Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , **and ending**

Name of foundation THE VECELLIO FAMILY FOUNDATION, INC.	**A Employer identification number** 55-0538242
Number and street (or P O box number if mail is not delivered to street address) Room/suite P.O. BOX 2438	**B** Telephone number 304-252-6575
City or town, state, and ZIP code BECKLEY, WV 25802	**C** If exemption application is pending, check here ▶ ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	**D** 1. Foreign organizations, check here ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	**E** If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 6,139,952. **J** Accounting method: ☐ Cash [X] Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*	**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	199,263.	199,263.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	129,429.			
	b Gross sales price for all assets on line 6a 3,308,283.				
	7 Capital gain net income (from Part IV, line 2)		129,429.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	328,692.	328,692.		
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				
	b Accounting fees STMT 2	6,000.	0.		6,000.
	c Other professional fees STMT 3	37,981.	37,981.		0.
	17 Interest				
	18 Taxes STMT 4	367.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	25.	0.		25.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	44,373.	37,981.		6,025.
	25 Contributions, gifts, grants paid	313,750.			318,750.
	26 **Total expenses and disbursements.** Add lines 24 and 25	358,123.	37,981.		324,775.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<29,431.>			
	b **Net investment income** (if negative, enter -0-)		290,711.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	106,707.	446,034.	446,034.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	5,401,746.	5,052,875.	5,052,875.
	c Investments - corporate bonds STMT 7	1,046,052.	627,889.	627,889.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 8)	10,545.	13,154.	13,154.
	16 **Total assets** (to be completed by all filers)	6,565,050.	6,139,952.	6,139,952.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	161,250.	156,250.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	161,250.	156,250.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ [X] **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	6,403,800.	5,983,702.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	6,403,800.	5,983,702.	
	31 **Total liabilities and net assets/fund balances**	6,565,050.	6,139,952.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	6,403,800.
2 Enter amount from Part I, line 27a	2	<29,431.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	6,374,369.
5 Decreases not included in line 2 (itemize) ▶ DECREASE IN UNREALIZED GAINS-2011	5	390,667.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,983,702.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	3,308,283.		3,178,854.	129,429.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				129,429.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } **2** 129,429.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 **3** N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	316,894.	6,199,512.	.051116
2009	326,367.	5,733,951.	.056918
2008	314,743.	6,573,049.	.047884
2007	311,647.	7,257,396.	.042942
2006	306,124.	7,002,574.	.043716

2	**Total** of line 1, column (d)	2	.242576
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	.048515
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	6,519,483.
5	Multiply line 4 by line 3	5	316,293.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,907.
7	Add lines 5 and 6	7	319,200.
8	Enter qualifying distributions from Part XII, line 4	8	324,775.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	2,907.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3	Add lines 1 and 2		3	2,907.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	2,907.
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 1,432.		
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	1,432.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	1,475.
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** ▶	**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ WV			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ MICHAEL SULLIVAN Telephone no. ▶561-793-2102

Located at ▶101 SANSBURY'S WAY, WEST PALM BEACH, FL ZIP+4 ▶33411

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
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		X
	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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 instructions)? N/A	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870.

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

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

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	6,016,167.
b	Average of monthly cash balances	1b	602,597.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	6,618,764.
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	6,618,764.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	99,281.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,519,483.
6	**Minimum investment return.** Enter 5% of line 5	6	325,974.

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

1	Minimum investment return from Part X, line 6	1	325,974.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 2,907.		
b	Income tax for 2011. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	2,907.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	323,067.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	323,067.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	323,067.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	324,775.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	324,775.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	2,907.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	321,868.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				323,067.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009 41,345.				
e From 2010 9,780.				
f Total of lines 3a through e	51,125.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 324,775.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				323,067.
e Remaining amount distributed out of corpus	1,708.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	52,833.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	52,833.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009 41,345.				
d Excess from 2010 9,780.				
e Excess from 2011 1,708.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

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

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

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

SEE ATTACHED

b The form in which applications should be submitted and information and materials they should include:

SEE ATTACHED

c Any submission deadlines:

SEE ATTACHED

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

SEE ATTACHED

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE SCHEDULE ATTACHED			CHARITABLE PURPOSES	212,500.
SEE SCHEDULE ATTACHED			SCHOLARSHIPS	101,250.
Total			▶ 3a	313,750.
b *Approved for future payment*				
SEE SCHEDULE ATTACHED			SCHOLARSHIPS	156,250.
Total			▶ 3b	156,250.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	199,263.	
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			18	129,429.	
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.		328,692.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 328,692.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 5/15/12 Title: TREASURER

