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

2010

Department of the Treasury
Internal Revenue Service

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

For calendar year 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 HUGH I. SHOTT, JR. FOUNDATION INC. C/O FIRST CENTURY BANK, N.A.		A Employer identification number 55-0650833
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 1559	Room/suite	B Telephone number (304) 325-8181
City or town, state, and ZIP code BLUEFIELD, WV 24701		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) ▶ \$ 32,939,217. (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 <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue			N/A	
1 Contributions, gifts, grants, etc., received				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	8,755.	8,755.		STATEMENT 1
4 Dividends and interest from securities	909,353.	909,353.		STATEMENT 2
5a Gross rents	12,213.	12,213.		STATEMENT 3
b Net rental income or (loss) <31,932.>				STATEMENT 4
6a Net gain or (loss) from sale of assets not on line 10	1,953,232.			
b Gross sales price for all assets on line 6a 5,414,218.				
7 Capital gain net income (from Part IV, line 2)		1,953,232.		
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	47,578.	0.		STATEMENT 5
12 Total. Add lines 1 through 11	2,931,131.	2,883,553.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	182,199.	163,449.		18,750.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 6	1,105.	1,105.		0.
b Accounting fees STMT 7	17,595.	13,196.		4,399.
c Other professional fees STMT 8	100.	100.		0.
17 Interest				
18 Taxes STMT 9	34,764.	11,164.		0.
19 Depreciation and depletion	20,064.	20,064.		
20 Occupancy				
21 Travel, conferences, and meetings	4,286.	1,670.		2,616.
22 Printing and publications STMT 10				
23 Other expenses	29,044.	23,090.		3,051.
24 Total operating and administrative expenses. Add lines 13 through 23	289,157.	233,838.		28,816.
25 Contributions, gifts, grants paid	1,724,153.			1,724,153.
26 Total expenses and disbursements. Add lines 24 and 25	2,013,310.	233,838.		1,752,969.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	917,821.			
b Net investment income (if negative, enter -0-)		2,649,715.		
c Adjusted net income (if negative, enter -0-)			N/A	

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HUGH I. SHOTT, JR. FOUNDATION INC.
C/O FIRST CENTURY BANK, N.A.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	466,519.	269,324.	269,324.
	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 STMT 12	749,157.	536,740.	536,740.
	b	Investments - corporate stock STMT 13	22,946,512.	21,064,211.	21,064,211.
	c	Investments - corporate bonds STMT 14	500,000.	678,287.	678,287.
11	Investments - land, buildings, and equipment basis ▶	965,889.			
	Less: accumulated depreciation ▶	422,613.			
		563,340.	543,276.	543,276.	
12	Investments - mortgage loans STMT 15	3,212,288.	2,727,172.	2,727,172.	
13	Investments - other STMT 16	3,088,094.	7,120,207.	7,120,207.	
14	Land, buildings, and equipment: basis ▶	5,005.			
	Less: accumulated depreciation ▶	5,005.			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers)	31,525,910.	32,939,217.	32,939,217.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	31,525,910.	32,939,217.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances	31,525,910.	32,939,217.		
31	Total liabilities and net assets/fund balances	31,525,910.	32,939,217.		

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	31,525,910.
2	Enter amount from Part I, line 27a	2	917,821.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 11	3	495,486.
4	Add lines 1, 2, and 3	4	32,939,217.
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	32,939,217.

Part IV Capital Gains and Losses for Tax on Investment Income

1a	(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.)
b	SEE ATTACHED STATEMENTS			
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e	5,414,218.	3,440,547.	1,953,232.

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			
b			
c			
d			
e			1,953,232.

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	1,953,232.
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	1,691,265.	28,224,046.	.059923
2008	1,915,274.	35,180,290.	.054442
2007	1,481,827.	38,535,321.	.038454
2006	1,950,932.	35,578,827.	.054834
2005	1,664,497.	34,387,861.	.048404

2	Total of line 1, column (d)	2	.256057
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	.051211
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	30,766,572.
5	Multiply line 4 by line 3	5	1,575,587.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	26,497.
7	Add lines 5 and 6	7	1,602,084.
8	Enter qualifying distributions from Part XII, line 4	8	1,752,969.

