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DLN: 93491349005031

OMB No 1545-0052

Department of the Treasury Internal Revenue Service

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

Not e. The foundation may be able to use a copy of this return to satisfy state reporting requirements

2010

For	cale	ndar year 201	0, or tax	year beginning	9 08-	01-2010 , an	d en	ding 07-31-	2011	
G C	neck a	· · · · · -	Initial retu A mended r	_		n of a former public cl		Final re	turn	
		undation KER FOUNDATION	71110114041	, ,,,,,,,,,	70 01114	, , , , , , , , , , , , , , , , , , , ,	0 01101		lentification numb	er
								54-1217447		
Num	ber and	I street (or P O box nu	mber if mail is	not delivered to street	addres	s) Room/suite		B Telephone nu	ımber (see page 10	of the instructions)
PC	BOX 14	1219						(757) 583-404	0	
City	or town	n, state, and ZIP code						C If evenntion	application is pendir	ng, check here 🕨 🗔
		/A 235180219							rganizations, check h	· ·
			<u> </u>					-		,
_		pe of organization		n 501(c)(3) exemp		ate foundation able private foundation	. n		rganizations meeting re and attach compu	
		(et value of all asse				Cash Acc			undation status was	
		from Part II, col. (c),		Other (spec		7 34511 7 7133	· uu·		n 507(b)(1)(A), che	
line 16) ►\$ 3,053,732		\$ 3,053,732				t be on cash basıs.)			ation is in a 60-mont in 507(b)(1)(B), che	
Part I		Analysis of Revenue total of amounts in columns (b), necessarily equal the amounts in the instructions)		c), and (d) may not		(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, gr	rants, etc , rece	ived (attach schedule)						
	2	Check 🕨 🔽 if the fou	undation is not	required to attach Sch	В					
	3	Interest on saving	50		50					
	4	Dividends and inte	erest from se	curities		44,138		44,138		
	5a	Gross rents								
	b	Net rental income	or (loss)							
Ψ,	6a	Net gain or (loss)	from sale of	assets not on line	10	-490				
Revenue	b	Gross sales price for a			,000					
	7			Part IV, line 2) .				0		
	8									
	9									
	10a	Gross sales less return								
	b	Less Cost of good Gross profit or (los								
	11	Other income (att	, ,	•						
	12	•			• •	43,698		44,188		
	13			ctors, trustees, etc		0		0		0
	14	·	•	vages						_
φ	15	···		fits						
ē.	16a									
Expenses	ь	Accounting fees (attach sched	lule)		5,064		1,519		3,545
	c	Other professiona	l fees (attac	h schedule)						
ativ	17	Interest								
Admını strative	18	Taxes (attach schedul	e) (see page 1	4 of the instructions)		1,371		0		0
	19	Depreciation (atta	ich schedule) and depletion .						
Ē	20	Occupancy								
2	21	Travel, conference	es, and meet	ıngs						
and	22	Printing and public	cations							
Ī	23	Other expenses (a	attach sched	lule)		52		0		0
Operating	24	Total operating ar	nd administ ra	ative expenses.				<u> </u>		
ğ		Add lines 13 throu	ugh 23			6,487		1,519		3,545
U	25	Contributions, gift	s, grants pa	d		153,045				153,045
	26	Total expenses and	disbursemen	ts. Add lines 24 and 2	5	159,532		1,519		156,590
	27	Subtract line 26 fr								
	а			ses and disburseme	ents	-115,834				
	Ь	Net investment in						42,669		
	С	Adjusted net inco	me (ıf negatı	ve, enter - 0 -) .						

Par	t II	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	(b) Bool		nd of	year (c) Fair Market Value
Τ	1	Cash—non-interest-bearing	(a) DOOK Value	(0) 6001	Value		(c) Fall Market Value
	2	Savings and temporary cash investments	356,050		539,9	930	539,930
	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)					
	•						
اه		Less allowance for doubtful accounts 🟲					
100	8	Inventories for sale or use					
î	9	Prepaid expenses and deferred charges					
:	10a	Investments—U S and state government obligations (attach schedule)	5,000	%	5,0	000	5,000
	b	Investments—corporate stock (attach schedule)	963,053	%	1,063,8	829	2,193,543
	c	Investments—corporate bonds (attach schedule)	696,120	%	295,€	630	315,259
	11	Investments—land, buildings, and equipment basis 🕨					
		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					
		ınstructions Also, see page 1, item I)	2,020,223		1,904,3	389	3,053,732
	17	Accounts payable and accrued expenses					
	18	Grants payable					
e l	19	Deferred revenue					
[[20	Loans from officers, directors, trustees, and other disqualified persons					
<u> </u>	21	Mortgages and other notes payable (attach schedule)					
- I	22	Other liabilities (describe					
	23	Total liabilities (add lines 17 through 22)	0			0	
		Foundations that follow SFAS 117, check here 🕨 🦵					
٨		and complete lines 24 through 26 and lines 30 and 31.					
Fund Balances	24	Unrestricted					
티	25	Temporarily restricted					
20	26	Permanently restricted					
₽		Foundations that do not follow SFAS 117, check here 🕨 🔽					
7		and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	0			0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0			0	
ASSELS	29	Retained earnings, accumulated income, endowment, or other funds	2,020,223		1,904,3	389	
	30	Total net assets or fund balances (see page 17 of the					
到		ınstructions)	2,020,223		1,904,3	389	
	31	Total liabilities and net assets/fund balances (see page 17 of					
		the instructions)	2,020,223		1,904,3	389	
aı	t II	Analysis of Changes in Net Assets or Fund Balances					
		Total net assets or fund balances at beginning of year—Part II, column	(a) line 30 (must ac	ıree			
-		with end-of-year figure reported on prior year's return)			₁		2,020,223
2		Enter amount from Part I, line 27a			2		-115,834
2		Other increases not included in line 2 (itemize)			3		-115,834
, 1		Add lines 1, 2, and 3			4		1,904,389
5		Decreases not included in line 2 (itemize)			5		1,904,309
5		Total net assets or fund balances at end of year (line 4 minus line 5)—P		 ne 30 . .	H		1,904,389

