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

2010Department 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 JUL 1, 2010, and ending JUN 30, 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 HUGHES MEMORIAL HOME		A Employer identification number 54-0519574
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 5371	Room/suite	B Telephone number (434) 724-6525
City or town, state, and ZIP code DANVILLE, VA 24540-5371		C If exemption application is pending, check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 10,468,301.	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
(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 ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received					
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		60,577.	60,577.		STATEMENT 1
4 Dividends and interest from securities		102,589.	102,589.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		231,716.			
b Gross sales price for all assets on line 6a		1,912,282.			
7 Capital gain net income (from Part IV, line 2)			231,716.		
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		1,542.	328.	1,214.	STATEMENT 3
12 Total. Add lines 1 through 11		396,424.	395,210.	1,214.	
13 Compensation of officers, directors, trustees, etc		0.	0.	0.	0.
14 Other employee salaries and wages		55,825.	0.	0.	55,825.
15 Pension plans, employee benefits		10,243.	0.	0.	10,243.
16a Legal fees STMT 4		1,242.	621.	0.	621.
b Accounting fees STMT 5		12,525.	6,263.	0.	6,262.
c Other professional fees					
17 Interest					
18 Taxes STMT 6		7,658.	7.	0.	0.
19 Depreciation and depletion		3,969.	3,969.	0.	
20 Occupancy					
21 Travel, conferences, and meetings		5,803.	0.	0.	5,803.
22 Printing and publications					
23 Other expenses STMT 7		67,089.	46,337.	0.	16,461.
24 Total operating and administrative expenses. Add lines 13 through 23		164,354.	57,197.	0.	95,215.
25 Contributions, gifts, grants paid		695,560.			424,608.
26 Total expenses and disbursements. Add lines 24 and 25		859,914.	57,197.	0.	519,823.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-463,490.			
b Net investment income (if negative, enter -0-)			338,013.		
c Adjusted net income (if negative, enter -0-)				1,214.	

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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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	640,245.	731,077.	731,077.
	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	5,124.	5,124.	5,124.
	10a Investments - U.S. and state government obligations STMT 8	75,375.	0.	0.
	b Investments - corporate stock STMT 9	4,727,629.	4,659,544.	5,031,759.
	c Investments - corporate bonds STMT 10	1,591,480.	1,453,761.	1,498,224.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ 137,917.			
	Less: accumulated depreciation ▶ 11,852.	126,948.	126,065.	3,202,117.
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	7,166,801.	6,975,571.	10,468,301.
	17 Accounts payable and accrued expenses			
	18 Grants payable	533,685.	804,636.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 11)	3,676.	4,985.	
	23 Total liabilities (add lines 17 through 22)	537,361.	809,621.	
	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	6,522,466.	6,165,950.	
	25 Temporarily restricted			
	26 Permanently restricted	106,974.	0.	
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	6,629,440.	6,165,950.	
	31 Total liabilities and net assets/fund balances	7,166,801.	6,975,571.	

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	6,629,440.
2 Enter amount from Part I, line 27a	2	-463,490.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	6,165,950.
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	6,165,950.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED SCHEDULE		P		
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 1,912,282.		1,680,566.	231,716.
b			
c			
d			
e			

(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			231,716.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	231,716.
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	418,485.	9,950,403.	.042057
2008	539,088.	9,200,955.	.058590
2007	554,233.	11,756,805.	.047141
2006	217,336.	10,100,680.	.021517
2005	270,171.	5,672,840.	.047625

2 Total of line 1, column (d)	2	.216930
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	.043386
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	10,112,825.
5 Multiply line 4 by line 3	5	438,755.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,380.
7 Add lines 5 and 6	7	442,135.
8 Enter qualifying distributions from Part XII, line 4	8	519,823.

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.

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 ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	3,380.
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	3,380.
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	3,380.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2,360.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,360.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,020.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
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? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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 XIV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ VA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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 ► N/A	13	X	
14	The books are in care of ► HUGHES MEMORIAL HOME Telephone no. ► 434-724-6525 Located at ► P.O. BOX 5371, DANVILLE, VA ZIP+4 ► 24540-5371			
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? 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 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? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A ► ☐	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	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? ☐ Yes ☒ No If "Yes," list the years ► , , ,		
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? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) 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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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 12		0.	0.	0.

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

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

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

▶ 0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 SEE STATEMENT 13	695,560.
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.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	6,529,587.
b Average of monthly cash balances	1b	529,999.
c Fair market value of all other assets	1c	3,207,241.
d Total (add lines 1a, b, and c)	1d	10,266,827.
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	10,266,827.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	154,002.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,112,825.
6 Minimum investment return. Enter 5% of line 5	6	505,641.

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	505,641.
2a Tax on investment income for 2010 from Part VI, line 5	2a	3,380.	
b Income tax for 2010. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b	2c	3,380.	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	502,261.	
4 Recoveries of amounts treated as qualifying distributions	4	0.	
5 Add lines 3 and 4	5	502,261.	
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	502,261.	

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	519,823.
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	519,823.
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	3,380.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	516,443.

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				502,261.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			379,681.	
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: ▶ \$ 519,823.				
a Applied to 2009, but not more than line 2a			379,681.	
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				140,142.
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				362,119.
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				

N/A

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- [illegible]

Form **990-PF** (2010)

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 15				
Total			3a	424,608.
b Approved for future payment				
SEE STATEMENT 16				
Total			3b	575,372.

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

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

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date _____

TREASURER

Title

Print/Type preparer's name
**KATHERINE D
MCDANIEL CPA**

Preparer's signature

Date _____

Check ☐ self-employed

PTIN

KATHERINE D MCDAN 09/01/11

09/01/11

**Paid
Preparer
Use Only**

Firm's name ► **HARRIS, HARVEY, NEAL & CO., LLP, CPA'S**

Firm's EIN ▶

Firm's address ► P.O. BOX 3424
DANVILLE, VA 24543-3424

Phone no. (434) 792-3220

Form **990-PF** (2010)

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

SOURCE	AMOUNT
BANK OF AMERICA	14,913.
BANK OF AMERICA	26.
DAVENPORT	45,638.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	60,577.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BANK OF AMERICA	30,648.	0.	30,648.
DAVENPORT	46,775.	0.	46,775.
DAVENPORT	25,166.	0.	25,166.
TOTAL TO FM 990-PF, PART I, LN 4	102,589.	0.	102,589.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
SECURITIES LITIGATION SETTLEMENTS	328.	328.	0.
EXCISE TAX REFUND	1,051.	0.	1,051.
VARIOUS REFUNDS	63.	0.	63.
BOARD MEMBER REIMBURSEMENTS	100.	0.	100.
TOTAL TO FORM 990-PF, PART I, LINE 11	1,542.	328.	1,214.