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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C/O FIRST CENTURY BANK, N.A.

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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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	26,497.
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	26,497.
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	26,497.
6 Credits/Payments:			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	35,427.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	15,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	50,427.
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	23,930.
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
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		
1c		X
2		
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		X
If "Yes," attach a detailed description of the activities		
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	X	
5		X
If "Yes," attach the statement required by General Instruction T.		
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) <input type="checkbox"/> WV		
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)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14 The books are in care of ► <u>FIRST CENTURY BANK, N.A. TRUST DEPT</u> Telephone no. ► <u>304-325-8181</u> Located at ► <u>P.O. BOX 1559, BLUEFIELD, WV</u> ZIP+4 ► <u>24701</u>			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year			15
			N/A
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	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 ►			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.

		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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input 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? (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				
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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b			X
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
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 ► _____, _____, _____ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b			
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____				
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.) N/A	3b			
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a			X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b			X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** Yes No **X**

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A** **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 17		182,199.	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**

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 THE FOUNDATION'S CHARITABLE ACTIVITIES INCLUDED DONATIONS WITH NO RELATED EXPENSES FOR CHARITABLE AND EDUCATIONAL PURPOSES.	1,724,042.
2	
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.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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	30,271,035.
b Average of monthly cash balances	1b	420,787.
c Fair market value of all other assets	1c	543,276.
d Total (add lines 1a, b, and c)	1d	31,235,098.
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	31,235,098.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	468,526.
5 Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	30,766,572.
6 Minimum investment return. Enter 5% of line 5	6	1,538,329.

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	1,538,329.
2a Tax on investment income for 2010 from Part VI, line 5	2a	26,497.
b Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	26,497.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	1,511,832.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	1,511,832.
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	1,511,832.

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	1,752,969.
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	1,752,969.
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	26,497.
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	1,726,472.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				1,511,832.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			1,547,777.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 1,752,969.				
a Applied to 2009, but not more than line 2a			1,547,777.	
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				205,192.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				1,306,640.
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	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

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

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
- NONE**
- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
- NONE**

- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 18

- 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 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 2,000 SH ISHARES LEHMAN TREASURY BOND	P		02/23/10
b 5,000 SH ISHARES BARCLAYS INT GOV BOND FD	P		02/23/10
c 5,000 SH PROCTER & GAMBLE CO	P		03/03/10
d 5,000 SH JOHNSON & JOHNSON	P		03/03/10
e 10,000 SH FEDERATED INVESTORS INC	P		03/03/10
f 1,500 SH ISHARES IBOXX CORP BOND	P		06/25/10
g 200,000 FEDERAL HOME LOAN BANK BOND 7/27/03 4.125	P		08/13/10
h 5,000 SH CSX CORP	P		08/12/10
i 5,000 SH AIR PRODUCTS & CHEMICALS	P		08/12/10
j 5,000 SH PROCTER & GAMBLE CO	P		10/12/10
k 5,000 SH JOHNSON & JOHNSON	P		10/12/10
l 3,000 SH MEDTRONIC INC	P		10/12/10
m 10,000 SH AGILENT TECHNOLOGIES INC	P		10/12/10
n 5,000 SH FEDERATED INVESTORS INC	P		10/12/10
o 10,000 SH DENTSPLY INTL INC	P		10/12/10

(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 180,884.		210,860.	<29,976.>
b 530,843.		515,175.	15,668.
c 318,638.		18,779.	299,859.
d 317,787.		72,173.	245,614.
e 255,920.		27,778.	228,142.
f 161,221.		149,190.	12,031.
g 200,000.		198,096.	1,904.
h 253,258.		67,229.	186,029.
i 372,220.		157,425.	214,795.
j 308,214.		18,745.	289,469.
k 315,345.		49,137.	266,208.
l 99,420.		150,736.	<51,316.>
m 335,389.		338,957.	<3,568.>
n 115,943.		13,889.	102,054.
o 316,228.		263,139.	53,089.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			<29,976.>
b			15,668.
c			299,859.
d			245,614.
e			228,142.
f			12,031.
g			1,904.
h			186,029.
i			214,795.
j			289,469.
k			266,208.
l			<51,316.>
m			<3,568.>
n			102,054.
o			53,089.

