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Form 990-PF

Return of Private Foundation

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

2011

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

For calendar year 2011, or tax year beginning 01-01-2011, and ending 12-31-2011

G Check all that apply Initial return Initial return of a former public charity Final return
 Amended return Address change Name change

Name of foundation THE CLARK NEXSEN FOUNDATION INC		A Employer identification number 26-2652520
Number and street (or P O box number if mail is not delivered to street address) 6160 KEMPSVILLE CIRCLE NO 200A		B Telephone number (see page 10 of the instructions) (757) 455-5800
City or town, state, and ZIP code NORFOLK, VA 23502		C If exemption application is pending, check here <input type="checkbox"/> <input checked="" type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> <input checked="" type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> <input checked="" type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 132,980	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <input checked="" type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> <input checked="" type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	300,000			
	2 Check <input type="checkbox"/> <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	656	656		
	4 Dividends and interest from securities.				
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV, line 2) . . .		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	300,656	656		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	39	0		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,105	0		0
	24 Total operating and administrative expenses.	1,144	0		0
	Add lines 13 through 23				
	25 Contributions, gifts, grants paid	281,135			281,135
	26 Total expenses and disbursements. Add lines 24 and 25	282,279	0		281,135
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	18,377			
	b Net investment income (if negative, enter -0-) . . .		656		
	c Adjusted net income (if negative, enter -0-) . . .				

	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	34,868	7,863	7,863	
	2 Savings and temporary cash investments	79,735	125,117	125,117	
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7 Other notes and loans receivable (attach schedule) ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)				
	c Investments—corporate bonds (attach schedule)				
	11 Investments—land, buildings, and equipment basis ►				
Less accumulated depreciation (attach schedule) ►					
12 Investments—mortgage loans					
13 Investments—other (attach schedule)					
14 Land, buildings, and equipment basis ►					
Less accumulated depreciation (attach schedule) ►					
15 Other assets (describe ► _____)					
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	114,603	132,980	132,980		
Liabilities	17 Accounts payable and accrued expenses	2,250	2,250		
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ► _____)				
	23 Total liabilities (add lines 17 through 22)	2,250	2,250		
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> 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		
	29 Retained earnings, accumulated income, endowment, or other funds	112,353	130,730		
	30 Total net assets or fund balances (see page 17 of the instructions)	112,353	130,730		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	114,603	132,980			

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	112,353
2	Enter amount from Part I, line 27a	2	18,377
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	130,730
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	130,730

Part IV Capital Gains and Losses for Tax on Investment Income

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	271,502	245,264	1 106979
2009	219,010	205,890	1 063723
2008	110,000	2,182	50 412466
2007			
2006			
2 Total of line 1, column (d).			2 52 58316
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 17 52772
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.			4 214,821
5 Multiply line 4 by line 3.			5 3,765,443
6 Enter 1% of net investment income (1% of Part I, line 27b).			6
7 Add lines 5 and 6.			7 3,765,453
8 Enter qualifying distributions from Part XII, line 4.			8 281,133

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	(attach copy of letter if necessary—see instructions)	1	13
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		2	0
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		3	13
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
3	Add lines 1 and 2.	5	13	
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-			
6	Credits/Payments			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d.	7	0	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	13	
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 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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?	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
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		
c	Did the foundation file Form 1120-POL for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ <u>0</u> (2) On foundation managers <input type="checkbox"/> \$ <u>0</u>		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ <u>0</u>		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none"> ● 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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> 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? <i>If "No," attach explanation.</i>	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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ► N/A				
14	The books are in care of ► DEBORAH GILL	Telephone no ► (757) 455-5800		
	Located at ► 6160 KEMPSVILLE CIRCLE SUITE 200A NORFOLK VA	ZIP +4 ► 23502		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ►	15		
	and enter the amount of tax-exempt interest received or accrued during the year ►			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►				

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	□ 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 20 of the instructions)?	1b	
	Organizations relying on a current notice regarding disaster assistance check here. ►		
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 2011?	1c	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	2a	
	If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 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____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a	
	► Yes	✓ No	
b	If "Yes," did it have excess business holdings in 2011 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 2011).	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 2011?	4b	No

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

5a	During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> Yes	5b	
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i>		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE"

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

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.