FORM 990-PF

LEGAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	1,242.	621.	0.	621.
TO FM 990-PF, PG 1, LN 16A	1,242.	621.	0.	621.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	12,525.	6,263.	0.	6,262.
TO FORM 990-PF, PG 1, LN 16B	12,525.	6,263.	0.	6,262.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROPERTY TAXES	7.	7.	0.	0.
TAX ON NET INVESTMENT INCOME	3,380.	0.	0.	0.
PAYROLL TAXES	4,271.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	7,658.	7.	0.	0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT EXPENSES	45,036.	45,036.	0.	0.	
OFFICE	3,252.	1,301.	0.	1,952.	
POSTAGE	339.	0.	0.	339.	
TELEPHONE	1,938.	0.	0.	1,938.	
PROMOTIONAL	1,225.	0.	0.	1,225.	
INSURANCE	7,599.	0.	0.	7,599.	
ADVERTISING	405.	0.	0.	405.	
MEETING EXPENSE	4,834.	0.	0.	2,417.	
DUES	1,257.	0.	0.	0.	
REPAIRS & MAINTENANCE	318.	0.	0.	0.	
CONTRIBUTIONS	300.	0.	0.	0.	
PRINTING	586.	0.	0.	586.	
TO FORM 990-PF, PG 1, LN 23	67,089.	46,337.	0.	16,461.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	8
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
	X		0.	0.	
TOTAL U.S. GOVERNMENT OBLIGATIONS					
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	9
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
			4,659,544.	5,031,759.
TOTAL TO FORM 990-PF, PART II, LINE 10B			4,659,544.	5,031,759.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	1,453,761.	1,498,224.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,453,761.	1,498,224.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 11
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
EXCISE TAXES PAYABLE	715.	1,020.
ACCRUED COMPENSATED ABSENCES	2,961.	2,288.
PAYROLL TAXES PAYABLE	0.	1,677.
TOTAL TO FORM 990-PF, PART II, LINE 22	3,676.	4,985.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOHN COLLINS 20 HARGRAVE BLVD. CHATHAM, VA 24531	TRUSTEE 1.00	0.	0.	0.
DAVE CLARK 120 CATHY PLACE DANVILLE, VA 24540	TRUSTEE 1.00	0.	0.	0.
DR. CONNIE FLETCHER 108 HOLBROOK STREET, SUITE 203 DANVILLE, VA 24541	TRUSTEE 1.00	0.	0.	0.
PAUL G. JOHNSON 320 HAWTHORNE DRIVE DANVILLE, VA 24541	TRUSTEE 1.00	0.	0.	0.
GENE HAYES 236 OAK CREEK DR DANVILLE, VA 24541	VICE PRESIDENT 5.00	0.	0.	0.
JUELING TAI 1008 S. MAIN STREET DANVILLE, VA 24541	TRUSTEE 1.00	0.	0.	0.
SAMUEL MEDEMA 53 OLD FARM ROAD DANVILLE, VA 24541	TRUSTEE 1.00	0.	0.	0.
REV. LEWIS WALL 267 WESTOVER DRIVE ROXBORO, NC 27573	TRUSTEE 1.00	0.	0.	0.
DR. BOBBY CARLSEN 105 MATTHEWS CIRCLE DANVILLE, VA 24540	TRUSTEE 1.00	0.	0.	0.
GWEN EDWARDS 133 N. DAVIS DRIVE DANVILLE, VA 24540	TRUSTEE 1.00	0.	0.	0.
RODNEY REYNOLDS 5013 COBBLESTONE DRIVE DANVILLE, VA 24540	TRUSTEE 1.00	0.	0.	0.

HUGHES MEMORIAL HOME

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EDWARD O. BLOUNT, JR. 508 OXFORD PLACE DANVILLE, VA 24541	PRESIDENT 5.00	0.	0.	0.
DICK STOAKLEY 429 HAWTHORNE DRIVE DANVILLE, VA 24541	TRUSTEE 1.00	0.	0.	0.
CHARLES S. BOLT 133 WESTMORELAND COURT DANVILLE, VA 24541	TREASURER 5.00	0.	0.	0.
SCOTT EHRHARDT 360 HAWKSRIAGE ROAD DANVILLE, VA 24540	TRUSTEE 1.00	0.	0.	0.
GAIL GUNN 534 CLEVELAND STREET DANVILLE, VA 24541	SECRETARY 5.00	0.	0.	0.
JAY I HAYES, JR. 245 LINDEN DRIVE DANVILLE, VA 24541	TRUSTEE 1.00	0.	0.	0.
VALERIE WHITE 5062 GOLF CLUB ROAD DANVILLE, VA 24540	TRUSTEE 1.00	0.	0.	0.
ALBERT K. RAWLEY 187 ACORN LANE DANVILLE, VA 24541	TRUSTEE 1.00	0.	0.	0.

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

0. 0. 0.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT	13
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ACTIVITY ONE

GRANT PROGRAM - GRANTS AND SCHOLARSHIPS WHICH SPECIFICALLY PROVIDE CARE, TRAINING AND NUTURING TO NEEDY AND/OR AT-RISK CHILDREN. THE ORGANIZATION ALSO GRANTS COLLEGE SCHOLARSHIPS.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

695,560.

FORM 990-PF

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

STATEMENT 14

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

EDWARD O. BLOUNT, JR.
508 OXFORD PLACE
DANVILLE, VA 24541

TELEPHONE NUMBER

434-728-5757

FORM AND CONTENT OF APPLICATIONS

AN INITIAL LETTER OF REQUEST IS SUBMITTED TO THE PRESIDENT. ONCE THE TYPE OF REQUEST IS DETERMINED, THE SECRETARY SENDS THE APPLICANT A PACKET WITH APPROPRIATE FORMS TO FILL OUT FOR THE REQUEST (GRANT, SCHOLARSHIP, ETC.) INFORMATION REGARDING GRANT APPLICATIONS IS AVAILABLE ON-LINE AT THE FOUNDATION'S WEBSITE.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

AWARDS ARE GRANTED ONLY IF THE FUNDS WILL BE USED TO BENEFIT NEEDY OR AT-RISK CHILDREN.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 15

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
APPALACHIAN STATE UNIVERSITY ASU BOX 32059 BOONE, NC 28608	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	6,000.
AVERETT UNIVERSITY 420 WEST MAIN STREET DANVILLE, VA 24541	NONE SCHOLARSHIPS TO VARIOUS DESERVING STUDENTS	UNIVERSITY	22,750.
BOYS & GIRLS CLUB 123 FOSTER STREET DANVILLE, VA 24541	NONE CULTUREAL ARTS PROGRAM	PUBLIC CHARITY	2,170.
CABARRUS COLLEGE P.O. BOX 1595 SALISBURY, NC 28145	NONE SCHOLARSHIPS TO DESERVING STUDENTS	COLLEGE	1,000.
CAMPBELL UNIVERSITY P. O. BOX 1588 BUIES CREEK, NC 27506	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	1,500.
CHRISTOPHER NEWPORT UNIVERSITY 1 UNIVERSITY PLACE NEWPORT NEWS, VA 23606	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	4,000.
DANVILLE COMMUNITY COLLEGE 1008 SOUTH MAIN STREET DANVILLE, VA 24541	NONE SCHOLARSHIPS TO VARIOUS DESERVING STUDENTS	COLLEGE	19,590.
CENTRAL VA COMMUNITY COLLEGE 3506 WARDS ROAD LYNCHBURG, VA 24502	NONE SCHOLARSHIPS TO DESERVING STUDENTS	COLLEGE	430.

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DANVILLE SPEECH & HEARING CENTER 742 WILSON STREET DANVILLE, VA 24541	NONE SCREENING SUPPLIES	PUBLIC CHARITY	1,500.
FIRST TEE OF DANVILLE 135 JONES CROSSING DANVILLE, VA 24541	NONE PROGRAM EXPENSES	PUBLIC CHARITY	3,316.
JOHNSON BIBLE COLLEGE 7900 JOHNSON DRIVE KNOXVILLE, TN 37998	NONE SCHOLARSHIPS TO DESERVING STUDENTS	COLLEGE	11,000.
LEE UNIVERSITY 1120 N. OCOEE STREET CLEVELAND, TN 37320	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	6,750.
LONGWOOD UNIVERSITY 201 HIGH STREET FARMVILLE, VA 23909	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	3,750.
PATRICK HENRY COMMUNITY COLLEGE P.O. BOX 5311 MARTINSVILLE, VA 24115	NONE SCHOLARSHIPS TO DESERVING STUDENTS	COLLEGE	250.
ASHFORD UNIVERSITY 400 N. BLUFF BLVD CLINTON, IA 52732	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	2,500.
CLEMSON UNIVERSITY 201 SIKES HALL CLEMSON, SC 29634	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	2,000.
EASTERN ARIZONA COLLEGE 615 N. STADIUM AVENUE THATCHER, AZ 85552	NONE SCHOLARSHIPS TO DESERVING STUDENTS	COLLEGE	2,500.
GEORGE MASON UNIVERSITY 4400 UNIVERSITY DRIVE FAIRFAX, VA 22030	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	3,250.