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
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

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 12,900 SH MOTOROLA INC	P		10/14/10
b 720 SH FRONTIER COMMUNICATIONS CORP	P		10/14/10
c 4,000 SH SPECTRA ENERGY CORP	P		10/14/10
d 10,000 SH VARIAN MEDICAL SYSTEMS INC	P		10/14/10
e 5,000 SH WALT DISNEY COMPANY	P		12/15/10
f 3,000 SH SCHLUMBERGER LTD	P		12/15/10
g 6,000 SH EL PASO CORP	P		12/15/10
h FROM WSW 1996 BUYOUT FUND LP			
i			
j			
k			
l			
m			
n			
o			

(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 101,779.		449,504.	<347,725.>
b 6,343.		5,712.	631.
c 93,319.		76,562.	16,757.
d 620,203.		497,092.	123,111.
e 186,047.		18,723.	167,324.
f 244,756.		23,799.	220,957.
g 80,461.		117,847.	<37,386.>
h			<20,439.>
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			<347,725.>
b			631.
c			16,757.
d			123,111.
e			167,324.
f			220,957.
g			<37,386.>
h			<20,439.>
i			
j			
k			
l			
m			
n			
o			

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	1,953,232.
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

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box X

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II	Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)	
Type or print File by the extended due date for filing your return See instructions	Name of exempt organization HUGH I. SHOTT, JR. FOUNDATION INC. C/O FIRST CENTURY BANK, N.A.	Employer identification number 55-0650833
	Number, street, and room or suite no. If a P.O. box, see instructions. P.O. BOX 1559	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. BLUEFIELD, WV 24701	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

FIRST CENTURY BANK, N.A. TRUST DEPT

• The books are in the care of **P.O. BOX 1559 - BLUEFIELD, WV 24701**
 Telephone No. **304-325-8181** FAX No _____

• If the organization does not have an office or place of business in the United States, check this box

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2011**

5 For calendar year **2010**, or other tax year beginning _____, and ending _____.

6 If the tax year entered in line 5 is for less than 12 months, check reason Initial return Final return
 Change in accounting period

7 State in detail why you need the extension
THE FOUNDATION HAS NOT RECEIVED A K-1 FROM A PARTNERSHIP THAT IT INVESTS IN. THEREFORE, ADDITIONAL TIME IS NEEDED TO PREPARE THE TAX RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	8a	\$ 50,427.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$ 50,427.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	\$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Title Date

