



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 February 1, 2010, and ending January 31, 2011

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 Williams Mullen Foundation		A Employer identification number 54-1700227
Number and street (or P.O. box number if mail is not delivered to street address) P.O. Box 1320	Room/suite	B Telephone number (see page 10 of the instructions) 804-420-6000
City or town, state, and ZIP code Richmond, VA 23218		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) \$ 117,900	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"/>
(Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	352,700			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	352,700				
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	225			
	25 Contributions, gifts, grants paid	335,317			
26 Total expenses and disbursements. Add lines 24 and 25	335,542				
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	17,158				
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form **990-PF** (2010)

SCANNED JUN 27 2011

P
4

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		100,742	117,900	117,900
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U.S. and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)				
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment: basis ▶				
Liabilities		Less: accumulated depreciation (attach schedule) ▶				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)				
	14	Land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation (attach schedule) ▶				
	15	Other assets (describe ▶)				
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		100,742	117,900	117,900
	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
Net Assets or Fund Balances	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.00	0.00	
		Foundations that follow SFAS 117, check here <input type="checkbox"/>				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see page 17 of the instructions)				
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		100,742	117,900	

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	100,742
2	Enter amount from Part I, line 27a	2	17,158
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	117,900
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	117,900

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b				
c				
d				
e				
(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				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> </div>		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) (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.

(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			
2008			
2007			
2006			
2005			
2 Total of line 1, column (d)			2
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4 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.			8

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1		0
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		0
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		0
6	Credits/Payments:			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a		
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		0
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		0
11	Enter the amount of line 10 to be Credited to 2011 estimated tax ▶ Refunded ▶	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		✓
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)? <i>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.</i>		✓
c Did the foundation file Form 1120-POL for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		✓
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? <i>If "Yes," attach a conformed copy of the changes</i>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		✓
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
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?	✓	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ <u>Virginia</u>		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	✓	
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)? <i>If "Yes," complete Part XIV</i>		✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

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		✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► None	13	✓	
14	The books are in care of ► Craig L. Rascoe Telephone no. ► 804-420-6472 Located at ► 200 South 10th St, Richmond, VA ZIP+4 ► 23219			
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			0
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? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No ✓

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 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? (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	
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	✓
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions.)	2b	✓
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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.)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

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 checked="" type="checkbox"/> Yes	<input 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 any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		5b		✓
Organizations relying on a current notice regarding disaster assistance check here				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?		<input type="checkbox"/> Yes	<input type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		✓
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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
John L. Walker P.O. Box 1320, Richmond, VA 23218	President & Director < 1 hour	0	0	0
Julious P. Smith, Jr P.O. Box 1320, Richmond, VA 23218	Director < 1 hour	0	0	0
Craig L. Rascoe P.O. Box 1320, Richmond, VA 23218	Director < 1 hour	0	0	0

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 Contributions to 501 (c) (3) Organizations	
2 Student Education Grants	
3	
4	

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

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

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	
b	Average of monthly cash balances	1b	114,695
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	114,695
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	114,695
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	1,720
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	112,975
6	Minimum investment return. Enter 5% of line 5	6	5,649

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	5,649
2a	Tax on investment income for 2010 from Part VI, line 5	2a	
b	Income tax for 2010. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	0.00
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,649
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	5,649
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	5,649

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	335,542
b	Program-related investments—total from Part IX-B	1b	
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	335,542
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	335,542

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 348,621				
b From 2006 284,745				
c From 2007 341,088				
d From 2008 373,338				
e From 2009 330,634				
f Total of lines 3a through e	1,678,426			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 335,317				
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				5,649
e Remaining amount distributed out of corpus	329,668			
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	2,008,094			
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)	348,621			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	1,659,473			
10 Analysis of line 9:				
a Excess from 2006 284,745				
b Excess from 2007 341,088				
c Excess from 2008 373,338				
d Excess from 2009 330,634				
e Excess from 2010 329,668				

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2010	(b) 2009	(c) 2008	(d) 2007	
85% of line 2a				
Qualifying distributions from Part XII, line 4 for each year listed				
Amounts included in line 2c not used directly for active conduct of exempt activities				
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 $\frac{2}{3}$ 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 page 28 of the instructions.)

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

Julious P. Smith, Jr.

- 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Schedule				
Total			▶ 3a	335,317
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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

(See worksheet in line 13 instructions on page 29 to verify calculations.)

