICES	1,000
FIFTY FORWARD 174 RAINS AVENUE NASHVILLE,TN 37203		501(C)3	HUMAN SERVICES	1,000
UNITED NEGRO COLLEGE FUND 229 PEACHTREE STREET NE SUITE 2505 ATLANTA,GA 30303		501(C)3	EDUCATIONAL PROGRAMS	1,000
TENNESSEE PERFORMING ARTS CENTER PO BOX 190660 NASHVILLE,TN 37219		501(C)3	ARTS & MUSEUMS	1,000
MTSU MASS COMMUNICATIONS DEPARTMENT 1301 EAST MAIN STREET MURFREESBORO,TN 37132		501(C)3	EDUCATIONAL PROGRAMS	1,000
CONEXION AMERICAS 800 18TH AVESOUTH SUITE A NASHVILLE,TN 37203		501(C)3	HUMAN SERVICES	1,000
ROANOKE AREA MINISTRIES 824 CAMPBELL AVE SW ROANOKE,VA 24016		501(C)3	HUMAN SERVICES	2,500
JUDEO-CHRISTIAN OUTREACH CENTER 1053 VIRGINIA BEACH BLVD VIRGINIA BEACH,VA 23451		501(C)3	HUMAN SERVICES	5,000
VIRGINIA FOUNDATION FOR INDEPENDENT COLLEGES 8010 RIDGE ROAD SUITE B RICHMOND,VA 23229		501(C)3	EDUCATIONAL PROGRAMS	50,000
WESTERN VIRGINIA FOUNDATION FOR THE ARTS & SCIENCES ONE MARKET SQUARE SE 5TH FLOOR ROANOKE,VA 24011		501(C)3	ARTS & MUSEUMS	2,000
<b>Total . . . . .</b>  <b>3a</b>				4,681,947


Form 990PF Part XV Line 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)				
<b>a</b> Paid during the year				
FEEDING AMERICA SOUTHWEST VIRGINIA 1025 ELECTRIC ROAD SALEM,VA 24153		501(C)3	HUMAN SERVICES	1,500
PRESBYTERIAN COMMUNITY CENTER 1228 JAMISON AVE SE ROANOKE,VA 24013		501(C)3	HUMAN SERVICES	1,000
APPLE RIDGE FARM INC 541 LUCK AVENUE SUITE 304 ROANOKE,VA 24016		501(C)3	EDUCATIONAL PROGRAMS	1,000
WEST END CENTER FOR YOUTH PO BOX 4562 ROANOKE,VA 24015		501(C)3	HUMAN SERVICES	1,000
FAMILY SERVICES OF ROANOKE VALLEY 360 CAMPBELL AVENUE ROANOKE,VA 24016		501(C)3	HUMAN SERVICES	500
VIRGINIA MUSEUM OF TRANSPORTATION 303 NORFOLK AVENUE SW ROANOKE,VA 24016		501(C)3	ARTS & MUSEUMS	500
GRADIN THEATRE FOUNDATION INC 13010 GRADIN ROAD SW ROANOKE,VA 24015		501(C)3	ARTS & MUSEUMS	250
UNITED WAY OF GREATER GREENSBORO 1500 YANCEYVILLE STREET GREENSBORO,NC 27405		501(C)3	HUMAN SERVICES	79,456
UNITED WAY OF GREATER HIGH POINT 201 CHURCH AVENUE HIGH POINT,NC 27262		501(C)3	HUMAN SERVICES	11,536
UNITED WAY OF ROCKINGHAM COUNTY PO BOX 317 WENTWORTH,NC 27375		501(C)3	HUMAN SERVICES	4,429
ELON UNIVERSITY SCHOOL OF COMMUNICATION CAMPUS BOX 2850 ELON,NC 27244		501(C)3	EDUCATIONAL PROGRAMS	1,500
CHRYSLER MUSEUM OF ART 245 WEST OLNEY ROAD NORFOLK,VA 23510		501(C)3	ARTS & MUSEUMS	5,000
CITIZENS COMMITTEE FOR FAIRNESS HONESTY & JUSTICE INC PO BOX 10100 VIRGINIA BEACH,VA 23450		501(C)3	HUMAN SERVICES	2,500
YWCA OF SOUTH HAMPTON ROADS 5215 COLLEY AVENUE NORFOLK,VA 23510		501(C)3	HUMAN SERVICES	2,500
PARK PLACE SCHOOL 509 WEST 35TH STREET NORFOLK,VA 23508		501(C)3	ENVIRONMENTAL	5,000
<b>Total . . . . .</b>  <b>3a</b>				4,681,947