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1		
2		
3		
4		

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions	
3	
Total Add lines 1 through 3	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	0
b	Average of monthly cash balances.	1b	218,099
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	218,099
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	218,099
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	3,271
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	214,828
6	Minimum investment return. Enter 5% of line 5.	6	10,741

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	10,741
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	13
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	13
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	10,728
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	10,728
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	10,728

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	281,135
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	3a	
a	Suitability test (prior IRS approval required).	3b	
b	Cash distribution test (attach the required schedule).	4	281,135
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	6	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.		281,135

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				10,728
2 Undistributed income, if any, as of the end of 2011			0	
a Enter amount for 2010 only.				
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.	109,941			
d From 2009.	208,789			
e From 2010.	259,278			
f Total of lines 3a through e.	578,008			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ _____ 281,135			0	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).	0			
d Applied to 2011 distributable amount.			10,728	
e Remaining amount distributed out of corpus	270,407			0
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			
6 Enter the net total of each column as indicated below:	848,415			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 page 27 of the instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	848,415			
10 Analysis of line 9				
a Excess from 2007.				
b Excess from 2008.	109,941			
c Excess from 2009.	208,789			
d Excess from 2010.	259,278			
e Excess from 2011.	270,407			

Part XIV **Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9)

Part XV **Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)**

1 Information Regarding Foundation Managers:

2. Information regarding Foundation Managers:

- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a** The name, address, and telephone number of the person to whom applications should be addressed
- b** The form in which applications should be submitted and information and materials they should include
- c** Any submission deadlines
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	281,135
b Approved for future payment See Additional Data Table				
Total			► 3b	200,900

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
1	Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments.					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities.					
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory.					
11	Other revenue a					
b						
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e).		0		656	
13	Total Add line 12, columns (b), (d), and (e).			13		656
	(See worksheet in line 13 instructions on page 28 to verify calculations)					

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

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

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

a Transfers from the reporting foundation to a noncharitable exempt organization or

(1) Cash.

(2) Other assets.

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,

(4) Reimbursement arrangements

(8) Performance of services or membership or fundraising solicitations.

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

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 522? Yes No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship			
<p>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</p>					
<p>***** Signature of officer or trustee</p>		<p>2012-09-24 Date</p>			
		<p>***** Title</p>			
<p>Sign Here Paid Preparer's Use Only</p>	<p>Preparer's Signature</p>	<p>SAMUEL E JOHNSON</p>	<p>Date</p>	<p>Check if self-employed <input type="checkbox"/></p>	<p>PTIN</p>
	<p>Firm's name</p>	<p>CHERRY BEKAERT & HOLLAND LLP</p>	<p>2012-09-24</p>	<p></p>	<p>Firm's EIN <input type="checkbox"/> 56-0574444</p>
	<p>P O BOX 1119</p>	<p></p>	<p></p>	<p></p>	<p></p>
	<p>Firm's address</p>	<p>LYNCHBURG, VA 245051119</p>	<p></p>	<p></p>	<p>Phone no (434) 847-6643</p>

May the IRS discuss this return with the preparer shown above? See Instructions **Yes** **No**

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2011**Name of organization**

THE CLARK NEXSEN FOUNDATION INC

Employer identification number

26-2652520

Organization type (check one)**Filers of:****Section:**

Form 990 or 990-EZ

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

Form 990-PF

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

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule—**

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

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33^{1/3}% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of \$5,000 or more during the year ► \$ _____

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

Name of organization
 THE CLARK NEXSEN FOUNDATION INC
Employer identification number

26-2652520

Part I **Contributors** (see Instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	CLARK NEXSEN 6160 KEMPSVILLE CIRCLE SUITE 200A NORFOLK, VA 23502	\$ <u>300,000</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$ <u> </u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$ <u> </u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$ <u> </u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$ <u> </u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$ <u> </u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)

Name of organization
THE CLARK NEXSEN FOUNDATION INC

Employer identification number

26-2652520

Part III <i>Exclusivel/y religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete columns (a) through (e) and the following line entry) For organizations completing Part III, enter the total of exclusivel/y religious, charitable, etc , contributions of \$1,000 or less for the year (Enter this information once See instructions) ► \$ Use duplicate copies of Part III if additional space is needed</i>			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<hr/> <hr/> <hr/>			
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
<hr/> <hr/>		<hr/> <hr/>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<hr/> <hr/> <hr/>			
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
<hr/> <hr/>		<hr/> <hr/>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<hr/> <hr/> <hr/>			
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
<hr/> <hr/>		<hr/> <hr/>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<hr/> <hr/> <hr/>			
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
<hr/> <hr/>		<hr/> <hr/>	

Additional Data

Software ID:

Software Version:

EIN: 26-2652520

Name: THE CLARK NEXSEN FOUNDATION INC

Form 990PF - Special Condition Description:

Special Condition Description

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
MR CHRISTOPHER M STONE 6160 KEMPSVILLE CIRCLE SUITE 200A NORFOLK, VA 23502	CHAIRMAN 0 50	0	0	0
MR KENNETH G STEPKA 6160 KEMPSVILLE CIRCLE SUITE 200A NORFOLK, VA 23502	VICE CHAIRMAN, TREASURER 0 50	0	0	0
MR GREGORY J HALL 6160 KEMPSVILLE CIRCLE SUITE 200A NORFOLK, VA 23502	DIRECTOR 1 00	0	0	0
MR JOSEPH H BUSHEY 6160 KEMPSVILLE CIRCLE SUITE 200A NORFOLK, VA 23502	DIRECTOR 0 50	0	0	0
MS SUSAN B DREW 6160 KEMPSVILLE CIRCLE SUITE 200A NORFOLK, VA 23502	SECRETARY 1 00	0	0	0

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AIA NC115 W MORGAN STREET RALEIGH, NC 27601	NONE	501(C)6 BOARD OF TRA	UNRESTRICTED CONTRIBUTION	10,000
AMERICAN CANCER SOCIETY 4416 EXPRESSWAY DRIVE VIRGINIA BEACH, VA 23452	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	7,500
AMERICAN HEART ASSOCIATION 2263 WOLF STREET VIRGINIA BEACH, VA 234544444	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
ARTS AND SCIENCE COUNCIL DEPT 115 P0 BOX 70883 CHARLOTTE NC, NC 282720883	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	1,370
CAMP THUNDERBIRDONE THUNDERBIRD LANE LAKE WYLIE, SC 29710	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
CATHOLIC CHARITIES5361-A VIRGINIA BEACH BLVD VIRGINIA BEACH, VA 23462	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	1,750
CENTER FOR VOLUNTEER CAREGIVING975 WALNUT STREET SUITE 311 CARY, NC 27511	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	1,000
CHKD - DUCK TAPE1215 PARKS AVENUE VIRGINIA BEACH, VA 23451	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	1,500
CHKD - THE KINGS DAUGHTER601 CHILDRENS LANE 2ND FLOOR NORFOLK, VA 23507	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
COLLEGE OF WILLIAM AND MARY PO BOX 1693 WILLIAMSBURG, VA 23187	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	200
DTCC FOUNDATION1637 LAWSON STREET DURHAM, NC 27703	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
EQUIKIDS2626 HERITAGE PARK DRIVE VIRGINIA BEACH, VA 23456	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
FOOD BANK OF SOUTH HAMPTON ROADS800 TIDEWATER DRIVE NORFOLK, VA 23504	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
FOR KIDS INCPO BOX 6044 NORFOLK, VA 23508	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,400
FRANKIE LEMMON FOUNDATION INC2301 STONEHENGE DRIVE RALEIGH, NC 276154379	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	1,200
FRIENDS OF THE ELDERLY9534 20TH BAY ST APT 10 NORFOLK, VA 23518	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,000
GERMANNA COUMMUNITY COLLEGE ED FOUNDATIOND2130 GERMANNA HWY LOCUST GROVE, VA 22508	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
HUPTIPO BOX 6043 HAMPTON, VA 23668	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
JAMES E NEWBY JR MD FOUNDATIONPO BOX 6327 NORFOLK, VA 235086327	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	1,000
JMU FOUNDATION1320 SOUTH MAIN STREET MSC 8501 HARRISONBURG, VA 22807	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
JUNIOR ACHIEVEMENT OF GREATER HR6387 CENTER DRIVE SUITE 3 NORFOLK, VA 23502	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	4,000
LEUKEMIA AND LYMPHOMA SOCIETY55540 FALMOUTH STREET SUITE 101 RICHMOND, VA 23228	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,000
MARCH OF DIMES860 GREENBRIAR CIRCLE SUITE 502 CHESAPEAKE, VA 23320	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	500
MARY WASHINGTON1119 HANOVER STREET FREDERICKSBURG, VA 224015412	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	1,000
MIDATLANTIC POWERBOATING ASSOCIATION5544 GREENWICH RD SUITE 103 VIRGINIA BEACH, VA 23462	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	1,000