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

[illegible]

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

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1)	Cash	1a(1)		
(2)	Other assets	1a(2)		
b	Other transactions:			
(1)	Sales of assets to a noncharitable exempt organization	1b(1)		
(2)	Purchases of assets from a noncharitable exempt organization	1b(2)		
(3)	Rental of facilities, equipment, or other assets	1b(3)		
(4)	Reimbursement arrangements	1b(4)		
(5)	Loans or loan guarantees	1b(5)		
(6)	Performance of services or membership or fundraising solicitations	1b(6)		
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

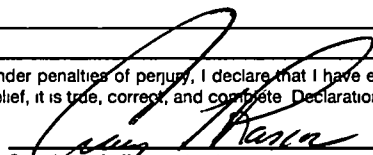
(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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.


 Signature of officer or trustee

Date **6/13/11**

Treasurer
 Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶	Firm's EIN ▶			
	Firm's address ▶	Phone no			

Schedule of Contributors

OMB No. 1545-0047

2010

▶ Attach to Form 990, 990-EZ, or 990-PF.

Name of the organization

Williams Mullen Foundation

Employer identification number

54-1700227

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization
Williams Mullen Foundation

Employer identification number
54-1700227

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
	Lawrence R. Siegel 1292 South Field Place Virginia Beach, VA 23452	\$ 11,400	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	William A. Old, Jr. 111-B 84th Street Virginia Beach, VA 23451	\$ 8,400	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	Thomas R. Frantz 1016 Curlew Drive Virginia Beach, VA 23451	\$ 8,100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	Julious P. Smith, Jr. 4505 Coventry Road Richmond, VA 23221	\$ 8,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	James V. Meath 6507 Three Chopt Road Richmond, VA 23226	\$ 6,200	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	Craig L. Mytelka 3304 Eagle Nest Point Virginia Beach, VA 23492	\$ 6,200	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization
Williams Mullen Foundation

Employer identification number
54-1700227

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
-----	Ralph L. Axselle, Jr. 22 East Square Lane Richmond, VA 23238	\$ 6,100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

WILLIAMS MULLEN FOUNDATION
SCHEDULE OF CONTRIBUTIONS, GIFTS AND GRANTS PAID
TAX YEAR 2/1/10 - 1/31/11

Date	Num	Description	Amount
9/7/2010	50462	Alzheimers North Carolina, Inc. 1305 Navaho Drive, Suite 101 Raleigh, NC 27609	(2,000.00)
6/30/2010	50425	American Bar Foundation 39842 Treasury Center Chicago, IL 60694	(250.00)
5/4/2010	50381	American Cancer Society 2202 Wrightsville Avenue Suite 111 Wilmington, NC 28403	(500.00)
7/23/2010	50430	American Cancer Society 4416 Expressway Drive Virginia Beach, VA 23452	(1,000.00)
8/10/2010	50438	American Diabetes Association 2814 Blue Ridge Road Raleigh, NC 27607	(500.00)
5/26/2010	50395	American Heart Association 4217 Park Place Court Glen Allen, VA 23060	(8,250.00)
9/15/2010	50463	American Heart Association 4217 Park Place Court Glen Allen, VA 23060	(1,500.00)
6/8/2010	50409	American Heart Association 4217 Park Place Court Glen Allen, VA 23060	(3,500.00)
3/5/2010	50329	American Heart Association 500 E. Plume Street Suite 110 Norfolk, VA 23510	(1,000.00)
5/6/2010	50385	American Heart Association 3131 RDU Center Suite 100 Morrisville, NC 27560	(1,000.00)
6/25/2010	50419	American Red Cross, Greater Richmond Chapter 420 East Cary Street P O Box 655 Richmond, VA 23218	(1,057.58)
8/20/2010	50444	Amerigroup Foundation 4425 Corporation Lane Virginia Beach, VA 23462	(523.79)
12/20/2010	50522	Animal Protection Society Of Durham 2117 E. Club Blvd Durham, NC 27704	(1,000.00)
2/15/2010	50313	Arthritis Foundation 5101 Cleveland Street Suite 307 Virginia Beach, VA 23462	(400.00)
9/24/2010	50471	Be Active North Carolina 2250 Penimeter Park Drive Suite 120 Morrisville, NC 27560	(2,497.54)
8/20/2010	50445	Beth Shalom Village 6401 Auburn Drive Virginia Beach, VA 23464	(1,000.00)