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
ROLFE A. RICHMOND	[signature]	05/14/12		P00287691
Firm's name ▶ RICHMOND & COMPANY, CPA'S, A.C.			Firm's EIN ▶ 55-0678792	
Firm's address ▶ PO BOX 1204 BECKLEY, WV 25802-1204			Phone no. 304-252-7353	

123622
12-02-11

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	600 AFLAC	P	07/24/10	03/14/11
b	650 AMERICAN EXPRESS	P	11/11/11	11/29/11
c	300 AMAZON COM	P	11/11/11	11/29/11
d	650 GOLDMAN SACHS GROUP	P	11/11/11	11/29/11
e	4000 MORGAN STANLEY	P	11/11/11	11/29/11
f	2300 HARTFORD FINL SERV	P	11/11/11	11/29/11
g	12300 ISHARES MSCI EAFE	P	11/11/11	11/29/11
h	2000 JP MORGAN CHASE	P	11/11/11	11/29/11
i	1400 CISCO SYSTEM	P	11/11/11	12/27/11
j	100000 CREDIT SUISSE USA	P	06/08/09	03/02/11
k	350 GENZYME CORP	P	05/29/09	03/16/11
l	150 GENZYME CORP	P	06/03/09	03/16/11
m	68.18 COLUMBIA ACORN	P	10/30/07	08/16/11
n	917.2 COLUMBIA ACORN	P	12/15/06	08/16/11
o	7130.13 COLUMBIA ACORN	P	06/03/09	08/16/11

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	32,004.		30,656.	1,348.
b	29,695.		32,769.	<3,074.>
c	57,030.		65,285.	<8,255.>
d	57,955.		65,979.	<8,024.>
e	53,199.		65,183.	<11,984.>
f	37,750.		40,278.	<2,528.>
g	598,629.		638,005.	<39,376.>
h	57,170.		66,670.	<9,500.>
i	25,931.		26,649.	<718.>
j	100,000.		103,920.	<3,920.>
k	26,515.		20,490.	6,025.
l	11,364.		9,359.	2,005.
m	2,592.		3,447.	<855.>
n	34,863.		36,000.	<1,137.>
o	271,016.		200,000.	71,016.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				1,348.
b				<3,074.>
c				<8,255.>
d				<8,024.>
e				<11,984.>
f				<2,528.>
g				<39,376.>
h				<9,500.>
i				<718.>
j				<3,920.>
k				6,025.
l				2,005.
m				<855.>
n				<1,137.>
o				71,016.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	350 ENCANA CORP	P	10/22/09	08/16/11
b	500 ENCANA CORP	P	07/29/10	08/16/11
c	400 ENCANA CORP	P	05/29/09	08/16/11
d	100 ENCANA CORP	P	06/03/09	08/16/11
e	2500 ISHARES MSCI	P	05/25/10	08/16/11
f	800 L-3 COMMUNICATIONS	P	07/26/10	08/16/11
g	650 RAYTHEON CO	P	07/26/10	08/16/11
h	1250 SUNTRUST BANKS	P	07/26/10	08/16/11
i	600 TRAGET CORP	P	07/26/10	08/16/11
j	500 TEVA PHARMA	P	05/29/09	08/16/11
k	500 TEVA PHARMA	P	05/29/09	08/16/11
l	14517.16 COLUMBIA ACORN	P	08/18/09	08/16/11
m	100 TEVA PHARMA	P	06/03/09	08/16/11
n	18939.39 ARTIO	P	06/03/09	08/16/11
o	9587.73 ARTIO	P	05/29/09	08/16/11

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	8,892.		11,054.	<2,162.>
b	12,703.		15,750.	<3,047.>
c	10,163.		11,489.	<1,326.>
d	2,541.		2,817.	<276.>
e	133,160.		117,050.	16,110.
f	54,117.		60,992.	<6,875.>
g	26,638.		32,386.	<5,748.>
h	23,956.		31,939.	<7,983.>
i	29,363.		31,317.	<1,954.>
j	20,189.		25,013.	<4,824.>
k	20,189.		23,123.	<2,934.>
l	386,737.		284,246.	102,491.
m	4,038.		4,623.	<585.>
n	213,447.		200,000.	13,447.
o	108,054.		100,000.	8,054.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				<2,162.>
b				<3,047.>
c				<1,326.>
d				<276.>
e				16,110.
f				<6,875.>
g				<5,748.>
h				<7,983.>
i				<1,954.>
j				<4,824.>
k				<2,934.>
l				102,491.
m				<585.>
n				13,447.
o				8,054.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 } — 2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 — 3