01/01/2010 - 12/31/2010

System No.	S	Description	Date in Service	Method / Conv.	Life	Cost / Other Basis	Bus. / Inv. %	Sec. 179 / Bonus / Yr. Only	Salvage / Basis Adj.	Beg. Accum. Depreciation / (Sec. 179)	Current Depreciation / (Sec. 179)	Total Depreciation / (Sec. 179)
Building												
CUMBERLAND INDUSTRIAL PARK SHELL BLDG												
4		SHELL BUILDING RENOVATION	10/1/1989	SL / N/A	40.0000	772,566.10	100.0000	0.00	0.00	391,111.54	19,314.15	410,425.69
5		Subtotal: Building	10/12/1994	SL / N/A	40.0000	802,566.10	100.0000	0.00	0.00	11,437.50	750.00	12,187.50
		Less dispositions and exchanges:				0.00		0.00	0.00	402,549.04	20,064.15	422,613.19
		Net for: Building				802,566.10		0.00	0.00	402,549.04	20,064.15	422,613.19
Furniture & Fixtures												
4-DRAWER FILE CABINET FIRE PROOF												
6		FILE CABINETS 1ST FLOOR CONFERENCE ROOM	3/14/1995	SL / N/A	7.0000	1,325.00	100.0000	0.00	0.00	1,325.00	0.00	1,325.00
7		Subtotal: Furniture & Fixtures	4/26/1996	SL / N/A	7.0000	3,680.05	100.0000	0.00	0.00	3,680.05	0.00	3,680.05
		Less dispositions and exchanges:				5,005.05		0.00	0.00	5,005.05	0.00	5,005.05
		Net for: Furniture & Fixtures				5,005.05		0.00	0.00	5,005.05	0.00	5,005.05
Land												
EAST RIVER MOUNTAIN 57.14286%												
1		CUMBERLAND INDUSTRIAL PARK	7/15/1986	No Calc / N/A	0.0000	63,371.43	100.0000	0.00	0.00	0.00	0.00	0.00
2		EAST RIVER MOUNTAIN 42.85714%	10/1/1989	No Calc / N/A	0.0000	52,423.00	100.0000	0.00	0.00	0.00	0.00	0.00
3		Subtotal: Land	1/29/1990	No Calc / N/A	0.0000	47,528.57	100.0000	0.00	0.00	0.00	0.00	0.00
		Less dispositions and exchanges:				163,323.00		0.00	0.00	0.00	0.00	0.00
		Net for: Land				163,323.00		0.00	0.00	0.00	0.00	0.00
		Subtotal:				970,894.15		0.00	0.00	407,554.09	20,064.15	427,618.24
		Less dispositions and exchanges:				0.00		0.00	0.00	0.00	0.00	0.00
		Grand Totals:				970,894.15		0.00	0.00	407,554.09	20,064.15	427,618.24



Hugh I. Shott, Jr. Foundation

MISSION STATEMENT: To improve social and economic quality of life in the trade area of the Bluefield Daily Telegraph

APPLICATION FOR GRANT

APPLICATION SUBMISSION DATE _____

Legal name of organization: _____

Address _____

City _____ State _____ Zip _____

Telephone _____

Person to receive communications regarding this application:

Name & Title

Objectives of organization: (Mission statement or activities actually pursued, answer in space provided.)

Geographic area served: _____

Amount of grant request: \$ _____

Summary of grant request: (How your request follows our mission statement.) (Answer in space provided.)

FOUNDATION USE ONLY

Year Requested Granted Date File Number

ase submit the following in support of your application:

- (a) Grant proposal briefly describing specific project or program.
- (b) Detailed budget for project or program.
- (c) Description of qualifications of personnel assigned to project or program if it requires special talents or skills.
- (d) Financial statements for latest fiscal year, audited or unaudited. (*Pro Forma statements/operating statements.*)
- (e) List of principal officers and directors.
- (f) Copy of Internal Revenue Service determination that applicant is an exempt organization under Section 501 (c)(3), of the Internal Revenue Code (name of applying organizations must be identical with that of exemption letter). **MUST BE 501 (c) (3) TO BE ELIGIBLE.**
- (g) Secondary education requests must receive approval from school improvement council and school administration.

The undersigned executive officer hereby certifies that: (a) the information set forth in this application and supporting documents is correct to the best of his or her information and belief, (b) the Internal Revenue Service determination referred to in 7(f) above has not been revoked, cancelled or modified, and (c) no funds received pursuant to this application will be used for prohibited activities.

Dated _____

Applicant Organization

By _____
Signature of Executive Officer

Print Name and Title

Return application and supporting documents and direct inquires to:

Hugh I. Shott Foundation
ATTN: R.W. Wilkinson
P.O. Box 1559
Bluefield, WV 24701

Telephone (304) 324-3222

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

SOURCE	AMOUNT
CERTIFICATES OF DEPOSIT	8,755.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	8,755.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
PARTNERSHIPS	3,561.	0.	3,561.
SECURITIES	905,792.	0.	905,792.
TOTAL TO FM 990-PF, PART I, LN 4	909,353.	0.	909,353.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
BUILDING - BLUEFIELD, WV	1	12,213.
TOTAL TO FORM 990-PF, PART I, LINE 5A		12,213.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		20,064.	
REPAIRS & MAINTENANCE		3,710.	
UTILITIES		6,215.	
REAL ESTATE TAXES		9,955.	
PROPERTY INSURANCE		4,201.	
- SUBTOTAL -	1		44,145.
TOTAL RENTAL EXPENSES			44,145.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			<31,932.>

FORM 990-PF OTHER INCOME STATEMENT 5

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
WEST VIRGINIA MEDIA PARTNERS, L.P.	47,578.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	47,578.	0.	