HUGHES MEMORIAL HOME

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JAMES MADISON UNIVERSITY WARREN HALL, ROOM 302, MSC 3516 HARRISONBURG, VA 22807	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	10,000.
JOHN TYLER COMMUNITY COLLEGE 13101 JEFFERSON DAVIS HIGHWAY CHESTER, VA 23831-5316	NONE SCHOLARSHIPS TO DESERVING STUDENTS	COLLEGE	1,250.
LIBERTY UNIVERSITY 1971 UNIVERSITY BLVD LYNCHBURG, VA 24502	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	14,000.
NORTH CAROLINA CENTRAL UNIVERSITY 1801 FAYETTEVILLE STREET DURHAM, NC 27707	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	6,000.
RADFORD UNIVERSITY EAST MAIN STREET RADFORD, VA 24142	NONE SCHOLARSHIPS TO VARIOUS DESERVING STUDENTS	UNIVERSITY	7,750.
THE WRITERS BLOCK 149 HOLBROOK AVENUE DANVILLE, VA 24541	NONE BOOKS & SUPPLIES FOR CHILDREN	PUBLIC CHARITY	19,800.
UNIVERSITY OF VIRGINIA P.O. BOX 400204 CHARLOTTESVILLE, VA 229044204	NONE SCHOLARSHIPS TO VARIOUS DESERVING STUDENTS	UNIVERSITY	4,000.
VIRGINIA COMMONWEALTH UNIVERSITY 827 W. FRANKLIN ST, FOUNDERS HALL, RM 123 RICHMOND, VA 23284-3036	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	7,500.
VIRGINIA POLYTECHNIC INSTITUTE & STATE UNIVERSITY 150 STUDENT SERVICE BUILDING BLACKSBURG, VA 24061	NONE SCHOLARSHIPS TO VARIOUS DESERVING STUDENTS	UNIVERSITY	11,500.
YWCA 750 MAIN STREET DANVILLE, VA 24541	NONE SWIMMING LESSONS FOR NEEDY AND AT RISK CHILDREN	PUBLIC CHARITY	200.

HUGHES MEMORIAL HOME

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DANVILLE SCIENCE CENTER P.O. BOX 167 DANVILLE, VA 24543	NONE SIXTH TO SUCCESS SCIENCE PROGRAM	PUBLIC CHARITY	3,301.
VANCE-GRANVILLE COMMUNITY COLLEGE P.O. BOX 917 HENDERSON, NC 27536	NONE SCHOLARSHIPS TO DESERVING STUDENTS	COLLEGE	2,000.
UNC CHARLOTTE 9201 UNIVERSITY CITY BLVD CHARLOTTESVILLE, NC 28223	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	5,000.
COMMUNITY CHRISTMAS DINNER P.O. BOX 2654 DANVILLE, VA 24541	NONE CHRISTMAS MEALS FOR HOMELESS	PUBLIC CHARITY	2,301.
COMMUNITY STOREHOUSE 4201 GREENSBORO ROAD RIDGEWAY, VA 24148	NONE FOOD FOR CHILDREN	PUBLIC CHARITY	30,000.
GRACE NETWORK 433 E. COMMONWEALTH BLVD MARTINSVILLE, VA 24115	NONE CHRISTMAS FOOD/TOYS/COATS FOR THE NEEDY	PUBLIC CHARITY	15,000.
PITTSYLVANIA COUNTY LITERACY P.O. BOX 1093 CHATHAM, VA 24531	NONE BOOKS FOR LITERACY PROJECT	PUBLIC CHARITY	1,000.
OLD DOMINION UNIVERSITY ALFRED ROLLINS HALL NORFOLK, VA 23529	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	1,250.
FERRUM COLLEGE P.O. BOX 1000 FERRUM, VA 24088	NONE SCHOLARSHIPS TO DESERVING STUDENTS	COLLEGE	1,750.
HOLLINS UNIVERSITY P.O. BOX 97017 ROANOKE, VA 24020	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	750.

HUGHES MEMORIAL HOME

54-0519574

UNIVERSITY OF GEORGIA
STUDENT ACCOUNTS ATHENS, GA
30602

NONE
SCHOLARSHIPS TO
DESERVING STUDENTS

UNIVERSITY 1,000.

HEAD START
608 UPPER STREET DANVILLE, VA
24543

NONE
RENOVATION OF BUILDING

PUBLIC 180,000.
CHARITY

CATAWBA COLEGE
2300 W. INNES STREET SALISBURY,
NC 28144

NONE
SCHOLARSHIPS TO
DESERVING STUDENTS

COLLEGE 5,000.

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

424,608.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
APPROVED FOR FUTURE PAYMENT

STATEMENT 16

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AVERETT UNIVERSITY 420 WEST MAIN STREET DANVILLE, VA 24541	NONE SCHOLARSHIPS TO VARIOUS DESERVING STUDENTS	UNIVERSITY	10,250.
DANVILLE COMMUNITY COLLEGE 1008 SOUTH MAIN STREET DANVILLE, VA 24541	NONE SCHOLARSHIPS TO VARIOUS DESERVING STUDENTS	COLLEGE	15,063.
FIRST TEE OF DANVILLE 135 JONES CROSSING DANVILLE, VA 24541	NONE PROGRAM EXPENSES	PUBLIC CHARITY	10,301.
JAMES MADISON UNIVERSITY WARREN HALL, ROOM 302, MSC 3516 HARRISONBURG, VA 22807	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	5,000.
CHRISTOPHER NEWPORT UNIVERSITY 1 UNIVERSITY PLACE NEWPORT NEWS, VA 23606	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	500.
LEE UNIVERSITY 1120 N. OCOEE STREET CLEVELAND, TN 37320	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	1,250.
PURDUE UNIVERSITY 475 STADIUM MALL DRIVE WEST LAFAYETTE, IN 47907	NONE STUDENT LOAN ASSUMPTION FOR DESERVING STUDENT	UNIVERSITY	5,000.
BRIGHAM YOUNG UNIVERSITY A-41 ASB PROVO, UT 84602	NONE STUDENT LOAN ASSUMPTION FOR DESERVING STUDENT	UNIVERSITY	4,000.

HUGHES MEMORIAL HOME

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COMMUNITY CHRISTMAS DINNER P.O. BOX 2654 DANVILLE, VA 24541	NONE CHRISTMAS DINNER FOR THE NEEDY	PUBLIC CHARITY	199.
NORTH CAROLINA CENTRAL UNIVERSITY P. O. BOX 19496 DURHAM, NC 27707	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	2,000.
LIBERTY UNIVERSITY 1971 UNIVERSITY BLVD LYNCHBURG, VA 24502	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	5,500.
APPALACHIAN STATE UNIVERSITY ASU BOX 32059 BOONE, NC 28608	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	2,000.
CENTRAL VA COMMUNITY COLLEGE 3506 WARDS ROAD LYNCHBURG, VA 24502	NONE SCHOLARSHIPS TO DESERVING STUDENTS	COLLEGE	2,070.
COMMUNITY BLESSING CENTER P.O. BOX 293 MILTON, NC 27305	NONE ATHLETIC SUPPLIES AND FEES FOR SUMMER CAMPS	PUBLIC CHARITY	10,000.
DANVILLE SCIENCE CENTER P.O. BOX 167 DANVILLE, VA 24541	NONE SPROUTSVILLE PERMANENT EXHIBIT FOR YOUNG CHILDREN	PUBLIC CHARITY	10,000.
FERRUM COLLEGE P.O. BOX 1000 FERRUM, VA 24088	NONE SCHOLARSHIPS TO DESERVING STUDENTS	COLLEGE	1,750.
GEORGE MASON UNIVERSITY 4400 UNIVERSITY DRIVE FAIRFAX, VA 22030	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	750.
GOODWILL INDUSTRIES 512 WESTOVER DRIVE DANVILLE, VA 24541	NONE SMART BOARD FOR GED PROGRAM	PUBLIC CHARITY	6,489.

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HOLLINS UNIVERSITY P.O. BOX 97017 ROANOKE, VA 24020	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	750.
JOHNSON BIBLE COLLEGE 7900 JOHNSON DRIVE KNOXVILLE, TN 37998	NONE SCHOLARSHIPS TO DESERVING STUDENTS	COLLEGE	1,000.
LONGWOOD UNIVERSITY 201 HIGH STREET FARMVILLE, VA 23909	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	750.
OLD DOMINION UNIVERSITY ALFRED ROLLINS HALL NORFOLK, VA 23529	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	1,250.
PATRICK HENRY COMMUNITY COLLEGE P.O. BOX 5311 MARTINSVILLE, VA 24115	NONE SCHOLARSHIPS TO DESERVING STUDENTS	COLLEGE	750.
RADFORD UNIVERSITY P.O. BOX 6905 RADFORD, VA 24142	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	4,750.
SALVATION ARMY 123 HENRY STREET DANVILLE, VA 24540	NONE 25 PASSENGER BUS	PUBLIC CHARITY	15,000.
UNIVERSITY OF GEORGIA STUDENT ACCOUNTS ATHENS, GA 30602	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	1,000.
VIRGINIA POLYTECHNIC INSTITUTE & STATE UNIVERSITY 150 STUDENT SERVICE BUILDING BLACKSBURG, VA 24061	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	4,000.
VIRGINIA COMMONWEALTH UNIVERSITY 827 W. FRANKLIN ST, FOUNDERS HALL, RM 123 RICHMOND, VA 23284-3036	NONE SCHOLARSHIPS TO DESERVING STUDENTS	UNIVERSITY	4,000.