WILLIAMS MULLEN FOUNDATION
SCHEDULE OF CONTRIBUTIONS, GIFTS AND GRANTS PAID
TAX YEAR 2/1/10 - 1/31/11

1/3/2011	50530	Big Brothers Big Sisters Of The Triangle 1001 Navaho Drive Suite GL-150 Raleigh, NC 27609	(250 00)
4/16/2010	50368	Blue Ridge Area Food Bank 96 Laurel Hill Road PO Box 937 Verona, VA 24482	(130 00)
7/29/2010	50433	Boy Scouts Of America 1032 Heatherwood Drive Virginia Beach, VA 23455	(1,180 00)
3/8/2010	50335	Boy Scouts Of America, Occoneechee Council P O Box 41229 Raleigh, NC 27629	(3,100 00)
3/23/2010	50343	Boys & Girls Club Of Charlottesville/Albermarle P O. Box 707 Charlottesville, VA 22902	(600 00)
2/15/2010	50314	Boys & Girls Club Of The Virginia Peninsula Foundation 11825 Rock Landing Drive Chesapeake Building, Ste B Newport News, VA 23606	(1,500 00)
2/25/2010	50322	Boys & Girls Clubs Of Metro Richmond 5511 Staples Mill Road Suite 301 Richmond, VA 23228	(2,200 00)
1/13/2011	50539	Brain Injury Association Of Virginia 1506 Willow Lawn Drive Suite 212 Richmond, VA 23230	(370 86)
8/20/2010	50446	Business Consortium For Arts Support One Commercial Place Suite 1410 Norfolk, VA 23510	(6,700 00)
2/15/2010	50315	Cape Henry Collegiate School 1320 Mill Dam Road Virginia Beach, VA 23454	(4,000 00)
4/16/2010	50369	Capital Area Food Bank 645 Taylor Street, NE Washington, DC 20017	(200 00)
11/29/2010	50508	Capital City Clauses P O Box 6458 Raleigh, NC 27628	(466 00)
9/24/2010	50472	Capitol Commission 206 New Bern Place Raleigh, NC 27601	(100.00)
12/1/2010	50515	CARITAS P O Box 25790 Richmond, VA 23260	(1,500 00)
12/20/2010	50523	CenterStage Foundation 600 East Grace Street Suite 400 Richmond, VA 23219	(5,000.00)

WILLIAMS MULLEN FOUNDATION
SCHEDULE OF CONTRIBUTIONS, GIFTS AND GRANTS PAID
TAX YEAR 2/1/10 - 1/31/11

4/16/2010	50370	Central Virginia Food Bank 1415 Rhoadmiller Street Richmond, VA 23220	(3,090.00)
5/18/2010	50394	Central Virginia Legal Aid Society P.O. Box 1213 Richmond, VA 23218	(1,000.00)
10/5/2010	50490	Champions For Chanty Foundation 3909 Virginia Beach Blvd Virginia Beach, VA 23452	(550.00)
2/15/2010	50316	Chesapeake Bay Academy 821 Baker Road Virginia Beach, VA 23462	(1,200.00)
1/3/2011	50531	Chesapeake Bay Academy 821 Baker Road Virginia Beach, VA 23462	(1,000.00)
11/4/2010	50496	Chesapeake Bay Wine Classic Foundation P O Box 1175 Virginia Beach, VA 23451	(2,400.00)
3/10/2010	50336	Children's Hospital Foundation 2924 Brook Road Richmond, VA 23220	(2,500.00)
12/20/2010	50524	Children's Hospital Of The Kings Daughters 601 Children's Lane Norfolk, VA 23507	(1,000.00)
1/13/2011	50545	Children's Hospital Of The Kings Daughters 601 Children's Lane Norfolk, VA 23507	(700.00)
8/20/2010	50447	ChildSavers 200 North 22nd Street Richmond, VA 23223	(440.00)
1/13/2011	50540	Collegiate School 103 N Mooreland Road Richmond, VA 23229	(1,200.00)
9/28/2010	50483	Commonwealth Parenting 4121 Cox Road Suite 110 Glen Allen, VA 23060-3321	(1,000.00)
12/20/2010	50525	Community Futures Foundation 7812 Shrader Road Richmond, VA 23228	(500.00)
9/24/2010	50473	Community Services For Autistic Adults And Children (CSAAC) 8615 East Village Avenue Montgomery Village, MD 20886	(1,000.00)
1/3/2011	50532	Community Tax Law Project 3600 West Broad Street Suite 678 Richmond, VA 23230	(500.00)
12/20/2010	50526	Contemporary Art Center Of Virginia 2200 Parks Avenue Virginia Beach, VA 23451	(2,000.00)
2/25/2010	50323	Crystal Ball For a Cure Inc. 1724 N Alanton Drve Virginia Beach, VA 23454	(3,800.00)
6/17/2010	50415	Cultural Arts Center At Glen Allen 2880 Mountain Road P O Box 1249 Glen Allen, VA 23060	(1,000.00)