FORM 990-PF LEGAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	1,105.	1,105.		0.
TO FM 990-PF, PG 1, LN 16A	1,105.	1,105.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	17,595.	13,196.		4,399.
TO FORM 990-PF, PG 1, LN 16B	17,595.	13,196.		4,399.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AGENT FEE	100.	100.		0.
FO FORM 990-PF, PG 1, LN 16C	100.	100.		0.

FORM 990-PF TAXES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	1,134.	1,134.		0.
EXCISE TAXES	23,600.	0.		0.
OTHER	75.	75.		0.
REAL ESTATE TAXES	9,955.	9,955.		0.
TO FORM 990-PF, PG 1, LN 18	34,764.	11,164.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 10

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LIABILITY INSURANCE	3,047.	1,523.		1,524.
DUES AND SUBSCRIPTIONS	1,850.	463.		1,387.
OFFICE SUPPLIES	280.	140.		140.
PORTFOLIO DEDUCTIONS	6,802.	6,802.		0.
OTHER EXPENSES	2,939.	36.		0.
REPAIRS & MAINTENANCE	3,710.	3,710.		0.
UTILITIES	6,215.	6,215.		0.
PROPERTY INSURANCE	4,201.	4,201.		0.
TO FORM 990-PF, PG 1, LN 23	29,044.	23,090.		3,051.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 11

DESCRIPTION	AMOUNT
UNREALIZED GAINS (LOSSES) ON INVESTMENTS FOR THE YEAR	495,486.
TOTAL TO FORM 990-PF, PART III, LINE 3	495,486.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 12

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT OBLIGATIONS	X		536,740.	536,740.
TOTAL U.S. GOVERNMENT OBLIGATIONS			536,740.	536,740.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			536,740.	536,740.

FORM 990-PF CORPORATE STOCK STATEMENT 13

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	21,064,211.	21,064,211.
TOTAL TO FORM 990-PF, PART II, LINE 10B	21,064,211.	21,064,211.

FORM 990-PF CORPORATE BONDS STATEMENT 14

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	678,287.	678,287.
TOTAL TO FORM 990-PF, PART II, LINE 10C	678,287.	678,287.

FORM 990-PF MORTGAGE LOANS STATEMENT 15

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORTGAGES	2,727,172.	2,727,172.
TOTAL TO FORM 990-PF, PART II, LINE 12	2,727,172.	2,727,172.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 16	
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
WSW LIMITED PARTNERSHIP	FMV	218,810.	218,810.
WV MEDIA PARTNERS, LP	FMV	341,595.	341,595.
MUTUAL FUNDS	FMV	6,559,802.	6,559,802.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,120,207.	7,120,207.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS STATEMENT 17

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
FIRST CENTURY BANK OF BLUEFIELD BLUEFIELD, WV 24701	INVESTMENT AGENT 5.00	157,199.	0.	0.
R.W. WILKINSON BLUEFIELD, WV 24701	PRESIDENT 5.00	25,000.	0.	0.
SCOTT H. SHOTT BLUEFIELD, WV 24701	V. PRESIDENT 1.00	0.	0.	0.
B.K. SATTERFIELD BLUEFIELD, WV 24701	TREASURER 1.00	0.	0.	0.
JOHN C. SHOTT BLUEFIELD, WV 24701	SECRETARY 1.00	0.	0.	0.
FRANK W. WILKINSON BLUEFIELD, WV 24701	DIRECTOR 1.00	0.	0.	0.
JOHN H. SHOTT BLUEFIELD, WV 24701	DIRECTOR 1.00	0.	0.	0.