HUGHES MEMORIAL HOME

54-0519574

PRESBYTERIAN HOME AND FAMILY
SERVICES
150 LINDEN DRIVE LYNCHBURG, VA
24503-2099

NONE
HANDICAP PLAYGROUND

PUBLIC
CHARITY

200,000.

YMCA
810 MAIN STREET DANVILLE, VA
24541

NONE
CHILDCARE CENTER

PUBLIC
CHARITY

250,000.

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

575,372.

HUGHES MEMORIAL HOME
FORM 990-PF, PART IV ATTACHMENT
CAPITAL GAINS AND LOSSES
#54-0519574

Asset Description	Acquisition Date	Date Sold	Units	Tax Cost	Sale Proceeds	Capital Gain(Loss)
ACME PACKET INC	04-27-2011	06-29-2011	6	502 53	423 92	(78 61)
						-
AMAZON COM INC	03-02-2010	02-28-2011	6	759 99	1,039 91	279 92
	09-02-2010	02-28-2011	15	2,025 52	2,599 77	574 25
	09-03-2010	02-28-2011	11	1,508 48	1,920 30	411 82
	09-03-2010	02-28-2011	3	411 40	519 95	108 55
	03-02-2010	03-04-2011	24	3,039 97	4,090 74	1,050 77
	03-02-2010	03-04-2011	1	125 69	170 45	44 76
	03-02-2010	05-05-2011	13	1,633 97	2,599 96	965 99
	07-14-2010	05-05-2011	10	1,233 68	1,999 97	766 29
	03-01-2010	06-17-2011	19	2,340 20	3,532 07	1,191 87
	07-14-2010	06-17-2011	4	493 47	743 59	250 12
	10-30-2009	06-29-2011	5	595 20	1,024 08	428 88
Total AMAZON COM INC			111	14,167 57	20,240 79	6,073 22
						-
AMERICAN EXPRESS CO	05-06-2009	07-09-2010	125	3,476 81	5,287 16	1,810 35
	08-27-2009	07-09-2010	27	915 56	1,142 03	226 47
Total AMERICAN EXPRESS CO			152	4,392 37	6,429 19	2,036 82
						-
AMERICAN TOWER CORP	10-06-2009	10-13-2010	1	37 28	50 99	13 71
	10-12-2009	10-13-2010	41	1,543 20	2,090 67	547 47
	10-06-2009	11-09-2010	37	1,379 40	1,950 26	570 86
	09-16-2009	01-07-2011	30	1,073 45	1,515 08	441 63
	10-06-2009	01-07-2011	6	223 69	303 02	79 33
	09-10-2009	01-10-2011	13	448 01	657 66	209 65
	09-16-2009	01-10-2011	25	894 55	1,264 72	370 17
	09-10-2009	01-11-2011	48	1,654 21	2,419 42	765 21
	09-09-2009	01-12-2011	3	102 93	151 80	48 87
	09-10-2009	01-12-2011	43	1,481 89	2,175 85	693 96
	09-14-2009	01-12-2011	50	1,713 79	2,530 06	816 27
Total AMERICAN TOWER CORP			297	10,552 40	15,109 53	4,557 13
						-
ANADARKO PETE CORP	08-06-2010	12-30-2010	12	661 64	898 55	236 91
	08-09-2010	12-30-2010	9	503 96	673 91	169 95
	08-10-2010	12-30-2010	22	1,215 86	1,647 35	431 49
	10-08-2010	12-30-2010	23	1,339 55	1,722 22	382 67
	08-06-2010	05-20-2011	54	2,977 38	4,038 41	1,061 03
	08-03-2010	05-26-2011	26	1,370 24	2,000 94	630 70
	08-06-2010	05-26-2011	5	275 68	384 80	109 12
	08-11-2010	05-26-2011	10	523 99	769 59	245 60
	08-11-2010	05-31-2011	38	1,991 16	3,003 15	1,011 99
	08-11-2010	06-02-2011	4	209 59	308 46	98 87
	08-11-2010	06-03-2011	11	576 39	840 02	263 63
	09-07-2010	06-03-2011	42	2,108 72	3,207 34	1,098 62
	07-13-2010	06-07-2011	5	241 67	373 13	131 46
	09-07-2010	06-07-2011	26	1,305 40	1,940 27	634 87
	07-13-2010	06-17-2011	60	2,900 01	4,220 08	1,320 07
	07-13-2010	06-20-2011	18	870 00	1,253 64	383 64
	07-14-2010	06-20-2011	83	3,949 85	5,780 69	1,830 84
Total ANADARKO PETE CORP			448	23,021 09	33,062 55	10,041 46
						-
APPLE INC	04-29-2010	08-27-2010	17	4,563 63	4,081 84	(481 79)
	07-21-2010	08-27-2010	3	774 78	720 32	(54 46)
	01-27-2010	11-09-2010	7	1,458 73	2,243 66	784 93

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Asset Description	Acquisition Date	Date Sold	Units	Tax Cost	Sale Proceeds	Capital Gain(Loss)
	07-14-2010	11-09-2010	7	1,780 14	2,243 67	463 53
	07-21-2010	11-09-2010	4	1,033 03	1,282 09	249 06
	04-24-2008	12-13-2010	11	1,864 59	3,558 53	1,693 94
	04-25-2008	12-13-2010	6	1,014 51	1,941 01	926 50
	10-01-2009	12-13-2010	7	1,279 06	2,269 17	990 11
	01-27-2010	12-13-2010	2	416 78	648 34	231 56
	04-25-2008	04-04-2011	14	2,367 20	4,766 17	2,398 97
	04-25-2008	06-07-2011	17	2,874 46	5,667 06	2,792 60
	04-25-2008	06-07-2011	13	2,198 12	4,343 84	2,145 72
	04-25-2008	06-29-2011	5	845 43	1,671 02	825 59
Total APPLE INC			113	22,470 46	35,436 72	12,966 26
						-
BAIDU INC	09-17-2009	10-29-2010	24	956 57	2,652 95	1,696 38
	10-08-2010	10-29-2010	29	2,860 80	3,205 64	344 84
	09-17-2009	11-19-2010	21	837 00	2,246 28	1,409 28
	09-17-2009	11-22-2010	42	1,674 00	4,581 81	2,907 81
	09-17-2009	06-07-2011	3	119 57	372 26	252 69
	10-06-2009	06-07-2011	7	276 16	863 79	587 63
	10-06-2009	06-07-2011	6	236 71	744 52	507 81
	04-19-2011	06-07-2011	24	3,560 00	2,978 08	(581 92)
	04-19-2011	06-07-2011	12	1,489 04	1,489 04	-
	04-19-2011	06-07-2011	12	1,780 00	1,489 04	(290 96)
	04-19-2011	06-07-2011	-24	(3,560 00)	(2,978 08)	581 92
	10-06-2009	06-08-2011	37	1,459 70	4,572 98	3,113 28
	11-05-2009	06-08-2011	7	275 85	865 16	589 31
	11-05-2009	06-29-2011	8	315 26	1,091 37	776 11
Total BAIDU INC			208	12,280 66	24,174 84	11,894 18
						-
BHP BILLITON PLC	03-09-2010	02-10-2011	31	2,069 56	2,476 63	407 07
	02-02-2010	02-14-2011	24	1,484 93	1,967 16	482 23
	03-09-2010	02-14-2011	7	467 32	573 76	106 44
	08-06-2009	02-24-2011	14	738 38	1,077 67	339 29
	08-07-2009	02-24-2011	40	2,144 32	3,079 05	934 73
	02-02-2010	02-24-2011	9	556 85	692 79	135 94
	02-04-2010	02-24-2011	27	1,571 87	2,078 36	506 49
	05-24-2010	02-24-2011	63	3,301 52	4,849 51	1,547 99
	04-02-2009	02-28-2011	8	346 74	637 77	291 03
	05-06-2009	02-28-2011	25	1,177 55	1,993 05	815 50
	05-24-2010	02-28-2011	1	52 41	79 72	27 31
	04-02-2009	03-02-2011	21	910 19	1,678 24	768 05
	04-24-2009	03-02-2011	14	594 53	1,118 82	524 29
	03-13-2009	03-14-2011	11	421 35	815 49	394 14
	04-01-2009	03-14-2011	5	203 22	370 68	167 46
	04-22-2009	03-14-2011	20	802 86	1,482 72	679 86
	04-24-2009	03-14-2011	16	679 46	1,186 17	506 71
	03-13-2009	04-13-2011	43	1,647 11	3,539 44	1,892 33
	03-12-2009	04-15-2011	70	2,499 04	5,758 14	3,259 10
	03-13-2009	04-15-2011	19	727 79	1,562 92	835 13
Total BHP BILLITON PLC			468	22,397 00	37,018 09	14,621 09
						-
BROADCOM CORP	12-15-2010	04-04-2011	64	2,804 09	2,446 83	(357 26)
	10-13-2010	04-27-2011	13	484 35	462 23	(22 12)
	11-11-2010	04-27-2011	32	1,314 49	1,137 81	(176 68)
	12-15-2010	04-27-2011	22	963 91	782 24	(181 67)
	02-17-2011	04-27-2011	112	4,750 12	3,982 32	(767 80)