	he kınd(s) of property sold (e g , re use, or common stock, 200 shs M	•	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)		
1a FORTUNE BRANDS 5	125%		Р	2006-01-12	2011-01-18		
b WELLPOINT INC 5 00	0%		Р	2006-01-10	2011-01-18		
С							
d							
е							
(e) Gross sales price	(f) Depreciation allowed (or allowable)		t or other basis pense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
	0,000		200,49		-49		
b 20	0,000		200,000	0			
С							
d							
е							
Complete only for assets sl	howing gain in column (h) and owne	'			(h) gain minus		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	, , ,	cess of col (1) col (j), If any		less than -0-) or om col (h))		
a					- 49		
b				1			
С							
d							
е				<u> </u>			
2 Capital gain net incom		If gain, also enter If (loss), enter - 0-		2	-49		
3 Net short-term capital	l gaın or (loss) as defined ın sectior	ns 1222(5) and (6)				
If gain, also enter in P	art I, line 8, column (c) (see pages	13 and 17 of the i	nstructions))			
If (loss), enter -0- ın F				} ₃			
	eave this part blank section 4942 tax on the distributa qualify under section 4940(e) Do			eriod?	┌ Yes ┌ No		
1 Enter the appropriate amou	nt in each column for each year, se	ee page 18 of the 11	nstructions before	making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncha		(d) Distribution (col (b) divided			
2009	150,750		2,753,519		0 054748		
2008	144,679		2,201,621		0 065715		
2007	282,587		4,319,270		0 065425		
2006	347,089		4,309,708		0 080537		
2005	213,532		4,456,804		0 047911		
2 Total of line 1, column	(d)			2	0 31433		
3 A verage distribution ra	atıo for the 5-year base perıod—dıv	ıde the total on lın	e 2 by 5, or by	_			
the number of years th	ie foundation has been in existence	e if less than 5 yea	rs	3	0 06286		
4 Enter the net value of	noncharitable-use assets for 2010	from Part X, line 5	5	4	2,975,55		
5 Multiply line 4 by line	3			5	187,06		
6 Enter 1% of net invest	tment income (1% of Part I, line 27	7b)		6			
					42		
7 Add lines 5 and 6				7			
	outions from Part XII, line 4			7 8	187,49 156,59		

Form	990-PF (2010)			age 4
Par	t VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the inst	ructio	ns)	
1a	Exempt operating foundations described in section 4940(d)(2), check here T 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			853
c	here Fand enter 1% of Part I, line 27b			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			0
3	Add lines 1 and 2			853
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0			853
6	C redits/P ay ments			
а	2010 estimated tax payments and 2009 overpayment credited to 2010 6a 1,100			
ь	Exempt foreign organizations—tax withheld at source 6b			
С	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			1,100
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached.			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10			247
11	Enter the amount of line 10 to be Credited to 2011 estimated tax > 247 Refunded > 11			0
Par	t VII-A Statements Regarding Activities			
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did		Yes	No
	it participate or intervene in any political campaign?	1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of			
	the instructions for definition)?	1b		No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials			
	published or distributed by the foundation in connection with the activities.			
С	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (If any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation \blacktriangleright \$0 (2) On foundation managers \blacktriangleright \$0			
е	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?	. 2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles	١_		
_	of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
ь -	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	. 5		No
_	If "Yes," attach the statement required by General Instruction T. Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
6	By language in the governing instrument, or			
	By state legislation that effectively amends the governing instrument so that no mandatory directions			
	that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
, 8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the	F		
- 	instructions) ►VA			
ь	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney			
	General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)			
	or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on			
	page 27)? If "Yes," complete Part XIV	. 9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the			l <u>.</u> .
	meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
	Website address ►NONE			
14	The books are in care of ►THE FOUNDATION Telephone no ►(757)) 583-	4040	
	Located at ► 1600 E LITTLE CREEK RD NORFOLK VA NORFOLK VA ZIP+4 ► 23518			
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			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over			
10	a bank, securities, or other financial account in a foreign country?	16		No
				110
	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			
Pai	t VIII-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 V No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes V No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes V 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)?			
	(6) A gree 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			
ь	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 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here			
С	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts,			
	that were not corrected before the first day of the tax year beginning in 2010?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private			
	operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
а	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d			
	and 6e, Part XIII) for tax year(s) beginning before 2010?			
	If "Yes," list the years 🕨 20 , 20 , 20 , 20			
ь	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 20 of the instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here			
	▶ 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?			
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			
	ıf 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		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its			
	charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4ь		No

Pai	rt VII-B	Statements Rega	rdin	g Activities for	Wh	ich Form 4720	May	Be Required (cont	inue	1)		
5a		e year did the foundation										
	(1) Carry	on propaganda, or other	wise	attempt to influence	e leg	ıslatıon (section 49	45(e))?	√ No			
	(2) Influe	ence the outcome of any	speci	fic public election (see	section 4955), or to	car	ry				
		rectly or indirectly, any v							- No			
	•	de a grant to an individua		-				┌ Yes ┡				
		de a grant to an organiza		, ,,		• •	scrib					
						· -		ctions) T Yes F	- No			
		de for any purpose other						, , , , , , , , , , , , , , , , , , , ,				
									- No			
b								exceptions described in				
_										5b		
			n a current notice regarding disaster assistance (see page 22 of the instructions)?									
_		wer is "Yes" to question										
·		•		•		•		T Yes 「	- _{No}			
							•	, res ,	140			
c -		attach the statement requi										
6a		oundation, during the yea			-			□ v □	-			
	premiums on a personal benefit contract?								c l		NI.	
Ь	,								6b		No	
_		o 6b, file Form 8870.							.			
7a		ne during the tax year, w										
_ь	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 7b											
Pa	rt VIII	Information About and Contractors	Offi	cers, Directors	5, Ti	rustees, Founda	atio	n Managers, Highly	Paid	Emp	loyee	es,
	List all off		fou	ndation managers a	ınd t	heir compensation (see i	page 22 of the instruction	ne)			
		Todio, unicotoro, trabicoo		Fitle, and average		c) Compensation		(d) Contributions to				
	(a) Na	me and address	hours per week			If not paid, enter	е	mployee benefit plans			e acco owance	
			dev	oted to position		-0-)	and	deferred compensation	011	ici uii	- Walle	
See	A dditional	Data Table										
	Compensati	tion of five highest-paid	emnl	ovees (other than	t hos	e included on line 1-	-see	page 23 of the instruction	ons).			
_	•	nter "NONE."	Ср.	o, cco (center enum				page 15 or the morraction	,.			
				(b) Title, and aver	206			(d) Contributions to				
(a)		l address of each employ	ee	hours per week	_	(c) Compensation	n	employee benefit	1	•	e acco	
	paid r	more than \$50,000		devoted to positi	on			plans and deferred compensation	oti	ner all	owance	es
NON	IF											
									<u> </u>			
-												
Tota	Laumbara	fother employees hald o	var e	F0 000		•						