WILLIAMS MULLEN FOUNDATION
SCHEDULE OF CONTRIBUTIONS, GIFTS AND GRANTS PAID
TAX YEAR 2/1/10 - 1/31/11

9/15/2010	50464	D A. Taylor Charitable Foundation P O. Box 3403 Norfolk, VA 23514	(300.00)
11/9/2010	50499	Dana-Farber Cancer Institute BJ's Wholesale Club, Inc. 1 Mercer Road Natick, MA 1760	(2,500.00)
9/24/2010	50474	D'Art Center 208 East Main Street Norfolk, VA 23510	(580.00)
4/16/2010	50371	DC Central Kitchen 425 2nd Street NW Washington, DC 20001	(190.00)
8/20/2010	50448	Down Syndrome Association Of Greater Richmond P.O. Box 70789 Richmond, VA 23255	(880.00)
1/13/2011	50541	Durham Chamber Legacy Foundation P O Box 3829 Durham, NC 27702	(1,250.00)
12/17/2010	50521	Elk Hill P O Box 99 Goochland, VA 23063	(1,000.00)
8/10/2010	50439	Elon University Bursar Office P O Box 398 Elon, NC 27244	(1,250.00)
12/7/2010	50517	Elon University Bursar Office P.O Box 398 Elon, NC 27244	(1,250.00)
6/25/2010	50420	EVMS Foundation P O Box 5 Norfolk, VA 23501	(2,000.00)
2/25/2010	50325	Faison School For Autism 1701 Byrd Avenue Richmond, VA 23230	(1,100.00)
3/17/2010	50340	Flagler Home 8000 Brook Road Richmond, VA 23227	(625.00)
4/16/2010	50372	Food Bank Of Central & Eastern North Carolina 3808 Tarheel Drive Raleigh, NC 27609	(490.00)
4/16/2010	50373	Foodbank Of Southeastern Virginia P O Box 1940 Norfolk, VA 23501	(3,530.00)
4/16/2010	50374	Foodbank Of Southeastern Virginia P O Box 1940 Norfolk, VA 23501	(2,140.00)
2/15/2010	50317	Foodbank Of Southeastern Virginia P.O. Box 1940 Norfolk, VA 23501	(1,300.00)
4/16/2010	50375	Foodbank Of The Virginia Peninsula 9912 Hosier Street Newport News, VA 23601	(230.00)
2/25/2010	50326	For Kids P O Box 6044 Norfolk, VA 23508	(835.00)

WILLIAMS MULLEN FOUNDATION
SCHEDULE OF CONTRIBUTIONS, GIFTS AND GRANTS PAID
TAX YEAR 2/1/10 - 1/31/11

5/17/2010	50389	Foundation Fighting Blindness 11435 Cronhill Drive Owings Mills, MD 21117	(1,250.00)
7/29/2010	50434	George Mason University 4400 University Drive Fairfax, VA 22030	(1,250.00)
12/7/2010	50519	George Mason University 4400 University Drive Fairfax, VA 22030	(1,250.00)
2/15/2010	50318	Ghent United Methodist Preschool 531 Raleigh Avenue Norfolk, VA 23507	(150.00)
10/22/2010	50493	Goochland Rotary Club Foundation P O. Box 281 Manakin-Sabot, VA 23103	(1,305.00)
9/28/2010	50484	Greater Raleigh Chamber- Competitive Edge 800 S. Salisbury Street Raleigh, NC 27602	(5,000.00)
6/25/2010	50421	Greater Richmond Chamber Foundation P O. Box 1598 Richmond, VA 23218-1598	(10,000.00)
8/26/2010	50459	Habitat For Humanity Of South Hampton Roads 900 Tidewater Drive Norfolk, VA 23504	(1,000.00)
2/15/2010	50319	Habitat For Humanity Of Wake County 2420 Raleigh Blvd Raleigh, NC 27604	(2,400.00)
10/19/2010	50491	Hampden-Sydney College P.O. Box 637 Hampden-Sydney, VA 23943-0637	(2,500.00)
6/25/2010	50422	Hampden-Sydney College P.O. Box 637 Hampden-Sydney, VA 23943-0637	(5,000.00)
5/17/2010	50390	Hampton Roads Chamber Foundation 500 E. Main Street Suite 1300 Norfolk, VA 23510	(5,000.00)
6/8/2010	50410	Hampton Roads Partnership 430 World Trade Center Norfolk, VA 23510	(5,500.00)
6/30/2010	50426	Hampton University Office of Financial Aid & Scholarships 100 East Queen & Tyler Streets Hampton, VA 23668	(1,250.00)
11/29/2010	50509	Hampton University Office of Financial Aid & Scholarships 100 East Queen & Tyler Streets Hampton, VA 23668	(1,250.00)
8/18/2010	50440	Hebrew Academy Of Tidewater 5000 Corporate Woods Drive Virginia Beach, VA 23462	(1,000.00)
3/5/2010	50330	Henrico CASA (Court Appointed Special Advocates) 3001 Hungary Spring Rd Suite A Richmond, VA 23228	(500.00)
3/10/2010	50337	Honzons Hampton Roads 628 Blackwater Road Chesapeake, VA 23322	(3,500.00)