MOCA2200 PARKS AVE VIRGINIA BEACH, VA 234519941	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
MONARCH CHARITIES INC1101 EXECUTIVE BLVD CHESAPEAKE, NC 23320	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
NATIONAL MULTIPLE SCLEROSIS FOUNDATION760 LYNNHAVEN PARKWAY SUITE 201 VIRGINIA BEACH, VA 23452	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	10,000
NAUTICUS FOUNDATIONONE WATERSIDE DRIVE NORFOLK, VA 23510	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
NAVY SPECIAL WARFARE FOUNDATION1619 D STREET VIRGINIA BEACH, VA 23459	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
NC STATE ENGINEERING FOUNDATIONNC STATE ENGINEERING FOUND DEPT OF CIVIL ENGINEERING NCSU CAMPUS BX 79 RALEIGH, NC 27695	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,000
NCCU FOUNDATION INCNCCU OFFICE OF INSTITUTIONAL ADVANCEMENT PO BOX 19363 DURHAM, NC 27707	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
NEPTUNE FESTIVAL265 KINGS GRANT RD 102 VIRGINIA BEACH, VA 23452	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
ODU ED FOUNDATION4417 MONARCH WAY FLOOR 4 NORFOLK, VA 23529	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	37,164
OPERATION SMILE6435 TIDEWATER DRIVE NORFOLK, VA 23509	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
SDAPPC FOUNDATION1844 ARDSMORE BLVD PITTSBURGH, PA 15221	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	1,000
SETON YOUTH SHELTERS3333 VIRGINIA BEACH BLVD SUITE 28 VIRGINIA BEACH, VA 23452	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
ST MARY'S6171 KEMPSVILLE CIRCLE NORFOLK, VA 23502	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
TCC EDUCATIONAL FOUNDATION PO BOX 3575 NORFOLK, VA 235143575	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	3,693
THE DWELLING PLACEECUMECICAL FAMILY SHELTER PO BOX 6194 NORFOLK, VA 23508	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
THE UP CENTER222 WEST 19TH STREET NORFOLK, VA 23517	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
TIDEWATER COUNCIL BSA1032 HEATHERWOOD DRIVE VIRGINIA BEACH, VA 23455	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	1,250
UMW FOUNDATIONOFFICE OF UNIVERSITY ADVANCEMENT 1119 HANOVER STREET FREDERICKSBURG, VA 224015412	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	1,640
UNCW FOUNDATION601 S COLLEGE ROAD WILMINGTON, NC 28403	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	10,000
UNITED WAYPO BOX 41069 NORFOLK, VA 235411069	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
VA STATE UNIV FOUNDATIONPO BOX 9027 PETERSBURG, VA 23806	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
VA TECH FOUNDATION3046 TORGERSEN HALL 0259 BLACKSBURG, VA 24061	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	31,000
VCU SCHOOL OF ENGINEERING FOUNDATIONPO BOX 843068 RICHMOND, VA 232843068	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,000
VIRGINIA CENTER FOR ARCHITECTURE2051 MONUMENT AVENUE RICHMOND, VA 23220	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	20,000
VIRGINIA MUSICAL THEATRE265 KINGS GRANT RD SUITE 100 VIRGINIA BEACH, VA 23452	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
VIRGINIA SYMPHONY ORCHESTRA 861 GLENROCK ROAD SUITE 200 NORFOLK, VA 23502	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	10,000
VOLUNTEER HAMPTON ROADS400 WEST OLNEY ROAD SUITE B NORFOLK, VA 23507	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
WAKE TECH COMMUNITY COLLEGE FOUNDATION9101 FAYETTEVILLE ROAD RALEIGH, NC 27603	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	10,000
WASHINGTON ARCHITECTURAL FOUNDATION1777 CHURCH ST NW WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	1,968
YMCA SOUTH HAMPTON ROADS 250 WEST BRAMBLETON AVE STE 100 NORFOLK, VA 23510	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	11,000
Total				281,135