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	650 AMERICAN EXPRESS	P	07/26/10	11/29/11
b	200 CHUBB CORP	P	06/03/09	11/29/11
c	500 CHUBB CORP	P	12/19/01	11/29/11
d	1300 HARTFORD FINL SERV	P	07/26/10	11/29/11
e	3000 ISHARES MSCI	P	05/25/10	11/29/11
f	2000 WISDOMTREE EMERGING MARKETS	P	03/22/10	11/29/11
g	400 BAXTER INTERNATIONAL	P	05/29/09	12/27/11
h	600 VARIAN MED SYS	P	05/29/09	12/27/11
i	400 BAXTER INTERNATIONAL	P	07/26/10	12/27/11
j	400 BAXTER INTERNATIONAL	P	05/25/10	12/27/11
k	75 CISCO SYSTEMS	P	01/17/01	12/27/11
l	300 CISCO SYSTEMS	P	12/21/00	12/27/11
m	340 CISCO SYSTEMS	P	05/19/99	12/27/11
n	505 CISCO SYSTEMS	P	06/11/99	12/27/11
o	55 CISCO SYSTEMS	P	12/23/03	12/27/11

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	29,695.		29,485.	210.
b	12,994.		8,171.	4,823.
c	32,486.		16,500.	15,986.
d	21,337.		30,747.	<9,410.>
e	113,008.		108,420.	4,588.
f	81,602.		87,720.	<6,118.>
g	19,758.		20,078.	<320.>
h	39,818.		21,228.	18,590.
i	19,758.		17,890.	1,868.
j	19,758.		16,574.	3,184.
k	1,389.		2,925.	<1,536.>
l	5,557.		11,681.	<6,124.>
m	6,297.		9,855.	<3,558.>
n	9,354.		14,083.	<4,729.>
o	1,019.		1,320.	<301.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				210.
b				4,823.
c				15,986.
d				<9,410.>
e				4,588.
f				<6,118.>
g				<320.>
h				18,590.
i				1,868.
j				3,184.
k				<1,536.>
l				<6,124.>
m				<3,558.>
n				<4,729.>
o				<301.>

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	35 CISCO SYSTEMS	P	12/23/03	12/27/11
b	230 CISCO SYSTEMS	P	12/15/98	12/27/11
c	385 CISCO SYSTEMS	P	08/13/01	12/27/11
d	75 CISCO SYSTEMS	P	08/28/01	12/27/11
e	16501.65 CMG ULTRA SHORT TERM BOND	P	07/26/10	12/27/11
f	39 GENERAL ELECTRIC	P	02/10/00	12/27/11
g	60 GENERAL ELECTRIC	P	08/28/01	12/27/11
h	65 GENERAL ELECTRIC	P	10/08/01	12/27/11
i	130 GENERAL ELECTRIC	P	05/19/99	12/27/11
j	600 GENERAL ELECTRIC	P	08/13/97	12/27/11
k	106 GENERAL ELECTRIC	P	12/30/96	12/27/11
l	250 GENERAL ELECTRIC	P	07/26/10	12/27/11
m	1000 GENERAL ELECTRIC	P	05/25/10	12/27/11
n	1000 GENERAL ELECTRIC	P	05/29/09	12/27/11
o	210 MICROSOFT	P	03/01/99	12/27/11

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	648.		835.	<187.>
b	4,260.		4,801.	<541.>
c	7,131.		6,942.	189.
d	1,389.		1,289.	100.
e	148,020.		150,000.	<1,980.>
f	708.		1,748.	<1,040.>
g	1,089.		2,490.	<1,401.>
h	1,180.		2,384.	<1,204.>
i	2,360.		4,618.	<2,258.>
j	10,893.		13,513.	<2,620.>
k	1,924.		1,804.	120.
l	4,539.		3,989.	550.
m	18,155.		15,780.	2,375.
n	18,155.		13,240.	4,915.
o	5,465.		7,941.	<2,476.>

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				<187.>
b				<541.>
c				189.
d				100.
e				<1,980.>
f				<1,040.>
g				<1,401.>
h				<1,204.>
i				<2,258.>
j				<2,620.>
k				120.
l				550.
m				2,375.
n				4,915.
o				<2,476.>