WILLIAMS MULLEN FOUNDATION
SCHEDULE OF CONTRIBUTIONS, GIFTS AND GRANTS PAID
TAX YEAR 2/1/10 - 1/31/11

2/25/2010	50327	Hospital Hospitality House 612 East Marshall Street Richmond, VA 23219	(1,150.00)
9/30/2010	50486	International Hospital For Children 7201 Glen Forest Drive Suite 304 Richmond, VA 23226	(4,000.00)
8/20/2010	50452	International Rett Syndrome Foundation 4600 Devitt Drive Cincinnati, OH 45246	(1,500.00)
5/6/2010	50386	Junior Achievement Of Central Virginia 4600 Cox Road Suite 107 Glen Allen, VA 23060	(1,800.00)
3/30/2010	50349	Junior Achievement Of Eastern NC, Inc 4900 Waters Edge Drive Suite 175 Raleigh, NC 27606	(4,000.00)
6/25/2010	50423	Junior Achievement Of Greater Hampton Roads 6387 Center Drive Suite 3 Norfolk, VA 23502	(2,000.00)
8/18/2010	50441	Junior Board - Children's Hospital 311 Broadfield Lane Manakin-Sabot, VA 23103	(300.00)
3/5/2010	50331	Junior Board, Sheltering Arms Physical Rehabilitation Hospital P O. Box 8762 Richmond, VA 23226	(300.00)
6/17/2010	50416	Lawyers Helping Lawyers 600 East Main Street Richmond, VA 23219	(200.00)
10/19/2010	50492	Legal Aid Justice Center 1000 Preston Ave Suite A Charlottesville, VA 22903	(1,000.00)
11/4/2010	50497	Legal Aid Of North Carolina, Inc 224 South Dawson Street Raleigh, NC 27601	(500.00)
3/30/2010	50350	Legal Information Network For Cancer (LINC) P O. Box 73281 Richmond, VA 23235	(898.00)
11/29/2010	50510	Leukemia And Lymphoma Society 5511 Staples Mill Road Suite 202B Richmond, VA 23228	(1,000.00)
11/16/2010	50502	LINC P.O. Box 73281 Richmond, VA 23235	(500.00)
1/13/2011	50542	March Of Dimes 10128- A West Broad Street Glen Allen, VA 23060	(1,850.00)
9/24/2010	50475	Massey Cancer Center P.O. Box 980214 Richmond, VA 23298-0214	(1,190.00)
5/26/2010	50396	Metro Richmond Sports Backers Sports Backers Stadium 100 Avenue of Champions, Suite 300 Richmond, VA 23230	(3,600.00)

WILLIAMS MULLEN FOUNDATION
SCHEDULE OF CONTRIBUTIONS, GIFTS AND GRANTS PAID
TAX YEAR 2/1/10 - 1/31/11

4/16/2010	50376	Mid-Atlantic Foundation For Safety And Education River Place Wilmington, DE 19801	(150.00)
4/29/2010	50379	Miller Oil Foundaton P O Box 963 Virginia Beach, VA 23451	(3,200.00)
9/15/2010	50465	Monarch Chanties 1101 Executive Boulevard Chesapeake, VA 23320	(2,500.00)
3/17/2010	50341	Muscular Dystrophy Associaton 8001 Franklin Farms Drive Suite 139 Richmond, VA 23288	(500.00)
3/24/2010	50344	Museum Of Life And Science 433 West Murray Avenue Durham, NC 27704	(1,500.00)
1/3/2011	50533	Museum Of Life And Science 433 West Murray Avenue Durham, NC 27704	(1,200.00)
9/24/2010	50476 S	National Braille Press 88 Saint Stephen Street Boston, MA 02115-4302	(427.50)
9/24/2010	50476 S	National Braille Press 88 Saint Stephen Street Boston, MA 02115-4302	(427.50)
11/29/2010	50511	236 Massachusetts Ave, NE Suite 410 Washington, DC 20002	(750.00)
8/26/2010	50460	National Multiple Sclerosis Society, Central VA Chapter 2112 W Laburnum Avenue Suite 204	(1,300.00)
3/30/2010	50352	National Multiple Sclerosis Society 760 Lynnhaven Pkwy Suite 201 Virginia Beach, VA 23452	(1,964.00)
10/22/2010	50494	National Multiple Sclerosis Society 4200 Innslake Drive Suite 301 Glen Allen, VA 23060	(4,320.00)
8/20/2010	50454	NC Bar Association Foundation P.O. Box 3688 Cary, NC 27519	(2,500.00)
1/13/2011	50543	NC Bar Foundation P.O. Box 3688 Cary, NC 27513	(3,000.00)
5/4/2010	50383	NC SWANA (Solid Waste Association Of North America) P O Box 389 Newton, NC 28658	(500.00)
8/20/2010	50453	Norfolk Botanical Garden 6700 Azalea Garden Road Norfolk, VA 23518	(2,000.00)
2/25/2010	50328	Norfolk NATO Festival 220 Boush Street Norfolk, VA 23510	(850.00)
3/5/2010	50332	Norfolk SPCA 916 Ballentne Blvd Norfolk, VA 23504	(880.00)