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. O	Form 990-PF (2010)		Page 7
(c) Compensation NONE Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services.		rustees, Foundation Managers, Highly	Paid Employees,
Total number of others receiving over \$50,000 for professional services. Description Descripti	3 Five highest-paid independent contractors for professional serv	vices (see page 23 of the instructions). If none, e	:nter "NONE".
Total number of others receiving over \$50,000 for professional services. Del the foundation's four largest direct charitable Activities List the foundation's four largest direct charitable activities during the lax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc. 1 2 3 4 Part IX-B Summary of Program-Related Investments (see page 24 of the instructions) Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 Amount 1 Amount Total. Add lines 1 through 3.	(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Dart IX-B 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 beneficianes served, conferences convened, research papers produced, etc. 1 2 3 3 4 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 A mount 1 A mount	NONE		
Dart IX-B 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 beneficianes served, conferences convened, research papers produced, etc. 1 2 3 3 4 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 A mount 1 A mount			
Dart IX-B 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 beneficianes served, conferences convened, research papers produced, etc. 1 2 3 3 4 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 A mount 1 A mount			
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3			•
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Total. Add lines 1 through 3		ctions	
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Total Add Illies I tillough St			1
Total Add Illies I tillough St		_ 1	
	Iotal. Add lines 1 through 3		

Form	990-PF (2010)		Page 8
Pa	Minimum Investment Return (All domestic foundations must complete this part. For see page 24 of the instructions.)	reign	foundations,
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc ,		
	purposes		
а	A verage monthly fair market value of securities	1a	2,550,490
b	A verage of monthly cash balances	1b	470,373
c	Fair market value of all other assets (see page 24 of the instructions)	1 c	0
d	Total (add lines 1a, b, and c)	1d	3,020,863
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	3,020,863
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25		
	of the instructions)	4	45,313
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,975,550
6	Minimum investment return. Enter 5% of line 5	6	148,778
Da	Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) pr	vate operating
Pal	foundations and certain foreign organizations check here 🕨 🗀 and do not complete t	his pa	art.)
1	Minimum investment return from Part X, line 6	1	148,778
2a	Tax on investment income for 2010 from Part VI, line 5 2a 853		
b	Income tax for 2010 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	853
3	Distributable amount before adjustments Subtract line 2c from line 1	3	147,925
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	147,925
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII,		
	line 1	7	147,925
Par	t XIII Qualifying Distributions (see page 25 of the instructions)		,
1	A mounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
а	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	156,590
b	Program-related investments—total from Part IX-B	1b	0
2	A mounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc ,		
	purposes	2	
3	A mounts set aside for specific charitable projects that satisfy the		
а	Suitability test (prior IRS approval required)	3a	
ь	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	156,590
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		133,330
_	income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	156,590
•	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whetl		•
	the section 4940(e) reduction of tax in those years		

P	art XIII Undistributed Income (see page	26 of the instruct	ons)		<u> </u>
		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7				147,925
2	Undistributed income, if any, as of the end of 2010				
а	Enter amount for 2009 only			0	
Ь	Total for prior years 20, 20, 20		0		
3	Excess distributions carryover, if any, to 2010				
а	From 2005				
b	From 2006				
c	From 2007				
d	From 2008				
	From 2009				
f	Total of lines 3a through e	77,102			
4	Qualifying distributions for 2010 from Part				
	XII, line 4 🕨 \$ 156,590				
	Applied to 2009, but not more than line 2a			0	
b	Applied to undistributed income of prior years		0		
	(Election required—see page 26 of the instructions)		0		
С	Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d	Applied to 2010 distributable amount				147,925
e	Remaining amount distributed out of corpus	8,665			
5	Excess distributions carryover applied to 2010	0			0
	(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:				
а	Corpus Add lines 3f, 4c, and 4e Subtract line 5	85,767			
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		
а	Subtract line 6c from line 6b Taxable				
_	amount—see page 27 of the instructions		0		
e	Undistributed income for 2009 Subtract line				
	4a from line 2a Taxable amount—see page 27			0	
_	of the instructions			0	
f	Undistributed income for 2010 Subtract				
	lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7	A mounts treated as distributions out of				
	corpus to satisfy requirements imposed by				
	section 170(b)(1)(F) or 4942(g)(3) (see page 27	0			
	of the instructions)				
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the	0			
۵	Instructions)				
3	Subtract lines 7 and 8 from line 6a	85,767			
10	Analysis of line 9				
	Excess from 2006				
Ь	Excess from 2007				
С	Excess from 2008				
d	Excess from 2009 14,172				
е	Excess from 2010 8,665				