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

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05-01-11

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	110 MICROSOFT	P	08/11/00	12/27/11
b	440 MICROSOFT	P	08/11/00	12/27/11
c	540 MICROSOFT	P	09/12/00	12/27/11
d	330 MICROSOFT	P	01/21/98	12/27/11
e	40 MICROSOFT	P	08/28/01	12/27/11
f	10 MICROSOFT	P	12/23/03	12/27/11
g	5 PFIZER INC	P	12/23/03	12/27/11
h	40 MICROSOFT	P	12/23/03	12/27/11
i	280 MICROSOFT	P	12/21/00	12/27/11
j	209.2 PFIZER INC	P	11/15/99	12/27/11
k	84 PFIZER INC	P	10/30/00	12/27/11
l	205 PFIZER INC	P	12/29/99	12/27/11
m	133.16 PFIZER INC	P	08/02/99	12/27/11
n	133 PFIZER INC	P	08/08/01	12/27/11
o	83.22 PFIZER INC	P	08/19/99	12/27/11

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2,863.		3,988.	<1,125.>
b	11,451.		15,125.	<3,674.>
c	14,053.		18,524.	<4,471.>
d	8,588.		10,864.	<2,276.>
e	1,041.		1,217.	<176.>
f	260.		273.	<13.>
g	109.		173.	<64.>
h	1,041.		1,090.	<49.>
i	7,287.		6,046.	1,241.
j	4,554.		7,309.	<2,755.>
k	1,829.		2,920.	<1,091.>
l	4,463.		6,727.	<2,264.>
m	2,899.		4,019.	<1,120.>
n	2,895.		3,977.	<1,082.>
o	1,812.		2,333.	<521.>

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				<1,125.>
b				<3,674.>
c				<4,471.>
d				<2,276.>
e				<176.>
f				<13.>
g				<64.>
h				<49.>
i				1,241.
j				<2,755.>
k				<1,091.>
l				<2,264.>
m				<1,120.>
n				<1,082.>
o				<521.>

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	16.65 PFIZER INC	P	09/22/99	12/27/11
b	665.78 PFIZER INC	P	02/27/97	12/27/11
c	570 PFIZER INC	P	08/13/97	12/27/11
d	330 PFIZER INC	P	03/04/97	12/27/11
e	500 PFIZER INC	P	07/26/10	12/27/11
f	60 PFIZER INC	P	04/18/97	12/27/11
g	5 PFIZER INC	P	12/30/96	12/27/11
h	200 THERMO ELECTRON CORP	P	06/03/09	12/27/11
i	500 THERMO ELECTRON CORP	P	05/29/09	12/27/11
j	200 VARIAN MED SYS	P	06/03/09	12/27/11
k	200 BAXTER INTERNATIONAL	P	06/03/09	12/27/11
l	150 FEDEX CORP	P	06/03/09	12/27/11
m	350 FEDEX CORP	P	05/29/09	12/27/11
n	PIMCO FUND COST BASIS ADJUSTMENT		VARIOUS	04/04/11
o	PIMCO FUND COST BASIS ADJUSTMENT		VARIOUS	04/04/11

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	362.		457.	<95.>
b	14,493.		13,987.	506.
c	12,408.		10,213.	2,195.
d	7,184.		5,012.	2,172.
e	10,885.		7,383.	3,502.
f	1,306.		885.	421.
g	109.		71.	38.
h	9,132.		7,827.	1,305.
i	22,831.		19,232.	3,599.
j	13,273.		7,457.	5,816.
k	9,879.		9,909.	<30.>
l	12,723.		8,416.	4,307.
m	29,687.		18,860.	10,827.
n			14.	<14.>
o			6.	<6.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				<95.>
b				506.
c				2,195.
d				2,172.
e				3,502.
f				421.
g				38.
h				1,305.
i				3,599.
j				5,816.
k				<30.>
l				4,307.
m				10,827.
n				<14.>
o				<6.>

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	CAPITAL GAINS DIVIDENDS			
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	9,220.			9,220.
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				9,220.
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	129,429.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

123591
05-01-11

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BANK OF AMERICA ACCOUNTS	208,483.	9,220.	199,263.
TOTAL TO FM 990-PF, PART I, LN 4	208,483.	9,220.	199,263.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RICHMOND & COMPANY, CPA'S, A.C.	6,000.	0.		6,000.
TO FORM 990-PF, PG 1, LN 16B	6,000.	0.		6,000.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK OF AMERICA INVESTMENT FEES	37,981.	37,981.		0.
TO FORM 990-PF, PG 1, LN 16C	37,981.	37,981.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL ESTIMATES PAID	367.	0.		0.
TO FORM 990-PF, PG 1, LN 18	367.	0.		0.