WILLIAMS MULLEN FOUNDATION
SCHEDULE OF CONTRIBUTIONS, GIFTS AND GRANTS PAID
TAX YEAR 2/1/10 - 1/31/11

2/15/2010	50320	North Carolina Free Enterprise Foundation Box 12406 Raleigh, NC 27605	P O	(1,000.00)
8/26/2010	50461	North Carolina Master Chorale P O Box 562 Raleigh, NC 27602		(500.00)
9/24/2010	50477	North Carolina Museum Of History Associates P.O. Box 25937 Raleigh, NC 25937		(1,700.00)
6/30/2010	50427	North Carolina Supreme Court Historical Society 26972 NC 27611	P.O. Box Raleigh,	(1,000.00)
9/30/2010	50487	North Carolina Symphony 3700 Glenwood Avenue Suite 130 Raleigh, NC 27612		(450.00)
11/4/2010	50498	Pancreatic Cancer Action Network 2141 Rosecrans Avenue Suite 7000 Segundo, CA 90245	EI	(500.00)
5/17/2010	50391	Parents For Educational Freedom In NC (PEFNC) 4900 Falls of Neuse Road Suite 155 NC 27609	Raleigh,	(1,000.00)
3/5/2010	50333	Partnership For Defense Innovation (PDI) 455 Ramsey St. Fayetteville, NC 28301		(2,500.00)
7/19/2010	50429	Penn State University Outside Scholarships 109 Shields Building University Park, PA 16802		(1,250.00)
11/29/2010	50512	Penn State University Outside Scholarships 103 Shields Building University Park, PA 16802		(1,250.00)
5/17/2010	50392	Piedmont Virginia Community College (PVCC) Educational Foundation 501 College Drive Charlottesville, VA 22902		(1,000.00)
4/9/2010	50358	Portsmouth Service League Of Virginia P.O. Box 6647 Portsmouth, VA 23703		(400.00)
4/26/2010	50377	Raleigh Civic Ventures S Wilmington Street Suite 103 NC 27601	120 Raleigh,	(1,000.00)
9/15/2010	50466	Raleigh Hall Of Fame Box 6128 NC 27628-6128	P.O. Raleigh,	(1,527.60)
7/29/2010	50435	Read To Them 400 Stuart Circle Richmond, VA 23220		(500.00)
6/8/2010	50411	Rector & Visitors Of The University Of Virginia Box 400206 Charlottesville, VA 22904	P.O.	(1,000.00)