P	art XIV Private Operating Four	ndations (see p	page 27 of the in	structions and Pa	rt VII-A, question	9)
1a	If the foundation has received a ruling or d foundation, and the ruling is effective for 2					
ь	Check box to indicate whether the organiz	ation is a private o	perating foundation	n described in sectio	on Г 4942(j)(3) d	or Г 4942(j)(5)
2a	Enter the lesser of the adjusted net	Tax year		Prior 3 years		(a) Tatal
	income from Part I or the minimum	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
	Investment return from Part X for each year listed					
ь	85% of line 2a					
c	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					
е	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					
а	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3					
	of minimum investment return shown in Part X, line 6 for each year listed					
_	"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					_
Pa	rt XV Supplementary Information	n (Complete t	this part only if	the organizati	on had \$5,000 (or more in
	assets at any time during	the year—see				
1	Information Regarding Foundation Manage					4-1
а	List any managers of the foundation who have before the close of any tax year (but only i					dation
		,	Ψ.	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	(-)(-)	
Ь	List any managers of the foundation who or				lly large portion of t	he
	ownership of a partnership or other entity)	of which the found	lation has a 10% o	r greater interest		
2	Information Regarding Contribution, Gran	, Gift, Loan, Schol	larship, etc., Progra	ms:		
	Check here 🕶 if the foundation only ma	kes contributions	to preselected chai	ritable organizations	and does not acce	pt
	unsolicited requests for funds If the found	atıon makes gıfts,	grants, etc (see p	age 28 of the instru	ctions) to individua	Is or organizations
	under other conditions, complete items 2a	, b, c, and d				
а	The name, address, and telephone numbe	r of the person to v	whom applications s	should be addressed	i	
	S FRANK BLOCKER					
	PO BOX 14219 NORFOLK,VA 23518					
	(757) 583-4040					
b	The form in which applications should be s		rmation and materi	als they should incl	ude	
	Any submission deadlines					
_	NONE					
d	Any restrictions or limitations on awards, factors	such as by geogra	aphical areas, chari	table fields, kinds of	f institutions, or oth	er
	NONE					

3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to status of A mount any foundation manager contribution recipient Name and address (home or business) or substantial contributor a Paid during the year See Additional Data Table 153,045 **b** Approved for future payment

	-PF (2010) I-A Analysis of Income-Produc	ina Activitie	<u> </u>			Page 1 2
	ss amounts unless otherwise indicated		usiness income	Excluded by section	512, 513, or 514	(e) Related or exempt
1 Progra	m service revenue	(a) Business code	(b) A mount	(c) Exclusion code	(d) A mount	function income (See page 28 of the instructions)
b c d						
g Fees2 Memb3 Interes4 Divide	and contracts from government agencies ership dues and assessments ton savings and temporary cash investments ends and interest from securities ental income or (loss) from real estate			14	50 44,138	
b Not 6 Net rer 7 O ther	t-financed property			18	-490	
10 Gross 11 Other b c	come or (loss) from special events profit or (loss) from sales of inventory. revenue a					
e 12 Subto 13 Total.	tal Add columns (b), (d), and (e) Add line 12, columns (b), (d), and (e) worksheet in line 13 instructions on page 2			1	43,698 . 3	43,698
Line No.	Explain below how each activity for wh the accomplishment of the organizatio page 28 of the instructions)					