FORM 990-PF | OTHER EXPENSES | STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	25.	0.		25.
TO FORM 990-PF, PG 1, LN 23	25.	0.		25.

FORM 990-PF | CORPORATE STOCK | STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BANK OF AMERICA ACCOUNTS-TRADING SECURITIES	5,052,875.	5,052,875.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,052,875.	5,052,875.

FORM 990-PF | CORPORATE BONDS | STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BANK OF AMERICA ACCOUNTS-VARIOUS CORPORATE BONDS AND NOTES	627,889.	627,889.
TOTAL TO FORM 990-PF, PART II, LINE 10C	627,889.	627,889.

FORM 990-PF | OTHER ASSETS | STATEMENT 8

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED DIVIDENDS AND INTEREST	10,545.	13,154.	13,154.
TO FORM 990-PF, PART II, LINE 15	10,545.	13,154.	13,154.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
LEO A. VECELLIO, JR. 589 NORTH COUNTY ROAD PALM BEACH, FL 33480	PRESIDENT/TRUSTEE 0.00	0.	0.	0.
DANTE E. CASTRODALE P.O. BOX 2438 BECKLEY, WV 25802	VICE PRESIDENT/TRUSTEE 0.00	0.	0.	0.
MICHAEL J. SULLIVAN P.O. BOX 2438 BECKLEY, WV 25802	SECRETARY/TREASURER 0.00	0.	0.	0.
KATHRYN C. VECELLIO 589 NORTH COUNTY ROAD PALM BEACH, FL 33480	TRUSTEE 0.00	0.	0.	0.
ROBERT L. CASTRODALE 109 RIVER RIDGE DRIVE ASHEVILLE, NC 288031061	TRUSTEE 0.00	0.	0.	0.
PATRICIA VECELLIO CUNNINGHAM 15 TRANQUILITY ROAD MONETA, VA 24121	TRUSTEE 0.00	0.	0.	0.
L.L. GWINN P.O. BOX 2438 BECKLEY, WV 25802	ASST SECRETARY/TREASURER 0.00	0.	0.	0.
CHRISTOPHER S. VECELLIO 742 SLOPE TRAIL PALM BEACH, FL 33480	VICE PRESIDENT/TRUSTEE 0.00	0.	0.	0.
MICHAEL A. VECELLIO 232 WEST INDIES DRIVE PALM BEACH, FL 33480	VICE PRESIDENT/TRUSTEE 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

THE VECELLIO FAMILY FOUNDATION, INC.
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PART XV, 3 (a), Grants and Contributions Paid During the Year
Charitable Grants:

Recipient Name & Address	Purpose of Grant	Amount
Alzheimer's Association National Office 225 N. Michigan Ave. 17th Floor Chicago, IL 60601-7633	Restricted to research programs	$ 5,000.00
American Cancer Society 611 7th Avenue Suite 101 Huntington, WV 25701	Unrestricted	1,000.00
American Heart Association 2300 Centerpark West Drive West Palm Beach, FL 33409-6470	Unrestricted	1,500.00
American Heart Association 162 Court Street Charleston, WV 25301	Unrestricted	1,500.00
American Red Cross Palm Beach County Chapter Post Office Box 870 West Palm Beach, FL 33402-0870	Unrestricted	1,000.00
American Red Cross Raleigh County Chapter Post Office Box 1598 Beckley, WV 25802	Unrestricted	1,000.00
The ARC 1201 Australian Avenue Riviera Beach, FL 33404-6698	Unrestricted	1,000.00
Atlantic Legal Foundation 2039 Palmer Avenue, Suite #104 Larchmont, NY 10538	Unrestricted	1,000.00
Boy Scouts of America: Gulfstream Council, FL 8335 North Military Trail Palm Beach Gardens, FL 33410	Unrestricted	2,000 00
Boy Scouts of America: Buckskin Council, WV 2829 Kanawha Bouldvard East Charleston, WV 25311	Restricted to Raleigh & Fayette Counties	2,000 00
Bread of Life Fellowship 532 N. Bluford Ave. Ocoee, FL 34761	One-Time Grant	2,500.00
Brown University Box 1893 Providence, RI 02912	Designated for the Annual Fund	5,000.00
Girl Scouts of America - Palm Glades Council 1244 W Indiantown Road Jupiter, FL 33458	Unrestricted	1,000.00