WILLIAMS MULLEN FOUNDATION
SCHEDULE OF CONTRIBUTIONS, GIFTS AND GRANTS PAID
TAX YEAR 2/1/10 - 1/31/11

9/24/2010	50478	Richmond Little League P.O. Box 18331 Richmond, VA 23226	(500.00)
4/27/2010	50378	Richmond Symphony 612 East Grace Street Suite 401 Richmond, VA 23219	(1,500.00)
8/18/2010	50442	Ronald McDonald House 2330 Monument Avenue Richmond, VA 23220	(375.00)
3/24/2010	50345	249 Central Park Avenue Suite 350 Virginia Beach, VA 23462	(1,300.00)
6/8/2010	50412	Sandler Center For The Performing Arts Foundation P O. Box 66129 Virginia Beach, VA 23466	(5,000.00)
9/30/2010	50488	Sentara Health Foundation 6015 Poplar Hall Drive Suite 308 Norfolk, VA 23502	(5,000.00)
3/16/2010	50338	Shepherd's Table Soup Kitchen 121 Hillsborough Street P O. Box 28024 Raleigh, NC 27611	(1,500.00)
1/3/2011	50534	Southern African Legal Services Foundation, Inc (SALS) 7409 Beverly Road Bethesda, MD 20814	(500.00)
3/24/2010	50346	St Thomas Day School 3602 Hawthorne Avenue Richmond, VA 23222	(150.00)
1/13/2011	50544	Stop Hunger Now 5022 Byrd Industrial Drive Richmond, VA 23231	(250.00)
4/29/2010	50380	Susan G. Komen For The Cure 4905 Radford Avenue Suite 209 Richmond, VA 23230	(250.00)
11/29/2010	50507	The Campagna Center 418 South Washington Street Alexandria, VA 22314	(1,200.00)
7/15/2010	50428	The College Of William & Mary P.O. Box 8795 Williamsburg, VA 23187-8795	(2,500.00)
2/25/2010	50324	The Elizabeth River Project 475 Water Street Suite C103A Portsmouth, VA 23704	(2,000.00)
8/20/2010	50449	The First Tee YMCA 2400 Tournament Drive Virginia Beach, VA 23456	(1,250.00)
8/20/2010	50450	The Healing Place 700 Dinwiddie Avenue Richmond, VA 23224	(2,500.00)
11/1/2010	50495	The King's Daughters 601 Children's Lane Norfolk, VA 23507	(500.00)
7/29/2010	50436	The Richmond Forum 6968 Forest Hill Avenue Richmond, VA 23225	(5,798.00)

WILLIAMS MULLEN FOUNDATION
SCHEDULE OF CONTRIBUTIONS, GIFTS AND GRANTS PAID
TAX YEAR 2/1/10 - 1/31/11

9/24/2010	50482	The Virginia College Fund A West Broad Street Suite 201 Richmond, VA 23230	6002 (1,500.00)
1/3/2011	50536	The Virginia Home 1101 Hampton Street Richmond, VA 23220	(300.00)
9/24/2010	50479 S	Theatre IV 114 West Broad Street Richmond, VA 23220	(625.00)
9/24/2010	50479 S	Theatre IV 114 West Broad Street Richmond, VA 23220	(625.00)
3/24/2010	50347	Thomas Jefferson Regional Private Sector Ridge McIntre Rd, Ste 100 P O. Box 1525 Charlottesville, VA 22902	210 (1,000.00)
9/15/2010	50467	Triangle Family Services P O. Box 33393 Raleigh, NC 27636	(250.00)
9/24/2010	50480	United Arts Council Of Raleigh And Wake County S Blount Street Raleigh, NC 27601	110 (1,250.00)
3/5/2010	50334	United Way Thomas Jefferson Area 806 East High Street Charlottesville, VA 22902	(1,000.00)
11/29/2010	50513	Unity Health Care Foundation Precision Meetings & Events 301 North Fairfax St, Ste 104 Alexandria, VA 22314	(500.00)
12/20/2010	50527	Unity Health Care Foundation Precision Meetings & Events 301 North Fairfax St., Ste 104 Alexandria, VA 22314	(335.00)
1/3/2011	50535	University Of North Carolina At Chapel Hill Box 309 Hill, NC 27514	P O. Chapel (3,000.00)
8/6/2010	50437	University Of South Carolina Office of Financial Aid & Scholarships 1714 College Street Columbia, SC 29208	(1,250.00)
12/7/2010	50518	University Of South Carolina 1521 Greene Street Petigru College, Room 206 Columbia, SC 29208	(1,250.00)
7/23/2010	50431	University Of Virginia Box 400999 Charlottesville, VA 22904	P O. (1,250.00)
11/16/2010	50503	University Of Virginia Box 400999 Charlottesville, VA 22904	P O (1,250.00)
8/20/2010	50455	UNOS Foundation Box 2484 Richmond, VA 23218-2484	P O (2,500.00)
8/20/2010	50456	Valentine Museum Richmond History Center 1015 East Clay Street Richmond, VA 23219	(2,260.00)