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Asset Description	Acquisition Date	Date Sold	Units	Tax Cost	Sale Proceeds	Capital Gain(Loss)
	09-27-2010	04-28-2011	63	2,137 69	2,162 82	25 13
	09-28-2010	04-28-2011	62	2,078 32	2,128 49	50 17
	09-30-2010	04-28-2011	115	4,070 23	3,948 00	(122 23)
	10-13-2010	04-28-2011	101	3,763 02	3,467 37	(295 65)
	10-19-2010	04-28-2011	69	2,549 97	2,368 80	(181 17)
Total BROADCOM CORP			653	24,916 19	22,886 91	(2,029 28)
						-
CARDINAL HEALTH INC		12-28-2010	0		59 66	59 66
						-
						-
CISCO SYS INC	03-08-2010	09-01-2010	80	2,057 36	1,633 24	(424 12)
	03-09-2010	09-01-2010	134	3,511 36	2,735 67	(775 69)
	03-05-2010	09-02-2010	71	1,791 30	1,446 25	(345 05)
	03-08-2010	09-02-2010	87	2,237 37	1,772 17	(465 20)
	03-05-2010	11-11-2010	94	2,371 58	1,943 84	(427 74)
	02-08-2010	11-15-2010	12	285 94	240 50	(45 44)
	03-04-2010	11-15-2010	82	2,039 40	1,643 44	(395 96)
	03-05-2010	11-15-2010	77	1,942 68	1,543 23	(399 45)
	07-14-2010	11-15-2010	43	1,026 19	861 81	(164 38)
	02-08-2010	11-16-2010	218	5,194 59	4,240 16	(954 43)
	02-08-2010	11-17-2010	12	285 94	235 17	(50 77)
	02-11-2010	11-17-2010	81	1,927 05	1,587 37	(339 68)
	05-24-2010	11-17-2010	140	3,300 50	2,743 60	(556 90)
Total CISCO SYS INC			1131	27,971 26	22,626 45	(5,344 81)
						-
CITIGROUP INC	04-20-2011	05-25-2011	173	7,888 80	6,989 12	(899 68)
	04-20-2011	05-26-2011	114	5,198 40	4,574 73	(623 67)
	04-20-2011	05-31-2011	1	27 36	24 25	(3 11)
	04-19-2011	06-08-2011	167	7,547 90	6,192 04	(1,355 86)
	04-19-2011	06-08-2011	139	6,282 38	5,235 88	(1,046 50)
	04-20-2011	06-08-2011	37	1,687 20	1,393 72	(293 48)
	04-19-2011	06-09-2011	23	1,039 53	853 24	(186 29)
Total CITIGROUP INC			654	29,671 57	25,262 98	(4,408 59)
						-
COLUMBIA ACORN FUND		12-16-2010			2,236 52	2,236 52
		06-08-2011			811 12	811 12
Total COLUMBIA ACORN FUND					3,047 64	3,047 64
						-
COLUMBIA SELECT LARGE C		06-23-2011			4,123 27	4,123 27
						-
						-
CROWN CASTLE INTL CORP	02-01-2010	12-14-2010	52	1,929 10	2,192 52	263 42
	02-10-2010	12-14-2010	55	1,972 80	2,319 01	346 21
Total CROWN CASTLE INTL CORP			107	3,901 90	4,511 53	609 63
						-
CUMMINS INC	03-23-2011	06-29-2011	6	607 43	604 99	(2 44)
						-
						-
DANAHER CORP DEL	05-03-2010	11-09-2010	8	340 95	351 41	10 46
	05-12-2010	11-09-2010	40	1,726 33	1,757 04	30 71
	06-28-2011	06-29-2011	15	780 75	784 18	3 43
Total DANAHER CORP DEL			63	2,848 03	2,892 63	44 60
						-
DIRECTV	04-29-2010	08-02-2010	37	1,352 05	1,392 07	40 02
	04-30-2010	08-02-2010	62	2,269 16	2,332 67	63 51

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Asset Description	Acquisition Date	Date Sold	Units	Tax Cost	Sale Proceeds	Capital Gain(Loss)
	05-24-2010	08-02-2010	11	405 73	413 86	8 13
	04-20-2010	09-09-2010	56	2,029 21	2,233 46	204 25
	04-29-2010	09-09-2010	19	694 30	757 78	63 48
	04-20-2010	09-10-2010	49	1,775 56	1,956 05	180 49
	04-20-2010	11-09-2010	1	36 24	42 61	6 37
	07-07-2010	11-09-2010	86	3,044 54	3,664 22	619 68
	06-30-2009	12-20-2010	67	1,656 47	2,666 56	1,010 09
	07-01-2009	12-20-2010	67	1,647 82	2,666 55	1,018 73
	06-30-2010	12-20-2010	70	2,406 38	2,785 95	379 57
	07-07-2010	12-20-2010	12	424 82	477 59	52 77
Total DIRECTV			537	17,742 28	21,389 37	3,647 09
						-
DISNEY WALT CO	04-20-2010	09-23-2010	34	1,240 18	1,132 82	(107 36)
	05-04-2010	09-23-2010	48	1,753 42	1,599 27	(154 15)
	04-20-2010	09-28-2010	86	3,136 92	2,842 97	(293 95)
	04-22-2010	09-28-2010	29	1,052 98	958 68	(94 30)
	04-22-2010	10-06-2010	66	2,396 45	2,212 34	(184 11)
	04-22-2010	10-11-2010	68	2,469 07	2,351 24	(117 83)
	04-12-2010	10-15-2010	43	1,547 58	1,496 01	(51 57)
	04-22-2010	10-15-2010	82	2,977 40	2,852 87	(124 53)
	04-12-2010	10-21-2010	77	2,771 26	2,669 87	(101 39)
	05-10-2010	10-21-2010	34	1,197 17	1,178 90	(18 27)
	05-26-2010	10-21-2010	98	3,240 41	3,398 02	157 61
	07-21-2010	10-21-2010	39	1,301 20	1,352 27	51 07
Total DISNEY WALT CO			704	25,084 04	24,045 26	(1,038 78)
						-
DOW CHEM CO	12-01-2009	08-03-2010	31	868 81	793 77	(75 04)
	12-29-2009	08-03-2010	198	5,673 97	5,069 86	(604 11)
	10-13-2010	03-04-2011	56	1,669 90	2,085 23	415 33
	10-13-2010	03-04-2011	44	1,312 06	1,637 69	325 63
	10-13-2010	06-17-2011	62	1,848 82	2,145 03	296 21
	12-01-2009	06-20-2011	108	3,026 80	3,772 29	745 49
	09-22-2010	06-20-2011	77	2,106 10	2,689 50	583 40
	09-23-2010	06-20-2011	2	54 05	69 86	15 81
	09-23-2009	06-29-2011	12	318 67	429 12	110 45
	09-23-2010	06-29-2011	29	783 67	1,037 05	253 38
Total DOW CHEM CO			664	17,662 85	19,729 40	2,066 55
						-
EATON CORP	04-21-2011	06-29-2011	12	645 42	599 33	(46 09)
						-
						-
EMC CORP	03-24-2010	08-06-2010	87	1,647 82	1,744 89	97 07
	07-23-2010	08-06-2010	187	3,786 77	3,750 50	(36 27)
	01-14-2010	08-12-2010	39	709 07	725 64	16 57
	03-24-2010	08-12-2010	29	549 27	539 57	(9 70)
	01-14-2010	08-13-2010	77	1,399 96	1,449 18	49 22
	01-15-2010	08-13-2010	13	232 72	244 67	11 95
	01-19-2010	08-13-2010	115	2,087 28	2,164 35	77 07
	01-15-2010	08-18-2010	99	1,772 23	1,869 27	97 04
	01-20-2010	08-18-2010	9	160 96	169 93	8 97
	01-20-2010	10-13-2010	106	1,895 80	2,170 50	274 70
	01-26-2010	10-13-2010	93	1,645 25	1,904 31	259 06
	01-26-2010	10-13-2010	10	176 32	204 77	28 45
	01-26-2010	10-14-2010	106	1,869 03	2,220 61	351 58
	05-25-2010	10-14-2010	106	1,853 99	2,220 61	366 62