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PART XV, 3 (a), Grants and Contributions Paid During the Year
Charitable Grants:

Recipient Name & Address	Purpose of Grant	Amount
Hoofbeats Therapeutic Riding Center, Inc. PO Box 979 Lexington, VA 24450	Unrestricted	5,000.00
Hospice Guild of Palm Beach Post Office Box 269 Palm Beach, FL 33480	Unrestricted	2,000.00
Hospice of Southern West Virginia Post Office Box 1472 Beckley, WV 25802	Unrestricted	2,000.00
Leukemia Society of America Western Pennsylvania/West Virginia Chapter 333 East Carson St, Suite 441 E Pittsburgh, PA 15219	Designated for Patient Aid Program in West Virgina	5,000.00
Leukemia Society - Palm Beach Chapter 4360 Northlake Blvd. Suite 109 Palm Beach Gardens, FL 33410	Unrestricted	1,500.00
Mount St. Joseph College 5701 Delhi Road Cincinnatti, OH 45233-1670	Designated for Building or Capital Campagin	7,500.00
Mountain State University 609 S. Kanawha Street Beckley, WV 25801	Restricted to Scholarship Fund	8,000.00
Northwood University 2600 N Military Trail West Palm Beach, FL 33409	Designated for Leo A Vecellio Sr. Scholarship	5,000 00
Norton Museum of Art 1451 South Olive Avenue West Palm Beach, FL 33401	Restricted to Education Programs	2,500 00
Palm Beach State College 4200 Congress Avenue Lake Worth, FL 33461-4796	Designated for Student Scholarships	5,000.00
Palm Beach County Cultural Council 1555 Palm Beach Lakes Blvd. Suite 900 West Palm Beach, FL 33401-2328	Unrestricted	2,500 00
Lillian James Learning Center Post Office Box 698 Crab Orchard, WV 25827	Unrestricted	1,000.00
Raymond F Kravis Center For The Performing Arts 701 Okeechobee Boulevard West Palm Beach, FL 33401	Gala for General Program Support	25,000.00
Salvation Army: Beckley Corps P.O Box 1573 Beckley, WV 25802-1573	Unrestricted	20,000 00

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PART XV, 3 (a), Grants and Contributions Paid During the Year
Charitable Grants:

Recipient Name & Address	Purpose of Grant	Amount
Salvation Army. West Palm Beach Corps P.O. Box 789 West Palm Beach, FL 33402	Unrestricted	20,000.00
The Schepens Eye Research Institute 20 Staniford Street Boston, MA 02114	Unrestricted	20,000.00
Sisters of St Joseph 137 Mount Saint Joseph Road Wheeling, WV 26003-1799	Unrestricted	2,000 00
St. Francis DeSales Catholic Church 614 S. Oakwood Avenue Beckley, WV 25801	Unrestricted	4,000.00
The United Way of Broward County 1300 South Andrews Avenue Fort Lauderdale, FL 33316	Unrestricted	2,000 00
The United Way of Palm Beach County 2600 Quantum Blvd Boynton Beach, FL 33426	Unrestricted	2,500 00
The United Way of Southern West Virginia 129 Main Street, Suite 410 P.O. Box 5456 Beckley, WV 25801-7506	Unrestricted	2,000.00
VPI Educational Foundation, Inc. Dept. of Civil & Environment Engineering 200 Patton Hall (0105) Blacksburg, VA 24061	Designated for The Vecellio Endowment Fund Code 885620	10,000.00
VPI Educational Foundation, Inc. 315 Burris Hall (0253) Blacksburgh, VA 24061	Designated for the Pamplin College of Business, School of Management	5,000.00
Wake Forest University Box 7227 Reynolda Station Winston-Salem, NC 27109-7227	Designated for Biology Department	10,000.00
West Virginia University Foundation, Inc. One Waterfront Place 7th Floor P.O. Box 1650 Morgantown, WV 26507-1650	Designated 50% for Speech Pathology/Audiology, 50% Dr. Clarence C & Maxine D. Cottrill Endowment in the School of Dentistry	10,000.00
YMCA of Beckley/Raleigh County 121 East Main Street Beckley, WV 25801	Restricted to Capital Improvements or Capital Maintenance	5,000.00
Youth Museum of Southern WV New River Park P.O. Box 2514 Beckley, WV 25802-2514	In Memory of Betty Catlett Smith	2,500.00
	Total:	$ 212,500 00