Today a proper the second sec	Form 99	90-PF (2	010)							Рa	ge 13
Solic) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash. (2) Other assets. (3) Cather assets. (4) Sales of assets to a noncharitable exempt organization. (5) Deter transfers of deficities, equipment, or other assets. (6) Performance of services or membership or fundrasing solicitations. (6) Performance of services or membership or fundrasing solicitations. (8) Performance of services or membership or fundrasing solicitations. (9) Each of the Code (other than section 501(c)) of the Code (other than section 501(c)(3)) or in section 5277. 2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations discribed in section 501(c) of the Code (other than section 501(c)(3)) or in section 5277. 2b If "es," complete the following schedule (a) Inc No (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of Insindent, insincitions, and sharing amountment of the code (other than section 501(c)(3)) or in section 5277. (b) If "es," complete the following schedule (c) Name of imposition (b) Type of organization of preparer (other than that expayer or fiduciary) is based on all information of which preparer has any knowledge Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and the performance of the code	Part	XVII				ransad	ctions and Relation	ships With			
a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash. (2) Other assets. (3) Sales of assets to a noncharitable exempt organization. (1) Sales of assets from a noncharitable exempt organization. (2) Purchases of assets from a noncharitable exempt organization. (3) Rental of Scilities, equipment, or other assets. (4) Reimbursement arrangements. (5) Loans or loan guarantees. (6) Performance of services or membership or fundrassing solicitations. (6) Performance of services or membership or fundrassing solicitations. (7) Sharing of facilities, equipment, mailing lists, other assets, or paid employees. (8) Loans or loan guarantees. (9) Line fix of the goods, other assets, or services given by the reporting foundation if the foundation reviewed less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services given by the reporting foundation if the foundation reviewed less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services given by the reporting foundation if the foundation reviewed less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services given the paid of the goods, other assets, or services given the paid of the goods, other assets, or services given the paid of the goods, other assets, or services given the goods, oth	1 Did t	the organiz	ration directly or indirectly	engage in any	of the following with any oth	ner organiz	ration described in section			Yes	No
(1) Cash. (2) Other assets. (3) Other transactions (4) Sales of assets to a noncharitable exempt organization. (3) Rental of facilities, equipment, or other assets. (4) Reimburs ement arrangements. (5) Loans or loan guarantees. (6) Performance of services or membership or fundrasing solicitations. (6) Performance of services or membership or fundrasing solicitations. (6) Performance of services or membership or fundrasing solicitations. (7) Endowed Bernard of Services or membership or fundrasing solicitations. (8) Loans or loan guarantees. (9) Life Solicities, equipment, mailing lists, other assets, or paid employees. (9) Life Solicities, equipment, mailing lists, other assets, or paid employees. (10) Life Solicities, equipment, mailing lists, other assets, or paid employees. (11) Life Solicities, equipment, mailing lists, other assets, or paid employees. (12) Life Solicities, equipment, mailing lists, other assets, or paid employees. (13) Life Solicities, equipment, mailing lists, other assets, or paid employees. (14) Life Solicities, equipment, mailing lists, other assets, or paid employees. (15) Loans of 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 of the goods, other assets, or services given by the reporting foundation if the foundation received less than fair market value of the goods, other assets, or services given by the reporting foundation of the value of the goods, other assets, or services given by the reporting foundation of the value of the goods, other assets, or services given by the reporting foundation of the value of the goods, other assets, or services given by the reporting foundation of the value of the goods, other assets, or services given by the respective given given g	501((c) of the (Code (other than section	501(c)(3) orgar	nizations) or in section 527, re	elating to p	political organizations?				
(2) Other assets. b Other transactions (1) Sales of assets to a noncharitable exempt organization. (2) Purchases of assets from a noncharitable exempt organization. (3) Rental of facilities, equipment, or other assets. (4) Reimbursement arrangements. (5) Loans or loan guarantees. (6) Performance of services or membership or fundraising solicitations. (6) Performance of services or membership or fundraising solicitations. (7) Performance of services 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 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) time file (b) Amount involved (c) Name of conchardable exempt organization (d) Description of transfers, transactions, and sharing arrangement described in section 501(c) of the Code (other than section 501(c) (3)) or in section 527? b If Yes, Complete the following schedule (b) Type of organization (c) Description of reductions, and sharing arrangement the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciarry) is based on all information of which preparer has any knowledge Value Va	a Trai	nsfers fr	om the reporting four	ndation to a n	oncharitable exempt or	ganızatı	on of				
b Other transactions (1) Sales of assets to a nonchantable exempt organization. (2) Purchases of assets from a nonchantable exempt organization. (3) Rental of facilities, equipment, or other assets. (4) Reimbursement arrangements. (5) Loans or loan guarantees. (6) Parformance of services or membership or fundrations solicitations. (6) Parformance of services or membership or fundrations solicitations. (7) Sharing of facilities, equipment, mailing lists, other assets, or paid employees. (8) 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) Rame of noncharitable exempt organization (d) Description of transfers, transactions, and sharing arrangement, show in column (d) the value of the goods, other assets, or services received (a) Line No (b) Amount involved (c) Rame of noncharitable exempt organization (d) Description of transfers, transactions, and sharing arrangement in the production of transfers, transactions, and sharing arrangement by IT'ves, "Complete the following schedule (b) Type of organization (c) Description of relationship by IT'ves, "Complete the following schedule (b) Type of organization (c) Description of relationship based on all information of which prepare has any knowledge Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge Firm's EIN Preparer's MELINDA DAVIS Signature Date Preparer's MELINDA DAVIS Signature Date Prim's EIN Prim's E	(1)	Cash.							1a(1)		No
(1) Sales of assets to a nonchantable exempt organization. (2) Purchases of assets from a nonchantable exempt organization. (3) Rental of facilities, expupment, or other assets. (4) Reimbursement arrangements. (5) Loans or loan quarantees. (5) Loans or loan quarantees. (6) Performance of services or membership or fundraising solicitations. (6) Performance of services or membership or fundraising solicitations. (7) Performance of services or membership or fundraising solicitations. (8) Performance of services or membership or fundraising solicitations. (8) Performance of services or membership or fundraising solicitations. (9) Performance of services or membership or fundraising solicitations. (10) Performance of services or membership or fundraising solicitations. (11) Performance of services or membership or fundraising solicitations. (12) Performance of services or membership or fundraising solicitations. (13) Performance of services or membership or fundraising solicitations. (14) Performance of services or membership or fundraising solicitations. (15) Performance of services or membership or fundraising solicitations. (16) Performance of services or membership or fundraising solicitations. (17) Performance of services or membership or fundraising solicitations. (18) Performance of services or membership or fundraising solicitations. (18) Performance of services or services or membership or services in services or servi	(2)	Othera	ssets						1a(2)		No