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Asset Description	Acquisition Date	Date Sold	Units	Tax Cost	Sale Proceeds	Capital Gain(Loss)
Total EMC CORP			1076	19,786 47	21,378 80	1,592 33
						-
ENRON CORP		03-17-2011			486 57	486 57
						-
						-
EOG RES INC	11-06-2009	09-17-2010	4	424 10	353 34	(70 76)
	11-11-2009	09-17-2010	4	428 94	353 34	(75 60)
	05-11-2010	09-17-2010	27	2,829 99	2,385 07	(444 92)
	12-03-2009	09-20-2010	9	931 72	798 14	(133 58)
	12-29-2009	09-20-2010	19	1,888 15	1,684 97	(203 18)
	03-10-2010	09-20-2010	7	688 14	620 78	(67 36)
	05-11-2010	09-20-2010	6	628 89	532 10	(96 79)
	01-08-2010	06-20-2011	11	1,071 77	1,110 42	38 65
	03-10-2010	06-20-2011	33	3,244 06	3,331 25	87 19
	12-21-2009	06-22-2011	12	1,138 39	1,225 24	86 85
	12-22-2009	06-22-2011	20	1,932 17	2,042 06	109 89
	01-08-2010	06-22-2011	15	1,461 51	1,531 54	70 03
	12-21-2009	06-29-2011	4	379 47	416 49	37 02
Total EOG RES INC			261	17,047 30	16,384 74	(662 56)
						-
FEDEX CORP	03-23-2010	07-09-2010	28	2,568 27	2,046 23	(522 04)
	03-29-2010	07-09-2010	46	4,233 99	3,361 67	(872 32)
	04-14-2010	07-09-2010	1	93 04	73 08	(19 96)
	03-23-2010	09-01-2010	20	1,834 47	1,626 52	(207 95)
	03-26-2010	09-01-2010	21	1,919 65	1,707 84	(211 81)
	03-22-2010	02-01-2011	20	1,809 64	1,857 44	47 80
	03-26-2010	02-01-2011	24	2,193 88	2,228 92	35 04
	03-18-2010	03-14-2011	47	4,199 73	4,167 74	(31 99)
	03-22-2010	03-14-2011	17	1,538 19	1,503 35	(34 84)
	03-22-2010	03-14-2011	8	723 86	709 40	(14 46)
Total FEDEX CORP			232	21,114 72	19,282 19	(1,832 53)
						-
FORD MTR CO DEL	11-05-2010	01-31-2011	288	4,641 90	4,568 00	(73 90)
	11-09-2010	01-31-2011	291	4,702 62	4,615 58	(87 04)
	11-18-2010	01-31-2011	95	1,562 18	1,506 80	(55 38)
Total FORD MTR CO DEL			674	10,906 70	10,690 38	(216 32)
						-
FREEPORT-MCMORAN COPP	11-09-2010	06-17-2011	86	4,619 11	4,107 48	(511 63)
	12-01-2010	06-17-2011	18	943 14	859 70	(83 44)
	11-10-2010	06-20-2011	48	2,478 43	2,288 13	(190 30)
	12-01-2010	06-20-2011	64	3,353 39	3,050 83	(302 56)
	03-14-2011	06-20-2011	84	4,067 64	4,004 22	(63 42)
Total FREEPORT-MCMORAN COPPER & GOLD			300	15,461 71	14,310 36	(1,151 35)
						-
F5 NETWORKS INC	12-01-2010	03-14-2011	15	2,084 34	1,626 27	(458 07)
	12-01-2010	03-14-2011	15	1,626 27	1,626 27	-
	12-01-2010	03-14-2011	-15	(2,084 34)	(1,626 27)	458 07
	12-01-2010	04-28-2011	1	104 22	104 22	-
	12-22-2010	04-28-2011	19	1,980 15	1,980 15	-
	02-07-2011	04-28-2011	25	3,160 91	2,605 45	(555 46)
	02-07-2011	04-28-2011	5	521 09	521 09	-
	11-09-2010	06-29-2011	1	128 59	110 99	(17 60)
	02-07-2011	06-29-2011	4	505 74	443 95	(61 79)
Total F5 NETWORKS INC			70	8,026 97	7,392 12	(634 85)
						-

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Asset Description	Acquisition Date	Date Sold	Units	Tax Cost	Sale Proceeds	Capital Gain(Loss)
GENERAL DYNAMICS CORP	09-28-2005	03-07-2011	24	1,435 08	1,827 07	391 99
	02-03-2010	03-07-2011	16	1,120 77	1,218 05	97 28
	09-28-2005	05-23-2011	45	2,690 78	3,221 22	530 44
	09-28-2005	05-25-2011	4	239 18	281 64	42 46
	09-28-2005	05-26-2011	31	1,853 64	2,178 65	325 01
	09-28-2005	05-31-2011	41	2,451 60	3,050 76	599 16
	09-28-2005	06-02-2011	34	2,033 03	2,436 54	403 51
	09-28-2005	06-02-2011	33	1,973 23	2,376 45	403 22
	09-28-2005	06-07-2011	34	2,033 03	2,404 10	371 07
	09-28-2005	06-29-2011	4	239 18	295 08	55 90
Total GENERAL DYNAMICS CORP			297	16,069 52	19,289 56	3,220 04
						-
GOLDMAN SACHS GROUP INC	10-28-2010	05-25-2011	24	3,900 74	3,268 75	(631 99)
	10-27-2010	05-26-2011	33	5,242 93	4,487 54	(755 39)
	10-28-2010	05-26-2011	2	325 06	271 97	(53 09)
	07-14-2010	06-07-2011	8	1,107 42	1,070 39	(37 03)
	10-27-2010	06-07-2011	11	1,747 65	1,471 79	(275 86)
	11-25-2008	06-08-2011	12	826 32	1,580 28	753 96
	03-25-2009	06-08-2011	42	4,551 82	5,530 97	979 15
	03-25-2009	06-08-2011	17	1,842 40	2,263 39	420 99
	07-14-2010	06-08-2011	18	2,491 70	2,396 54	(95 16)
Total GOLDMAN SACHS GROUP INC			167	22,036 04	22,341 62	305 58
						-
GOOGLE INC	02-10-2009	08-12-2010	7	2,561 12	3,424 16	863 04
	03-24-2010	08-12-2010	1	557 11	489 17	(67 94)
	07-21-2010	08-12-2010	4	1,930 41	1,956 67	26 26
	10-29-2008	08-18-2010	8	2,925 55	3,876 97	951 42
	10-29-2008	08-20-2010	11	4,022 63	5,083 24	1,060 61
	10-31-2008	08-20-2010	5	1,812 90	2,310 56	497 66
	01-28-2009	09-01-2010	2	695 07	925 12	230 05
	02-18-2009	09-01-2010	7	2,449 44	3,237 94	788 50
	01-28-2009	09-02-2010	8	2,780 29	3,705 22	924 93
Total GOOGLE INC			53	19,734 52	25,009 05	5,274 53
						-
GREEN MOUNTAIN COFFEE INC	06-08-2011	06-29-2011	3	227 87	263 57	35 70
						-
						-
HALLIBURTON CO	02-02-2011	06-17-2011	45	2,100 40	2,062 22	(38 18)
	05-05-2011	06-17-2011	39	1,827 07	1,787 26	(39 81)
	02-02-2011	06-20-2011	91	4,247 48	4,148 23	(99 25)
	02-03-2011	06-20-2011	5	231 33	227 92	(3 41)
	02-03-2011	06-29-2011	27	1,249 16	1,363 20	114 04
Total HALLIBURTON CO			207	9,655 44	9,588 83	(66 61)
						-
HOME DEPOT INC	05-05-2010	07-09-2010	108	3,831 62	3,040 06	(791 56)
	05-05-2010	07-13-2010	12	425 73	342 15	(83 58)
	05-11-2010	07-13-2010	126	4,453 14	3,592 52	(860 62)
	05-10-2010	07-15-2010	13	455 90	364 54	(91 36)
	05-11-2010	07-15-2010	51	1,802 46	1,430 11	(372 35)
	05-10-2010	07-22-2010	139	4,874 59	3,935 72	(938 87)
	05-10-2010	07-23-2010	26	911 79	733 22	(178 57)
	05-25-2010	07-23-2010	115	3,906 32	3,243 07	(663 25)
Total HOME DEPOT INC			590	20,661 55	16,681 39	(3,980 16)
						-
ISHARES		12-07-2010			75 93	75 93