HUGH I. SHOTT, JR. FOUNDATION INC. C/O F

55-0650833

W. CHANDLER SWOPE
BLUEFIELD, WV 24701

DIRCETOR
1.00

0. 0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

182,199. 0. 0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 18

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THE HUGH I. SHOTT, JR. FOUNDATION, INC. C/O FIRST CENTURY BANK OF BLUEFIELD
PO BOX 1559
BLUEFIELD, WV 24701

TELEPHONE NUMBER

304-324-3222

FORM AND CONTENT OF APPLICATIONS

SEE ATTACHED

ANY SUBMISSION DEADLINES

N/A

RESTRICTIONS AND LIMITATIONS ON AWARDS

LIMITED TO SOUTHWEST VIRGINIA AND SOUTHERN WEST VIRGINIA

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 19

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BLUEFIELD BASEBALL CLUB, BLUEFIELD, WV	NONE CHARITABLE	PUBLIC	100,000.
BLUEFIELD COLLEGE, BLUEFIELD, VA	NONE EDUCATIONAL	PUBLIC	400,000.
BLUEFIELD STATE COLLEGE W. PAUL COLE SCHOOL OF BUSINESS, BLUEFIELD, WV	NONE EDUCATIONAL	PUBLIC	300,000.
BLUEFIELD STATE COLLEGE RESEARCH & DEVELOPMENT CORP, BLUEFIELD, WV	NONE EDUCATIONAL	PUBLIC	353,600.
BLUEWELL VOLUNTEER FIRE DEPARTMENT, BLUEWELL, WV	NONE CHARITABLE	PUBLIC	8,500.
C.A.S.E. WV	NONE CHARITABLE	PUBLIC	25,000.
CARLOCK-PRUETT ATHLETIC FOUNDATION INC	NONE CHARITABLE	PUBLIC	150,000.
CART INC	NONE CHARITABLE	PUBLIC	3,333.

CITY OF BLUEFIELD	NONE CHARITABLE	PUBLIC	88,000.
GLENWOOD PARK INC, PRINCETON, WV	NONE CHARITABLE	PUBLIC	45,000.
MERCER COUNTY COMMISSION	NONE CHARITABLE	PUBLIC	16,000.
COMMUNITY FOUNDATION OF THE VIRGINIA'S INC	NONE CHARITABLE	PUBLIC	15,000.
MERCER COUNTY OPPORTUNITY INDUSTRIES	NONE CHARITABLE	PUBLIC	21,500.
MERCER DAY REPORT CENTER	NONE CHARITABLE	PUBLIC	6,500.
MONTCALM HIGH SCHOOL	NONE EDUCATIONAL	PUBLIC	11,892.
EAST RIVER SOCCER ASSOCIATION, BLUEFIELD, WV	NONE CHARITABLE	PUBLIC	50,000.
PRINCETON LITTLE LEAGUE, PRINCETON, WV	NONE CHARITABLE	PUBLIC	5,397.
RETIRED MILITARY POLICE ASSOCIATION	NONE CHARITABLE	PUBLIC	5,000.

SAFE HOUSING AND ECONOMIC DEVELOPMENT	NONE CHARITABLE	PUBLIC	20,000.
TEEN VENTURE	NONE CHARITABLE	PUBLIC	12,600.
WEST VIRGINIA ROUNDTABLE FOUNDATION	NONE CHARITABLE	PUBLIC	5,000.
WVU FOUNDATION - WVU EYE INSTITUTE, MORGANTOWN, WV	NONE CHARITABLE	PUBLIC	50,720.
APPALACHIAN TEEN CHALLENGE, ATHENS, WV	NONE CHARITABLE	PUBLIC	25,000.
BLUEFIELD FINE ARTS COMMISSION, BLUEFIELD, WV	NONE CHARITABLE	PUBLIC	1,000.
BRAMWELL THEATRE CORPORATION, BRAMWELL, WV	NONE CHARITABLE	PUBLIC	5,000.
CONTRIBUTIONS FROM WV MEDIA PARTNERS L.P.	NONE CHARITABLE	PUBLIC	111.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

1,724,153.