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PART XV, 3(a), Grants and Contributions Paid During the Year:
Scholarship Grants:

Name of University	Recipient Name & Address	Relationship To Any Foundation Manager	Foundation Status	Purpose Of Grant	Amount
College of William & Mary	Jacob Ryan Abrams P.O. Box 386 Midway, WV 25878	N/A	N/A	Scholarship	2,500 00
Ohio State University	Kristen Belesky 204 Brookwood Lane Beckley, WV 25801	N/A	N/A	Scholarship	2,500 00
Concord University	Lynsi Renee Boyd 474 Rebecca Lane Beaver, WV 25813	N/A	N/A	Scholarship	2,500.00
Marshall University	Morgan R. Bryant 135 Venture Lane Crab Orchard, WV 25827	N/A	N/A	Scholarship	2,500.00
Concord University	Danielle L. Burgess 132 Beechwood Drive Beaver, WV 25813	N/A	N/A	Scholarship	2,500 00
The College of Wooster	Emily Butcher P O. Box 165 Beckley, WV 25802	N/A	N/A	Scholarship	2,500.00
Florida Atlantic University	Lina Maria Cajiao 1502 Windship Circle Wellington, FL 33414	N/A	N/A	Scholarship	2,500 00
West Virginia University	Dominick Cangemi P.O. Box 515 Glen Morgan, WV 25844	N/A	N/A	Scholarship	2,500 00
Palm Beach Atlantic University	Alexandra Lee Cannon 13330 Mallard Creek Drive Palm Beach Gardens, FL 33418	N/A	N/A	Scholarship	2,500.00
Concord University	Corianne Carver 144 Little Beaver Street Shady Springs, WV 25918	N/A	N/A	Scholarship	2,500 00
Marshall University	Shawn Cheeks P.O. Box 946 War, WV 24892	N/A	N/A	Scholarship	2,500 00
American University	Meredith B. Daniel 8 Dogwood Lane Beckley, WV 25801	N/A	N/A	Scholarship	2,500.00
West Virginia University	Katelyn R. Demyan Rt. 1, Box 50E Huttonsville, WV 26273	N/A	N/A	Scholarship	2,500.00
West Virginia University	James A. Duncan PO Box 1584 Sophia, WV 25921	N/A	N/A	Scholarship	2,500.00
Concord University	Stacey N. Farley P.O. Box 1106 Coal City, WV25823	N/A	N/A	Scholarship	2,500 00
University of Charleston	Stephanie N. Farley P.O. Box 622	N/A	N/A	Scholarship	2,500.00

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PART XV, 3(a), Grants and Contributions Paid During the Year:
Scholarship Grants:

Name of University	Recipient Name & Address	Relationship To Any Foundation Manager	Foundation Status	Purpose Of Grant	Amount
	Cool Ridge, WV 25825				
Wake Forest University	Rachel B Fedders 103 Fotte Street Beckley, WV 25801	N/A	N/A	Scholarship	2,500.00
West Virginia Wesleyan College	Laura File 206 Granville Avenue Beckley, WV 25801	N/A	N/A	Scholarship	2,500 00
Florida State University	Kristen N. Fowler 5087 Hook Hollow Circle Orlando, FL 32837	N/A	N/A	Scholarship	2,500.00
West Virginia University	Rachel Ann Gunther 410 S. Pike Street Beckley, WV 25801	N/A	N/A	Scholarship	2,500.00
West Virginia University	Amanda B. Hannon 1746 Rocky Fork Road Glenwood, WV 25520	N/A	N/A	Scholarship	2,500.00
Washington & Lee University	Katherine Jarrell P.O. Box 51 Dry Creek, WV 25062	N/A	N/A	Scholarship	2,500.00
Bluefield State College	Ashley Kennedy PO Box 108 Bishop, WV 24604	N/A	N/A	Scholarship	2,500.00
West Virginia University	Aditya Kesari 187 Glen Garden Lane Daniels, WV 25382	N/A	N/A	Scholarship	2,500.00
West Virginia University	Michael F. Lynch 116 Jefferson Street Beckley, WV 25801	N/A	N/A	Scholarship	2,500.00
University of Florida	Mercedes M. Machado 160 N.W. 95th Lane Coral Springs, FL 33071	N/A	N/A	Scholarship	2,500.00
University of South Florida	Elizabeth Ann Mackiewicz 801 South Palm Avenue Indialantic, FL 32903	N/A	N/A	Scholarship	2,500.00
Mountain State University	Kendra Mays 202 Cedar Road Crab Orchard, WV 25827	N/A	N/A	Scholarship	2,500 00
West Virginia University	Christopher McBride PO Box 94 Piney View, WV 25906	N/A	N/A	Scholarship	2,500.00
West Virginia University	Lukas D. Meadows 2451 Riter Drive Shady Spring, WV 25918	N/A	N/A	Scholarship	2,500.00
Virginia Polytechnic Institute	Rachel Montague 158 Ogden Street Mt. Hope, WV 25880	N/A	N/A	Scholarship	2,500.00
University of Central Florida	Armando T. Perez	N/A	N/A	Scholarship	2,500.00