HUGHES MEMORIAL HOME
FORM 990-PF, PART IV ATTACHMENT
CAPITAL GAINS AND LOSSES
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Asset Description	Acquisition Date	Date Sold	Units	Tax Cost	Sale Proceeds	Capital Gain(Loss)
J P MORGAN CHASE & CO	03-23-2009	08-12-2010	103	2,938 40	3,893 93	955 53
	03-23-2009	08-16-2010	19	542 03	713 48	171 45
	03-25-2009	08-16-2010	5	134 32	187 76	53 44
	04-01-2009	08-16-2010	81	2,235 51	3,041 66	806 15
	03-23-2009	08-17-2010	9	238 83	341 28	102 45
	03-25-2009	08-17-2010	97	2,605 78	3,678 28	1,072 50
	03-23-2009	09-22-2010	2	53 07	80 70	27 63
	03-13-2009	09-24-2010	120	2,895 16	4,753 46	1,858 30
	03-23-2009	09-24-2010	87	2,308 67	3,446 25	1,137 58
Total J P MORGAN CHASE & CO			523	13,951 77	20,136 80	6,185 03
JOHNSON & JOHNSON	11-17-2009	07-21-2010	11	684 93	626 99	(57 94)
	11-20-2009	07-21-2010	56	3,485 93	3,191 97	(293 96)
	11-12-2009	07-22-2010	65	3,982 08	3,717 75	(264 33)
	11-12-2009	07-22-2010	33	2,012 67	1,887 47	(125 20)
	11-16-2009	07-22-2010	32	1,982 25	1,830 27	(151 98)
	11-20-2009	07-22-2010	4	248 99	228 78	(20 21)
Total JOHNSON & JOHNSON			201	12,396 85	11,483 23	(913 62)
MCDONALDS CORP	05-17-2007	01-04-2011	82	4,260 62	6,159 71	1,899 09
	06-26-2007	01-04-2011	51	2,633 38	3,831 04	1,197 66
	07-09-2010	01-04-2011	30	2,072 79	2,253 55	180 76
	05-15-2007	02-28-2011	36	1,855 41	2,687 37	831 96
	06-26-2007	02-28-2011	12	619 62	895 79	276 17
	05-15-2007	03-01-2011	60	3,092 35	4,527 30	1,434 95
	07-02-2007	03-01-2011	9	460 64	679 09	218 45
Total MCDONALDS CORP			280	14,994 81	21,033 85	6,039 04
MERCK & CO INC	09-14-2009	11-09-2010	24	784 81	842 57	57 76
	09-15-2009	11-09-2010	56	1,839 21	1,966 00	126 79
	10-20-2009	11-09-2010	38	1,285 45	1,334 07	48 62
	09-10-2009	11-10-2010	101	3,230 16	3,546 01	315 85
	09-14-2009	11-10-2010	28	915 61	983 05	67 44
	09-10-2009	11-15-2010	117	3,708 56	4,055 20	346 64
	09-10-2009	11-15-2010	14	447 75	485 24	37 49
Total MERCK & CO INC			378	12,211 55	13,212 14	1,000 59
MONSANTO CO	06-11-2010	08-11-2010	36	1,830 92	2,056 75	225 83
	09-22-2010	01-06-2011	71	3,846 78	5,042 25	1,195 47
	09-22-2010	01-06-2011	25	1,354 50	1,771 02	416 52
	06-11-2010	05-23-2011	24	1,220 61	1,595 12	374 51
	09-22-2010	05-23-2011	4	216 72	265 85	49 13
	05-28-2010	06-29-2011	14	706 56	979 04	272 48
	06-11-2010	06-29-2011	16	813 74	1,118 90	305 16
Total MONSANTO CO			190	9,989 83	12,828 93	2,839 10
NIKE INC	02-03-2010	03-25-2011	29	1,841 42	2,238 72	397 30
	02-04-2010	03-25-2011	17	1,062 05	1,312 36	250 31
	07-21-2010	03-25-2011	28	1,957 79	2,161 53	203 74
	07-16-2008	06-29-2011	1	58 12	89 77	31 65
	02-04-2010	06-29-2011	7	437 32	628 38	191 06
Total NIKE INC			82	5,356 70	6,430 76	1,074 06

**HUGHES MEMORIAL HOME
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#54-0519574**

Asset Description	Acquisition Date	Date Sold	Units	Tax Cost	Sale Proceeds	Capital Gain(Loss)
NORDSTROM INC	02-02-2010	01-31-2011	37	1,328 11	1,528 94	200 83
	04-30-2010	01-31-2011	43	1,788 04	1,776 88	(11 16)
	02-02-2010	03-14-2011	13	466 63	560 41	93 78
	06-25-2010	03-14-2011	19	674 83	819 05	144 22
	06-25-2010	03-16-2011	38	1,349 66	1,578 78	229 12
	11-17-2009	03-17-2011	6	207 44	256 81	49 37
	06-25-2010	03-17-2011	10	355 17	428 01	72 84
	11-17-2009	03-21-2011	58	2,000 78	2,448 23	447 45
	11-17-2009	03-21-2011	53	1,832 38	2,237 17	404 79
Total NORDSTROM INC			277	10,003 04	11,634 28	1,631 24
NORFOLK SOUTHERN CORP	02-27-2008	07-01-2010	24	1,326 11	1,268 76	(57 35)
	05-07-2008	07-01-2010	13	797 54	687 25	(110 29)
	02-04-2008	07-02-2010	24	1,322 46	1,223 51	(98 95)
	02-27-2008	07-02-2010	11	607 80	560 77	(47 03)
	02-04-2008	07-06-2010	30	1,653 08	1,508 81	(144 27)
	02-04-2008	07-07-2010	34	1,873 49	1,754 84	(118 65)
	02-11-2008	07-07-2010	24	1,297 84	1,238 72	(59 12)
	02-28-2008	07-07-2010	11	600 54	567 74	(32 80)
	02-11-2008	07-08-2010	19	1,027 45	987 63	(39 82)
	01-09-2009	07-08-2010	127	5,951 40	6,601 54	650 14
Total NORFOLK SOUTHERN CORP			317	16,457 71	16,399 57	(58 14)
O REILLY AUTOMOTIVE INC	06-21-2011	06-29-2011	2	127 26	129 42	2 16
						-
ORACLE CORP	12-17-2010	06-07-2011	49	1,562 20	1,562 20	-
	12-17-2010	06-07-2011	49	1,569 33	1,562 20	(7 13)
	12-17-2010	06-07-2011	-49	(1,569 33)	(1,562 20)	7 13
	01-31-2011	06-07-2011	87	2,788 25	2,773 70	(14 55)
	01-31-2011	06-07-2011	72	2,295 48	2,295 48	-
	01-31-2011	06-07-2011	72	2,307 52	2,295 48	(12 04)
	01-31-2011	06-07-2011	15	478 22	478 22	-
	01-31-2011	06-07-2011	-72	(2,307 52)	(2,295 48)	12 04
	01-31-2011	06-07-2011	-87	(2,788 25)	(2,773 70)	14 55
	10-19-2010	06-17-2011	48	1,394 38	1,516 37	121 99
	12-17-2010	06-17-2011	10	315 91	315 91	-
	12-17-2010	06-17-2011	10	320 27	315 91	(4 36)
	12-17-2010	06-17-2011	-10	(320 27)	(315 91)	4 36
Total ORACLE CORP			194	6,046 19	6,168 18	121 99
PNC FINL SVCS GROUP INC	04-22-2010	09-24-2010	22	1,506 63	1,157 86	(348 77)
	05-03-2010	09-24-2010	27	1,833 06	1,421 02	(412 04)
	04-21-2010	06-29-2011	13	843 45	760 99	(82 46)
Total PNC FINL SVCS GROUP INC			62	4,183 14	3,339 87	(843 27)
POTASH CORP SASK INC	02-01-2010	07-01-2010	30	3,087 89	2,539 36	(548 53)
	03-04-2009	07-02-2010	9	672 68	769 37	96 69
	02-01-2010	07-02-2010	12	1,235 16	1,025 82	(209 34)
	03-04-2009	07-07-2010	27	2,018 03	2,339 21	321 18
	03-10-2009	07-07-2010	21	1,557 00	1,807 49	250 49
	03-10-2009	07-07-2010	17	1,260 43	1,472 83	212 40
Total POTASH CORP SASK INC			116	9,831 19	9,954 08	122 89
PRICELINE COM INC	04-15-2010	08-04-2010	16	4,248 17	4,489 68	241 51