(2) Purchases of assets from a noncharitable exempt organization. (3) Rental of facilities, equipment, or other assets. (4) Reimbursement arrangements. (5) Loans or loan guarantees. (6) Performance of services or membership or fundraising solicitations. (7) Sharing of facilities, equipment, mailing lists, other assets, or paid employees. (8) Performance of Services or membership or fundraising solicitations. (9) Performance of Services or membership or fundraising solicitations. (10) Sharing of facilities, equipment, mailing lists, other assets, or paid employees. (10) Inc. 10 Sharing of facilities, equipment, paining lists, other assets, or paid employees. (11) Inc. 11 Sharing of Services or services received of the goods, other assets, or services received on any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received of the goods, other	b Oth	er trans	actions								
(a) Rental of facilities, equipment, or other assets. (b) Asimpursement arrangements. (c) Loans or loan quarantees. (d) Performance of services or membership or fundraising solicitations. (d) Performance of services or membership or fundraising solicitations. (e) Performance of services or membership or fundraising solicitations. (f) Framework 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 arrangement described in section 501(c) of the Code (other than section 501(c)3)) or in section 527?. Yes (a) Name of organization. (b) Type of organization. (c) Description of markets, transactions, and sharing arrangement described in section 501(c) of the Code (other than section 501(c)3)) or in section 527?. Yes (a) Name of organization. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) based on all information of which preparer has any knowledge. Signature Preparer's MELINDA DAVIS Signature Date Check if self-employed > Firm's EIN > Preparer's Firm's name > DIXON HUGHES GOODMAN LLP Firm's name > DIXON HUGHES GOODMAN LLP Firm's name > DIXON HUGHES GOODMAN LLP Firm's EIN > Firm's EIN >	(1)	Sales o	fassets to a noncha	rıtable exem _l	pt organization				1b(1)		No
(4) Reimbursement arrangements	(2)	Purcha	ses of assets from a	noncharitabl	e exempt organization.				. 1b(2)		No
(5) Loans or loan guarantees. (6) Performance of services or membership or fundraising solicitations. 2 Sharing of facilities, equipment, mailing lists, other assets, or paid employees. 1 Ic 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 nonchantable exempt organization. (b) Amount involved. (c) Name of nonchantable exempt organization of transfers, transactions, and sharing arrangement. 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?. (a) Name of organization of goods and the less of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge. 2011-12-13	(3)	Rental	of facilities, equipme	nt, or other a	ssets				1b(3)		No
(6) Loans or loan guarantees. (6) Performance of Services or membership or fundraising solicitations. (7) Sharing of facilities, equipment, mailing lists, other assets, or paid employees. (8) 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 fitansection or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. (a) Inc. No. (b) Amount involved. (c) Name of nonchiniable exempt organization. (d) Description of transfers, transactions, and sharing arrangement. (a) Inc. No. (b) Amount involved. (c) Name of nonchiniable exempt organization. (d) Description of transfers, transactions, and sharing arrangement. (a) Inc. No. (c) Description of transfers, transactions, and sharing arrangement. (b) Fig. (c) Amount involved. (c) Name of organization. (d) Description of transfers, transactions, and sharing arrangement. (e) Description of transfers, transactions, and sharing arrangement. (a) Inc. No. (b) Amount involved. (b) Amount involved. (c) Name of organization. (b) Type of organization. (c) Description of relationship. (a) Name of organization. (b) Type of organization. (c) Description of relationship. (c) Description of relationship. (d) Date Transfers. (a) Inc. No. (b) Amount involved. (b) Type of organization. (c) Description of relationship. (d) Date Transfers. (e) Date Transfers. (f) PTIN. (h) Type of organization. (h) Description of relationship. (h) Type of organization. (h) Type	(4)	Reımbu	rsement arrangemen	its					1b(4)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees. d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value 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 arrangement (e) Description of transfers, transactions, and sharing arrangement (e) Description of transfers, transactions, and sharing arrangement (e) Description of transfers, transactions, and sharing arrangement described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		(5) Loans or loan guarantees									No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees. d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value 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 arrangement (e) Description of transfers, transactions, and sharing arrangement (e) Description of transfers, transactions, and sharing arrangement (e) Description of transfers, transactions, and sharing arrangement described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?	(6)	Performa	ance of services or m	nembership o	r fundraising solicitatio	ns			1b(6)		No
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 arrangement. (e) Description of transfers, transactions, and sharing arrangement in the section of the color of transfers, transactions, and sharing arrangement in the properties of the color (other than section 501(c)(3)) or in section 527?				·	_				<u> </u>		No
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 nonchantable exempt organization (d) Description of transfers, transactions, and sharing arrangement described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		•			· ·						
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?	ın a	ny trans	action or sharing arr	angement, sh	now in column (d) the va	alue of th	e goods, other assets, o	r services receive	ed		nts
described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?	(4) 2	.,,	(2) ranount involved	(c) Haine of t	ionananable exempt organiz		(a) Bescription of transfers,	transactions, and she	aring arra	gee.	
described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?											
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described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?											
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described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?											
described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?											
described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?											
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 Date PTIN	des	cribed in	section 501(c) of the spectron splete the following s	ne Code (othe schedule	er than section 501(c)(3	3)) or in :	section 527?			s F	, No
based on all information of which preparer has any knowledge ****** Signature of officer or trustee Date Check if self- employed Firm's name DIXON HUGHES GOODMAN LLP Title Firm's name DIXON HUGHES GOODMAN LLP 440 MONTICELLO AVE SUITE 1400		1									
Signature of officer or trustee Date Check if self-employed Firm's name DIXON HUGHES GOODMAN LLP 440 MONTICELLO AVE SUITE 1400		based	on all information of			iplete D	1		r or fidu	cıary)	IS
Preparer's Signature Preparer's Signature Preparer's Signature Firm's name DIXON HUGHES GOODMAN LLP 440 MONTICELLO AVE SUITE 1400		Sic	nature of officer or t	rustee				Title			
Preparer's NELINDA DAVIS Signature Preparer's Signature Firm's name DIXON HUGHES GOODMAN LLP 440 MONTICELLO AVE SUITE 1400	, m r						T	·	ртти		
A40 MONTICELLO AVE SUITE 1400	<u> </u>						Date	Check if self-	' ' ' ' '		
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470 MONTICELEO AVE SOTTE 1700	S	Paid parer	Firm's name 🕨		DIXON HUGHES GOO	NAMDC	LLP	Firm's EIN ►			
		<u>≨</u> §			440 MONTICELLO A	VE SUIT	TE 1400	_			
			Firm's address 🕨		NORFOLK, VA 2351	0		Phone no (757	7)624-	5100	