Form 990PF Part XV Line 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)				
<b>a</b> Paid during the year				
ELIZABETH RIVER PROJECT 475 WATER STREET SUITE C103A PORTSMOUTH,VA 23704		501(C)3	ENVIRONMENTAL	2,500
FOODBANK OF SOUTHEASTERN VIRGINIA 800 TIDEWATER DRIVE NORFOLK,VA 23604		501(C)3	HUMAN SERVICES	2,500
EDMARC HOSPICE FOR CHILDREN 516 LONDON STREET PORTSMOUTH,VA 23704		501(C)3	HUMAN SERVICES	2,500
CRISPUS ATTUCKS CULTURAL CENTER INC PO BOX 1272 NORFOLK,VA 23501		501(C)3	ARTS & MUSEUMS	2,500
HAMPTON ROADS COMMUNITY FOUNDATION ONE COMMERCIAL PLACE SUITE 1410 NORFOLK,VA 23510		501(C)3	HUMAN SERVICES	2,000,000
THE SALVATION ARMY 5513 RABY ROAD NORFOLK,VA 23502		501(C)3	HUMAN SERVICES	1,000,000
GRASSROOTS PRODUCTIONS LIMITED INC PO BOX 29212 GREENSBORO,NC 27429		501(C)3	ARTS & MUSEUMS	2,500
POTTER'S HOUSE 305 W LEE STREET GREENSBORO,NC 27406		501(C)3	HUMAN SERVICES	2,000
SCHOOL OF JOURNALISM AND MASS COMMUNICATION FOUNDATION CAMPUS BOX 3365 CHAPEL HILL,NC 275993365		501(C)3	EDUCATIONAL PROGRAMS	2,000
GUILFORD EDUCATION ALLIANCE 902 BONNER DRIVE JAMESTOWN,NC 27282		501(C)3	EDUCATIONAL PROGRAMS	1,000
UNITED WAY OF SOUTHERN NEVADA 1660 E FLAMINGO ROAD LAS VEGAS,NV 89119		501(C)3	HUMAN SERVICES	50,000
CLINICS IN SCHOOLS 350 JUDSON AVENUE NORTH LAS VEGAS,NV 89030		501(C)3	HUMAN SERVICES	2,500
TOYS FOR TOTS 5095 RANGE ROAD 23TH BATTALION LAS VEGAS,NV 89115		501(C)3	HUMAN SERVICES	2,500
NEVADA COMMUNITY FOUNDATION 1635 VILLAGE CENTER CIRCLE LAS VEGAS,NV 89134		501(C)3	HUMAN SERVICES	2,500
HEINRICH YMCA 4141 MEADOWS LANE LAS VEGAS,NV 89107		501(C)3	HUMAN SERVICES	2,500
<b>Total . . . . .</b>  <b>3a</b>				4,681,947