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
b Approved for future payment				
AMERICAN CANCER SOCIETY4416 EXPRESSWAY DRIVE VIRGINIA BEACH, VA 23452	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	7,500
AMERICAN HEART ASSOCIATION 2263 WOLF STREET VIRGINIA BEACH, VA 234544444	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
CAMP THUNDERBIRD ONE THUNDERBIRD LANE LAKE WYLIE, SC 29710	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
CHKD DUCK TAPE REGATTA1215 PARKS AVENUE VIRGINIA BEACH, VA 23451	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	1,500
CHKD- MALTESE CROSS CIRCLE 601 CHILDRENS LANE 2ND FLOOR NORFOLK, VA 23507	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
CHRYSLER MUSEUM245 WEST OLNEY ROAD NORFOLK, VA 23510	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
CONTEMPORARY ART CENTER VA BEACH2200 PARKS AVE VIRGINIA BEACH, VA 23451	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
DURHAM TECHNICAL COMMUNITY COLLEGE1637 LAWSON STREET DURHAM, NC 27703	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
EQUIKIDS2626 HERITAGE PARK DRIVE VIRGINIA BEACH, VA 23456	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
FOOD BANK OF SOUTH HAMPTON ROADS800 TIDEWATER DRIVE NORFOLK, VA 23504	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
FOR KIDS INCPO BOX 6044 NORFOLK, VA 23508	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,400
JMU FOUNDATION1320 SOUTH MAIN STREET MSC 8501 HARRISONBURG, VA 22807	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
JUNIOR ACHIEVEMENT OF HAMPTON ROADS6387 CENTER DRIVE SUITE 3 NORFOLK, VA 23502	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	4,000
LEUKEMIA AND LYMPHOMA SOCIETY55540 FALMOUTH STREET SUITE 101 RICHMOND, VA 23228	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	1,000
MS SOCIETY760 LYNNHAVEN PARKWAY SUITE 201 VIRGINIA BEACH, VA 23542	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	10,000
NAUTICUS FOUNDATIONONE WATERSIDE DRIVE NORFOLK, VA 23510	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
NC CENTRAL FOUNDATION1801 FAYETTEVILLE STREET DURHAM, NC 27707	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
NCA&T FOUNDATIONPO BOX 20366 GREENSBORO, NC 27420	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	10,000
NEPTUNE FESTIVAL265 KINGS GRANT RD 102 VIRGINIA BEACH, VA 23452	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
NORFOLK STATE UNIVERSITY700 PARK AVENUE 410 NORFOLK, VA 23504	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
ODU CORPORATE CIRCLE4417 MONARCH WAY FLOOR 4 NORFOLK, VA 23529	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	15,000
OP SMILE6435 TIDEWATER DRIVE NORFOLK, VA 23509	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
SETON YOUTH SHELTERS3333 VIRGINIA BEACH BLVD SUITE 28 VIRGINIA BEACH, VA 23452	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
SOUTHSIDE YMCA120 N MADISON ST PETERSBURG, VA 23803	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	10,000
ST MARY'S 5K RUN6171 KEMPSVILLE CIRCLE NORFOLK, VA 23502	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
TCC EDUCATIONAL FOUNDATION PO BOX 3575 NORFOLK, VA 235143575	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	1,000
THE DWELLING PLACEPO BOX 6194 NORFOLK, VA 23508	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
THE UP CENTER222 WEST 19TH STREET NORFOLK, VA 23517	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
UNC-W- FOUNDATION601 SOUTH COLLEGE ROAD WILMINGTON, NC 284035905	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	10,000
UNION MISSION5100 EAST VIRGINIA BEACH BOULEVARD NORFOLK, VA 23502	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
b Approved for future payment				
UNITED WAY PO BOX 41069 NORFOLK, VA 235411069	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
VA FOUNDATION FOR COMMUNITIY COLLEGES101 N 14TH ST 15TH FL RICHMOND, VA 23219	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
VIRGINIA CENTER FOR ARCHITECTURE2501 MONUMENT AVENUE RICHMOND, VA 23220	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	10,000
VIRGINIA MUSICAL THEATRE265 KINGS GRANT RD SUITE 100 VIRGINIA BEACH, VA 23452	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
VIRGINIA STATE UNIVERSITY RAPMEPO BOX 9027 PETERSBURG, VA 23806	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
VIRGINIA SYMPHONY861 GLENROCK ROAD SUITE 200 NORFOLK, VA 23502	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	10,000
VOLUNTEER HAMPTON ROADS400 WEST OLNEY ROAD SUITE B NORFOLK, VA 23507	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	2,500
WAKE TECH FOUNDATION9101 FAYETTEVILLE ROAD RALEIGH, NC 27603	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	10,000
WINSTON SALEM STATE UNIVERSITYADVANCEMENT SERVICES 311 BLAIR HALL WINSTON SALEM, NC 27199	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	5,000
YMCA OF SOUTH HAMPTON ROADS 250 WEST BRAMBLETON AVE STE 100 NORFOLK, VA 23510	NONE	PUBLIC CHARITY	UNRESTRICTED CONTRIBUTION	1,000
Total			► 3b	200,900

TY 2011 Other Expenses Schedule

Name: THE CLARK NEXSEN FOUNDATION INC

EIN: 26-2652520

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	17	0		0
BUSINESS REGISTRATION FEES	25	0		0
EVENT ATTENDANCE	360	0		0
FURNISHINGS	703	0		0

TY 2011 Taxes Schedule

Name: THE CLARK NEXSEN FOUNDATION INC**EIN:** 26-2652520

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	39	0		0