Software ID: Software Version:

EIN: 54-1217447

Name: THE BLOCKER FOUNDATION

Form 990PF Part VIII Line 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
S FRANK BLOCKER	PRESIDENT	0	0	0
7713 SHIRLAND RD NORFOLK, VA 23505	0 00			
FRED V MARTIN	DIRECTOR	0	0	0
5219 ROLF AVE NORFOLK, VA 23508	0 00			
DR WILLIAM PEARSON	DIRECTOR	IRECTOR 0	0	0
3122 WEST MARSHALL ST RICHMOND, VA 23230	0 00			
JACK BISSETT	DIRECTOR	0	0	0
4421 LEATHERWOOD DR VIRGINIA BEACH, VA 23462	0 00			
WHITNEY SAUNDERS	DIRECTOR	0	0	0
705 WEST WASHINGTON ST SUFFOLK, VA 23434	0 00			

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual,	Foundation	Purpose of grant or	A mount
Name and address (home or business)	show any relationship to any foundation manager or substantial contributor	status of recipient	contribution	
a Paid during the year				
ARTHRITIS FOUNDATION 3805 CUTSHAW AVE SUITE 200 RICHMOND, VA 23230	NONE	PUBLIC CHARITY	FUND RESEARCHERS FOR ARTHRITIS CURE	100
ASPCA 424 E 92ND STREET NEW YORK,NY 10128	NONE	PUBLIC CHARITY	ELIMINATE ANIMAL CRUELTY AND ABUSE	100
BONS SECOUR DEPAUL 150 KINGSLEY LANE NORFOLK, VA 23505	NONE	PUBLIC CHARITY	TO SERVE THE UNINSURED WITH FEE MEDICAL CARE	10,000
CHESAPEAKE BAY FUND (BALTIMORE) 6 HERNDON AVENUE ANNAPOLIS,MD 21403	NONE	PUBLIC CHARITY	TO PROMOTE PROTECTION OF THE CHESAPEAKE BAY	100
CHI PHI FRATERNITY - ALPHA CHAPTER PO BOX 400314 CHARLOTTESVILLE,VA 22904	NONE	PUBLIC CHARITY	TO PROMOTE AND CULTIVATE EDUCATION AND SOCIAL RELATIONS AMONG STUDENTS	500
CHI PHI EDUCATIONAL TRUST 1160 SATELLITE BLVD SUWANNE,GA 30024	NONE	PUBLIC CHARITY	PROVIDE SUPPORT TO SCHOLARSHIP, EDUCATIONAL AND LEADERSHIP PROGRAMS	200
CHILDREN'S HOSPITAL OF THE KINGS DAUGHTERS 604 CHILDRENS LANE NORFOLK, VA 23510	NONE	PUBLIC CHARITY	FUND RESEARCHERS FOR CURES	50
CHILDREN'S HOSPITAL OF THE KINGS DAUGHTERS 605 CHILDRENS LANE NORFOLK, VA 23511	NONE	PUBLIC CHARITY	FUND RESEARCHERS FOR CURES	3,000
COLONIAL WILLIAMSBURG FOUNDATION P O BOX 1776 WILLIAMSBURG, VA 23487	NONE	PUBLIC CHARITY	TO OPERATE AND PERSERVE THE HISTORY OF THE REVOLUNTIONARY MUSEUM	100
CUMBERLAND COLLEGE 816 WALNUT STREET WILLIAMSBURG,KY 40769	NONE	PUBLIC CHARITY	EDUCATIONAL ASSISTANCE	150
DIAMOND SPRINGS CHRISTIAN 5644 BAYSIDE ROAD VIRGINIA BEACH,VA 23509	NONE	PUBLIC CHARITY	TO SERVE HUMANKIND AND SPREAD THE CHRISTIAN LIFESTYLE INTO LIFE	50
DISABLED AMERICAN VETERANS 1018 W LITTLE CREEK RD NORFOLK, VA 235052026	NONE	PUBLIC CHARITY	TO BUILD BETTER LIVES FRO AMERICA'S DISABLED VETERANS	100
EASTERN VIRGINIA MEDICAL SCHOOL FOUNDATION P O BOX 5 NORFOLK, VA 23508	NONE	PUBLIC CHARITY	FUND RESEARCHERS FOR CURES	450
FOTE PROJECT 2000 - PER GRADY MORTON 9534 20TH BAY STREET APARTMENT 10 NORFOLK,VA 235186233	NONE	PUBLIC CHARITY	TO ASSIST "HOMELESS" LOWER INCOME FAMILIES AND INDIVIDUALS	100
GEORGE MASON UNIVERSITY 4400 UNIVERSITY DRIVE MS1A3 FAIRFAX,VA 220304444	NONE	PUBLIC CHARITY	SUPPORT A FULL RANGE OF SCHOLARSHIPS	150
Total				153,045

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of recipient	Purpose of grant or contribution	A mount
Name and address (home or business)	or substantial contributor	recipient		
a Paid during the year				
HOPE HOUSE FOUNDATION 801 BOUSH ST STE 302 NORFOLK, VA 23510	NONE	PUBLIC CHARITY	SUPPORT THE WELL-BEING, INDEPENDENCE, AND FAITH OF WOMEN AND THEIR CHILDREN	100
JAMESTOWNYORKTOWN FOUNDATION INC P O BOX 3605 WILLIAMSBURG,VA 231179912	NONE	PUBLIC CHARITY	TO EDUCATE AND TO PROMOTE UNDERSTANDING AND AWARENESS OF VIRGINIA'S HISTORY	2,000
JUDICIAL WATCH 501 SHOAL STREET SW 5TH FLOOR WASHINGTON,DC 20024	NONE	PUBLIC CHARITY	MISSION HOLDING THE POWERFUL ACCOUNTABLE BEFORE THE LAW	100
MARINER'S MUSEUM THE 100 MUSEUM DRIVE NEWPORT NEWS,VA 23606	NONE	PUBLIC CHARITY	PROVIDE EDUCATION RELATING TO MANKIND'S EXPERIENCE WITH THE SEA	100
MEDIA RESEARCH CENTER 325 S PATRICK STREET ALEXANDRIA, VA 22314	NONE	PUBLIC CHARITY	BRING BALANCE AND RESPONSIBILITY TO THE NEWS MEDIA	200
NATIONAL LEGAL & POLICY CENTER 107 PARK WASHINGTON COURT FALLS CHURCH,VA 22046	NONE	PUBLIC CHARITY	FOR PROMOTION OF LEGAL CAUSES	100
NORFOLK BOTANICAL GARDENS 6700 AZALEA GARDENS RD NORFOLK,VA 23518	NONE	PUBLIC CHARITY	ASSISTANCE	95
NORFOLK FOP PO BOX 11341 NORFOLK,VA 23517	NONE	PUBLIC CHARITY	TO PROVIDE A VOICE FOR ALL LAW ENFORCEMENT OFFICERS	100
NRTWLDF 8001 BRADDOCK ROAD SPRINGFIELD, VA 22160	NONE	PUBLIC CHARITY	TO PROVIDE LEGAL AID AGAINST LABOR ORGANIZATIONS	100
PARK PLACE UNITED METHODIST CHURCH 500 W 34TH ST NORFOLK NORFOLK,VA 235083140	NONE	PUBLIC CHARITY	TO OFFER CHRIST THROUGH WORSHIP, PAYER, EDUCATION, OUTREACH, AND WITNESS	500
PHYSICIANS FOR PEACE 229 W BUTE STREET SUITE 200 NORFOLK,VA 23510	NONE	PUBLIC CHARITY	TO TRAIN IN-COUNTRY MEDICAL PROFESSIONALS IN THE LATEST SURGICAL TECHNIQUES,	500
SMILE TRAIN 41 MADISON AVE 28TH FLOOR NEW YORK,NY 10010	NONE	PUBLIC CHARITY	TO TRAIN DOCTORS AND MEDICAL PROFESSIONALS AND PROVIDE FREE SURGEY	100
SHRINERS HOSPITAL FOR CHILDREN 2900 ROCKY POINT DRIVE TAMPA,FL 33607	NONE	PUBLIC CHARITY	TO PROVIDE HEALTH CARE FOR CHILDREN	100
THE CHRYSLER MUSEUM OF ART 245 W OLNEY RD NORFOLK, VA 23510	NONE	PUBLIC CHARITY	TO PRESERVE, COLLECT, EXHIBIT, AND FOSTER THE UNDERSTANDING OF WORKS OF ART	500
THE FUND FOR AMERICAN STUDIES 1706 NEW HAMPSHIRE AVENUE NW WASHINGTON, DC 20009	NONE	PUBLIC CHARITY	TO PREPARE YOUNG PEOPLE FOR LEADERSHIP, TEACHING THEM THE IDEAS OF FREEDOM	100
Total				153,045