Form 990PF Part XV Line 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)				
<b>a</b> Paid during the year				
HOPE FOR HOMELESS TEENS PO BOX 531374 HENDERSON,NV 890531374		501(C)3	HUMAN SERVICES	2,500
CHILDREN'S HOSPITAL OF THE KING'S DAUGHTERS 601 CHILDRENS LANE NORFOLK,VA 23507		501(C)3	HUMAN SERVICES	50,000
THE FIRST TEE OF HAMPTON ROADS YMCA 2400 TOURNAMENT DRIVE VIRGINIA BEACH,VA 23456		501(C)3	HUMAN SERVICES	5,000
HUNTRIDGE TEEN CLINIC 2100 S MARYLAND PARKWAY SUITE 1 LAS VEGAS,NV 89104		501(C)3	HUMAN SERVICES	2,500
GREENVALE SCHOOL INC 627 WESTWOOD BLVD NW ROANOKE,VA 24017		501(C)3	EDUCATIONAL PROGRAMS	1,500
LITERACY VOLUNTEERS OF ROANOKE VALLEY 706 SOUTH JEFFERSON STREET ROANOKE,VA 24016		501(C)3	EDUCATIONAL PROGRAMS	1,500
YMCA OF ROANOKE VALLEY PO BOX 2130 ROANOKE,VA 24009		501(C)3	HUMAN SERVICES	1,000
BOYS & GIRLS CLUBS OF SOUTHWEST VIRGINIA 1714 9TH STREET SE ROANOKE,VA 24013		501(C)3	HUMAN SERVICES	500
LITERACY VOLUNTEERS OF THE NEW RIVER VALLEY 195 WEST MAIN STREET CHRISTIANSBURG,VA 24073		501(C)3	EDUCATIONAL PROGRAMS	500
YWCA OF ROANOKE VALLEY 605 FIRST STREET ROANOKE,VA 24011		501(C)3	HUMAN SERVICES	250
BOYS & GIRLS CLUBS OF NEW RIVER VALLEY 4179 OLDTOWN ROAD SHAWSVILLE,VA 24162		501(C)3	HUMAN SERVICES	250
UNITED WAY OF ROANOKE VALLEY 325 CAMPBELL AVENUE SW ROANOKE,VA 240163624		501(C)3	HUMAN SERVICES	102,380
UNITED WAY OF MONTGOMERY RADFORD & FLOYD 111 WEST MAIN STREET CHRISTIANSBURG,VA 24073		501(C)3	HUMAN SERVICES	6,055
UNITED WAY OF PULASKI COUNTY 246 N WASHINGTON AVENUE PULASKI,VA 243015022		501(C)3	HUMAN SERVICES	1,450
TAUBMAN MUSEUM OF ART 110 SALEM AVENUE SE ROANOKE,VA 24014		501(C)3	ARTS & MUSEUMS	2,500
<b>Total . . . . .</b>  <b>3a</b>				4,681,947

Form 990PF Part XV Line 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)				
<b>a</b> Paid during the year				
GREENSBORO SYMPHONY ORCHESTRA INC 200 NORTH DAVIE STREET BOX 10 GREENSBORO, NC 27401		501(C)3	EDUCATIONAL PROGRAMS	2,500
INDEPENDENT COLLEGE FUND OF NORTH CAROLINA 530 N BLOUNT STREET RALEIGH, NC 27604		501(C)3	EDUCATIONAL PROGRAMS	2,500
KIDS VOTING 338 N ELM STREET SUITE 100 GREENSBORO, NC 27401		501(C)3	EDUCATIONAL PROGRAMS	2,500
SHADE TREE 1 W OWENS AVENUE NORTH LAS VEGAS, NV 89030		501(C)3	HUMAN SERVICES	2,500
HOWARD UNIVERSITY OSA 2400 SIXTH STREET WASHINGTON, DC 20059		501(C)3	EDUCATIONAL PROGRAMS	10,000
THREE SQUARE 4190 N PECOS ROAD LAS VEGAS, NV 89115		501(C)3	HUMAN SERVICES	5,000
AMERICAN RED CROSS OF S NEVADA 1771 E FLAMINGO ROAD SUITE 206B LAS VEGAS, NV 89119		501(C)3	HUMAN SERVICES	5,000
OPPORTUNITY VILLAGE 6300 W OAKEY BLVD LAS VEGAS, NV 89146		501(C)3	HUMAN SERVICES	2,500
NATIONAL ENVIRONMENTAL EDUCATION FOUNDATION 1707 H STREET NW WASHINGTON, DC 200063919		501(C)3	ENVIRONMENTAL	450,000
YMCA OF SOUTH HAMPTON ROADS 312 WEST BUTE STREET NORFOLK, VA 23510		501(C)3	HUMAN SERVICES	38,400
CORNELL UNIVERSITY 203 DAY HALL OFFICE OF FINANCIAL AID ITHACA, NY 148532801		501(C)3	EDUCATIONAL PROGRAMS	5,000
SWARTHMORE COLLEGE 500 COLLEGE AVENUE FINANCIAL AID OFFICE SWARTHMORE, PA 19081		501(C)3	EDUCATIONAL PROGRAMS	5,000
KIDS VOTING 5450 W SAHARA AVE SUITE 250 LAS VEGAS, NV 89146		501(C)3	EDUCATIONAL PROGRAMS	5,000
PUBLIC EDUCATION FOUNDATION 3360 W SAHARA AVE SUITE 160 LAS VEGAS, NV 89102		501(C)3	EDUCATIONAL PROGRAMS	5,000
PROJECT SUNSHINE OF NEVADA 10001 PARK RUN DRIVE LAS VEGAS, NV 89145		501(C)3	EDUCATIONAL PROGRAMS	2,500
<b>Total . . . . .</b>  <b>3a</b>				4,681,947