WILLIAMS MULLEN FOUNDATION
SCHEDULE OF CONTRIBUTIONS, GIFTS AND GRANTS PAID
TAX YEAR 2/1/10 - 1/31/11

12/14/2010	50520	Variety- The Children's Chanty 4601 Wilshire Blvd., Suite 260 Los Angeles, CA 90010	(1,000 00)
9/15/2010	50468	VCU/Massey Cancer Center P O Box 980037 Richmond, VA 23298	(700.00)
9/24/2010	50481	Venture Richmond 200 South Third Street Richmond, VA 23219	(5,000 00)
11/29/2010	50514	Virginia Aquanum Foundation 717 General Booth Blvd Virginia Beach, VA 23451	(1,650 00)
6/8/2010	50413	Virginia Arts Festival 220 Boush Street Norfolk, VA 23510	(3,500.00)
3/30/2010	50353 S	Virginia Beach Court Appointed Special Advocates, Inc. 2425 Nimmo Parkway Virginia Beach, VA 23456	(1,250.00)
3/30/2010	50353 S	Virginia Beach Court Appointed Special Advocates, Inc. 2425 Nimmo Parkway Virginia Beach, VA 23456	(1,250 00)
1/7/2011	50537	Virginia Beach Neptune Festival 265 Kings Grant Road Suite 102 Virginia Beach, VA 23452	(10,000 00)
6/17/2010	50417	Virginia Beach SPCA 3040 Holland Road Virginia Beach, VA 23453	(200 00)
3/16/2010	50339 S	Virginia Center For Inclusive Communities 5511 Staples Mill Road Suite 202 Richmond, VA 23228	(533 34)
3/16/2010	50339 S	Virginia Center For Inclusive Communities 5511 Staples Mill Road Suite 202 Richmond, VA 23228	(533 33)
3/16/2010	50339 S	Virginia Center For Inclusive Communities 5511 Staples Mill Road Suite 202 Richmond, VA 23228	(533 33)
12/20/2010	50529	Virginia Center For The Creative Arts 154 San Angelo Drive Amherst, VA 24521	(800 00)
12/20/2010	50528	Virginia Commonwealth University P.O. Box 843036 827 W. Franklin St , Room 123 Richmond, VA 23284	(1,250.00)
7/23/2010	50432	Virginia Commonwealth University P.O. Box 843036 827 W. Franklin St , Room 123 Richmond, VA 23284	(1,250.00)
5/6/2010	50387	Virginia Foundation For Independent Colleges 8010 Ridge Road Suite B Richmond, VA 23229	(6,000.00)

WILLIAMS MULLEN FOUNDATION
SCHEDULE OF CONTRIBUTIONS, GIFTS AND GRANTS PAID
TAX YEAR 2/1/10 - 1/31/11

9/28/2010	50485	Virginia Gentlemen Foundation 582 Lynnhaven Pkwy Suite 202 Beach, VA 23452 Virginia	(2,500.00)
9/15/2010	50469	Virginia Gentlemen Foundation 582 Lynnhaven Pkwy Suite 202 Beach, VA 23452 Virginia	(2,000.00)
8/20/2010	50457	Virginia Gift Planning Council P.O. Box 29235 Richmond, VA 23242-0235	(500.00)
40436	50470	Virginia Holocaust Museum 2000 East Cary Street Richmond, VA 23223	(1,500.00)
40224	50321 S	Virginia Opera P.O. Box 2580 Norfolk, VA 23501-2580	(1,250.00)
2/15/2010	50321 S	Virginia Opera P.O. Box 2580 Norfolk, VA 23501-2580	(1,250.00)
3/24/2010	50348	Virginia Stage Company P.O. Box 3770 Norfolk, VA 23514	(2,260.00)
9/30/2010	50489	VMFA Foundation 200 North Blvd Richmond, VA 23220	(250.00)
4/5/2010	50357	Volunteer Hampton Roads 400 West Olney Road Suite B VA 23507 Norfolk,	(4,730.00)
12/1/2010	50516	Volunteer Hampton Roads 400 West Olney Road Suite B VA 23507 Norfolk,	(800.00)
6/17/2010	50418	Wake County Bar Association Foundation 8000 Weston Parkway Cary, NC 27513	(260.00)
5/17/2010	50393	Wake Education Partnership 706 Hillsborough Street Suite A Raleigh, NC 27603	(800.00)
8/20/2010	50458	Wake Education Partnership 706 Hillsborough Street Suite A Raleigh, NC 27603	(604.00)
6/25/2010	50424	Weinstein Jewish Community Center 5403 Monument Avenue Richmond, VA 23226	(1,200.00)
8/18/2010	50443	Wheeler Benefit Foundation 2529 Virginia Beach Blvd Suite 200 Virginia Beach, VA 23452	(350.00)
6/8/2010	50414	William & Mary Business School Foundation P O. Box 1693 Williamsburg, VA 23187	(5,000.00)
5/5/2010	50384	Woodstock Elementary School 6016 Providence Road Virginia Beach, VA 23464	(100.00)

· WILLIAMS MULLEN FOUNDATION
 SCHEDULE OF CONTRIBUTIONS, GIFTS AND GRANTS PAID
 TAX YEAR 2/1/10 - 1/31/11

5/7/2010	50388	YMCA of Greater Richmond 2 West Franklin Street Richmond, VA 23220	(1,000.00)
3/17/2010	50342	YWCA North 5th Street Richmond, VA 23219	(2,250.00)
		Total Disbursements	(335,317.37)