Form 990PF Part XV Line 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	A mount
a Paid during the year				
THE HERITAGE FOUNDATION 214 MASSACHUSETTS AVE NO 8 WASHINGTON, DC 20002	NONE	PUBLIC CHARITY	ASSISTANCE FOR THE UNFORTUNATE/RENEWAL	100
THE HUMANE SOCIETY OF THE UNITED STATES P O BOX 97015 WASHINGTON, DC 20077	NONE	PUBLIC CHARITY	ANIMAL CRUELTY AND ABUSE PREVENTION	100
THE LEADERSHIP INSTITUTE 1101 N HIGHLAND ST ARLINGTON, VA 22201	NONE	PUBLIC CHARITY	EDUCATION FUTURE LEADERS	200
THE NATIONAL CENTER FOR PUBLIC POLICY RESEARCH 501 CAPITOL COURT NE WASHINGTON, DC 20002	NONE	PUBLIC CHARITY	CREATE AN AMERICA IN WHICH LIBERTY FLOURISHES BY ENGAGING IN PUBLIC POLICY	100
THE NATURE CONSERVANCY P O BOX 17056 BALTIMORE,MD 212970482	NONE	PUBLIC CHARITY	EDUCATIONAL ASSISTANCE	100
THE SALVATION ARMY P O BOX 7517 NORFOLK, VA 23509	NONE	PUBLIC CHARITY	TO PREACH THE GOSPEL OF JESUS CHRIST AND TO MEET HUMAN NEEDS	100
THE VIRGINIA COLLEGE FUND 3122 WEST MARSHALL STREET STE 214 RICHMOND, VA 23230	NONE	PUBLIC CHARITY	SCHOLARSHIP FUND	6,000
VIRGINIA FOUNDATION FOR INDEPENDENT COLLEGES 8010 RIDGE ROAD SUITE B RICHMOND, VA 23229	NONE	PUBLIC CHARITY	TO ADVANCE THE DISTINCTIVE VALUES AND STRENGTHS OF THESE SMALLER COLLEGES	500
VIRGINIA MARITIME HERITAGE FOUNDATION 500 E MAIN ST STE 600 NORFOLK, VA 23510	NONE	PUBLIC CHARITY	TO PRESERVE, COLLECT, EXHIBIT, AND FOSTER THE UNDERSTANDING OF WORKS OF ART	150
THE VIRGINIAN PILOT JOY FUND 150 WEST BRAMBLETON AVENUE NORFOLK, VA 23510	NONE	PUBLIC CHARITY	PROVIDE TOYS TO UNDERPRIVILEGED CHILDREN IN HAMPTON ROADS	500
VIRGINIA WESLEYAN COLLEGE - ANNUAL FUND 84 WESLEYAN DR NORFOLK,VA 23502	NONE	PUBLIC CHARITY	CHALLENGE STUDENTS TO A LIFE-LONG COMMITMENT TO DEVELOP THEIR POTENTIAL	25,000
YOUNG AMERICA'S FOUNDATION FM KIRBY FREEDOM CENTER 110 ELDEN ST HERNDON, VA 20170	NONE	PUBLIC CHARITY	ENSURING THAT INCREASING NUMBERS OF YOUND AMERICANS UNDERSTAND	100
YMCA OF SOUTH HAMPTON ROADS 250 WEST BRAMBLETON AVENUE SUITE 100 NORFOLK, VA 23510	NONE	PUBLIC CHARITY	TO BUILD STRONG KIDS, STRONG FAMILIES AND STRONG COMMUNITIES	50,000
YMCA OF SOUTH HAMPTON ROADS ENDOWMENT 250 WEST BRAMBLETON AVENUE SUITE 100 NORFOLK, VA 23510	NONE	PUBLIC CHARITY	TO BUILD STRONG KIDS, STRONG FAMILIES AND STRONG COMMUNITIES	50,000
ZION GRACE UNITED METHODISTS 1440 WEST LITTLE CREEK ROAD NORFOLK, VA 23505	NONE	PUBLIC CHARITY	PROCLAIM THE GOSPEL OF CHRIST AND MINISTER TO THE NEEDS OF THE PEOPLE	250
Total				153,045

TY 2010 Accounting Fees Schedule

Name: THE BLOCKER FOUNDATION

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	5,064	1,519		3,545

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TY 2010 Investments Corporate Bonds Schedule

Name: THE BLOCKER FOUNDATION

Name of Bond	End of Year Book Value	End of Year Fair Market Value
VARIOUS	295,630	315,259

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TY 2010 Investments Corporate Stock Schedule

Name: THE BLOCKER FOUNDATION

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VARIOUS	1,063,829	2,193,543

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TY 2010 Investments Government

0

Obligations Schedule

Name: THE BLOCKER FOUNDATION

EIN: 54-1217447

US Government Securities - End of

Year Book Value: 5,000

US Government Securities - End of

Year Fair Market Value: 5,000

State & Local Government

Securities - End of Year Book

Value: 0

State & Local Government

Securities - End of Year Fair

Market Value:

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TY 2010 Other Expenses Schedule

Name: THE BLOCKER FOUNDATION

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS	52	0		0

TY 2010 Taxes Schedule

Name: THE BLOCKER FOUNDATION

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
VA STATE REGISTRATION FEE	25	0		0
EXCISE TAX	1,346	0		0