HUGHES MEMORIAL HOME
FORM 990-PF, PART IV ATTACHMENT
CAPITAL GAINS AND LOSSES
#54-0519574

Asset Description	Acquisition Date	Date Sold	Units	Tax Cost	Sale Proceeds	Capital Gain(Loss)
	04-15-2010	08-19-2010	5	1,327 56	1,483 54	155 98
	06-28-2011	06-29-2011	3	1,482 66	1,508 07	25 41
Total PRICELINE COM INC			24	7,058 39	7,481 29	422 90
						-
ROCKWELL AUTOMATION INC	04-12-2011	06-29-2011	2	170 34	170 34	-
	04-13-2011	06-29-2011	11	936 89	936 89	-
Total ROCKWELL AUTOMATION INC			13	1,107 23	1,107 23	-
						-
SALESFORCE COM INC	12-31-2010	03-14-2011	12	1,572 53	1,495 90	(76 63)
	09-02-2010	03-17-2011	24	2,853 95	2,957 97	104 02
	09-24-2010	03-17-2011	22	2,620 85	2,711 47	90 62
	12-31-2010	03-17-2011	12	1,572 52	1,478 99	(93 53)
	06-28-2011	06-29-2011	2	294 65	293 47	(1 18)
Total SALESFORCE COM INC			72	8,914 50	8,937 80	23 30
						-
SBC COMMUNICATIONS INC	06-06-2007	11-15-2010	50000	49,691 00	50,000 00	309 00
	06-19-2007	11-15-2010	100000	100,000 00	100,000 00	-
Total SBC COMMUNICATIONS INC			150000	149,691 00	150,000 00	309 00
						-
SOTHEBYS HLDGS INC	04-21-2011	06-29-2011	3	151 58	129 36	(22 22)
						-
						-
STARBUCKS CORP	03-24-2011	06-29-2011	6	219 99	238 01	18 02
	05-13-2011	06-29-2011	4	144 82	158 68	13 86
Total STARBUCKS CORP			10	364 81	396 69	31 88
						-
STARWOOD HOTELS & RESO	10-21-2008	06-29-2011	13	264 75	720 06	455 31
						-
			0			-
TERADATA CORP	01-12-2011	02-03-2011	39	1,719 66	1,719 66	-
	12-16-2010	02-07-2011	39	1,782 10	1,788 07	5 97
	01-07-2011	02-07-2011	16	705 68	733 57	27 89
	01-12-2011	02-07-2011	12	548 21	550 17	1 96
Total TERADATA CORP			106	4,755 65	4,791 47	35 82
						-
TIFFANY & CO NEW	01-12-2011	06-29-2011	15	916 47	1,174 96	258 49
						-
TYCO INTL LTD		09-20-2010			53 46	53 46
						-
						-
UNION PAC CORP	03-30-2006	02-28-2011	2	92 47	190 41	97 94
	10-13-2008	02-28-2011	30	1,847 82	2,856 16	1,008 34
	01-31-2006	03-03-2011	10	440 99	956 24	515 25
	03-30-2006	03-03-2011	48	2,219 17	4,589 98	2,370 81
	01-31-2006	03-07-2011	37	1,631 64	3,483 92	1,852 28
	01-31-2006	03-07-2011	14	617 38	1,336 94	719 56
	01-31-2006	06-17-2011	26	1,146 56	2,600 87	1,454 31
	01-31-2006	06-29-2011	11	485 09	1,140 24	655 15
Total UNION PAC CORP			178	8,481 12	17,154 76	8,673 64
						-
UNITEDHEALTH GROUP INC		06-16-2011			426 42	426 42
			0			-
						-
US BANCORP DEL	07-18-2008	04-14-2011	27	765 18	694 32	(70 86)
	04-20-2010	04-14-2011	65	1,825 67	1,671 52	(154 15)

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Book Asset Detail 7/01/10 - 6/30/11

FYE: 6/30/2011

Asset	d t	Property Description	Date In Service	Book Cost	Book Sec 179 Exp	c	Book Sal Value	Book Prior Depreciation	Book Current Depreciation	Book End Depr	Book Net Book Value	Book Method	Book Period
Group: 000-1511 LAND													
3		LAND	1/01/50	18,401.70	0.00		0.00	0.00	0.00	0.00	18,401.70	Land	0.0
4		LAND (LOTS 40 41 TINSLEY)	1/01/84	1,761.00	0.00		0.00	0.00	0.00	0.00	1,761.00	Land	0.0
8		LAND IMPROVEMENTS - BLDG	9/10/08	40,900.00	0.00		0.00	0.00	0.00	0.00	40,900.00	Land	0.0
		000-1511 LAND		61,062.70	0.00c		0.00	0.00	0.00	0.00	61,062.70		
Group: 000-1527 OFFICE EQUIPMENT													
5		COMPUTER	2/21/07	1,929.12	0.00		0.00	1,286.07	385.82	1,671.89	257.23	S/L	5.0
7		SOFTWARE	3/06/09	3,696.00	0.00		0.00	1,642.67	1,232.00	2,874.67	821.33	Amort	3.0
9		WEBSITE DEVELOPMENT	4/10/10	3,155.16	0.00		0.00	262.93	1,051.72	1,314.65	1,840.51	Amort	3.0
10		DELL LAPTOP COMPUTER	1/23/11	1,891.06	0.00c		0.00	0.00	157.59	157.59	1,733.47	S/L	5.0
11		KONICA MINOLTA COPIER	7/22/10	1,195.00	0.00c		0.00	0.00	219.08	219.08	975.92	S/L	5.0
		000-1527 OFFICE EQUIPMENT		11,866.34	0.00c		0.00	3,191.67	3,046.21	6,237.88	5,628.46		
Group: 000-1531 MAINT EQUIPMENT													
2		LAWN MOWER	5/26/05	6,460.00	0.00		0.00	4,691.22	922.86	5,614.08	845.92	S/L	7.0
		000-1531 MAINT EQUIPMENT		6,460.00	0.00c		0.00	4,691.22	922.86	5,614.08	845.92		
Group: 000-1537 LAND IMPROVEMENT													
1		LAND IMPROVEMENTS	1/12/06	38,854.94	0.00		0.00	0.00	0.00	0.00	38,854.94	Land	0.0
6		NEW ROAD	7/26/07	19,673.13	0.00		0.00	0.00	0.00	0.00	19,673.13	Land	0.0
		000-1537 LAND IMPROVEMENT		58,528.07	0.00c		0.00	0.00	0.00	0.00	58,528.07		
		Grand Total		137,917.11	0.00c		0.00	7,882.89	3,969.07	11,851.96	126,065.15		