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
UNITED WAY OF SOUTH HAMPTON ROADS PO BOX 41069 NORFOLK,VA 235411069		501(C)3	HUMAN SERVICES	406,241
CHESAPEAKE CARE INC 2145 S MILITARY HIGHWAY CHESAPEAKE,VA 233204426		501(C)3	HUMAN SERVICES	200,000
THE COMMUNITY FOUNDATION OF MIDDLE TENNESSEE 3833 CLEGHORN AVENUE 400 NASHVILLE,TN 37215		501(C)3	HUMAN SERVICES	28,000
ROANOKE SYMPHONY ORCHESTRA 541 LUCK AVENUE SUITE 200 ROANOKE,VA 24016		501(C)3	ARTS & MUSEUMS	2,500
GREENSBORO CHILDREN'S MUSEUM 220 N CHURCH STREET GREENSBORO,NC 27401		501(C)3	ARTS & MUSEUMS	2,500
FRIENDS OF THE ELDERLY 9534 20TH BAY STREET SUITE 10 NORFOLK,VA 235186232		501(C)3	HUMAN SERVICES	2,500
YMCA OF GREENSBORO 620 GREEN VALLEY ROAD SUITE 210 GREENSBORO,NC 27408		501(C)3	HUMAN SERVICES	1,500
CHILDREN'S HOME SOCIETY OF NORTH CAROLINA INC PO BOX 14608 GREENSBORO,NC 274154608		501(C)3	EDUCATIONAL PROGRAMS	2,500
TOTAL ACTION AGAINST PROVERTY 145 CAMPBELL AVENUE SW ROANOKE,VA 24011		501(C)3	HUMAN SERVICES	750
<b>Total . . . . .</b>			<b>3a</b>	4,681,947

**TY 2010 Accounting Fees Schedule****Name:** THE LANDMARK FOUNDATION**EIN:** 54-6038902

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING FEES	27,165	0		27,165
BOOKKEEPING SERVICES	2,313	0		2,313

**TY 2010 Investments Corporate  
Stock Schedule**

**Name:** THE LANDMARK FOUNDATION  
**EIN:** 54-6038902

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQUITIES	57,433,434	57,433,434



**TY 2010 Investments Government  
Obligations Schedule**

**Name:** THE LANDMARK FOUNDATION

**EIN:** 54-6038902

<b>US Government Securities - End of Year Book Value:</b>	0
<b>US Government Securities - End of Year Fair Market Value:</b>	0
<b>State &amp; Local Government Securities - End of Year Book Value:</b>	0
<b>State &amp; Local Government Securities - End of Year Fair Market Value:</b>	0

## TY 2010 Investments - Other Schedule

**Name:** THE LANDMARK FOUNDATION

**EIN:** 54-6038902

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OTHER INVESTMENTS	FMV	91,762	91,762
ACCRUED INCOME ON INVESTMENTS	FMV	59,832	59,832

TY 2010 Legal Fees Schedule

Name: THE LANDMARK FOUNDATION

EIN: 54-6038902

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	25	0		25

TY 2010 Other Assets Schedule

**Name:** THE LANDMARK FOUNDATION

**EIN:** 54-6038902

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DUE FROM BROKERS	59,097	42,050	42,050

**TY 2010 Other Expenses Schedule****Name:** THE LANDMARK FOUNDATION**EIN:** 54-6038902

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursement s for Charit able Purposes
BANK SERVICE CHARGE	796	0		796
INVESTMENT MANAGEMENT FEE	148,582	148,582		0
CEDAR ROCK INVESTMENT EXPENSES - K-1	127,588	127,588		0
PENALTIES	1,082	0		0

TY 2010 Other Increases Schedule

**Name:** THE LANDMARK FOUNDATION

**EIN:** 54-6038902

Description	Amount
UNREALIZED GAINS/LOSSES ON INVESTMENTS	6,674,861

**TY 2010 Other Professional Fees Schedule****Name:** THE LANDMARK FOUNDATION**EIN:** 54-6038902

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATOR SERVICES	11,913	0		11,913

**TY 2010 Taxes Schedule****Name:** THE LANDMARK FOUNDATION**EIN:** 54-6038902

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	31,852	31,852		0
EXCISE TAXES	191,344	191,344		0