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PART XV, 3(a), Grants and Contributions Paid During the Year:
Scholarship Grants:

Name of University	Recipient Name & Address	Relationship To Any Foundation Manager	Foundation Status	Purpose Of Grant	Amount
	4301 Wokker Drive Lake Worth, FL 33467				
Virginia Tech	Matthew Brian Prelaz 34 Oriole Place Beckley, WV 25801	N/A	N/A	Scholarship	2,500.00
West Virginia University	Ryan W. Rhodes P O. Box 537 Gary, WV 24836	N/A	N/A	Scholarship	2,500.00
Duke University	Nathanial Rollins 584 Lower Sand Lick Road Beckley, WV 25801	N/A	N/A	Scholarship	2,500.00
University of Florida	Natasha Rosales 8520 N.W. 7th Court Pembroke Pines, FL 33024	N/A	N/A	Scholarship	2,500.00
Indian River State College	Amber N. Skubal 5055 9th Street Vero Beach, FL 32966	N/A	N/A	Scholarship	2,500.00
Marshall University	Lindsey N. Smith-Acord P.O Box 200 Beckley, WV 25801	N/A	N/A	Scholarship	1,250.00
Glenville State College	Matthew D. Thompson 418 Sun Valley Drive St. Albans, WV 25177	N/A	N/A	Scholarship	2,500.00
Brigham Young University	James W. Tuggle 102 Mansfield Court Beckley, WV 25801	N/A	N/A	Scholarship	2,500.00
University of Central Florida	Alexis L. Vanlandingham 5850 S.W. 36th Terrace Ft. Lauderdale, FL 33312	N/A	N/A	Scholarship	2,500 00
West Virginia University	Hannah M. Wigel RR 1 Box 45 Elizabeth, WV 26143	N/A	N/A	Scholarship	2,500.00
Marshall University	Emily Michele Wright 219 Ridgepark Drive Beckley, WV 25801	N/A	N/A	Scholarship	2,500.00
Change in accrual					(5,000 00)
				Total:	$101,250.00

THE VECELLIO FAMILY FOUNDATION, INC.
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PART XV, 3(b), Grants and Contributions Approved for Future Payment:
Scholarship Grants:

Name of University	Recipient Name & Address	Relationship To Any Foundation Manager	Foundation Status	Purpose Of Grant	Amount
College of William & Mary	Jacob Ryan Abrams P.O. Box 386 Midway, WV 25878	N/A	N/A	Scholarship	7,500 00
Ohio State University	Kristen Belesky 204 Brookwood Lane Beckley, WV 25801	N/A	N/A	Scholarship	5,000.00
Concord University	Danielle L. Burgess 132 Beechwood Drive Beaver, WV 25813	N/A	N/A	Scholarship	2,500.00
Florida Atlantic University	Lina Maria Cajiao 1502 Windship Circle Wellington, L 33414	N/A	N/A	Scholarship	7,500.00
Palm Beach Atlantic University	Alexandra Lee Cannon 13330 Mallard Creek Drive Palm Beach Gardens, FL33418	N/A	N/A	Scholarship	7,500.00
Marshall University	Shawn Cheeks P O. Bxo 946 War, WV 24892	N/A	N/A	Scholarship	7,500.00
American University	Meredith B. Daniel 8 Dogwood Lane Beckley, WV 25801	N/A	N/A	Scholarship	2,500.00
West Virginia University	Katelyn R. Demyan Rt 1, Box 50E Huttonsville, WV 26273	N/A	N/A	Scholarship	2,500 00
West Virginia University	James A Duncan PO Box 1584 Sophia, WV 25921	N/A	N/A	Scholarship	2,500 00
Concord University	Stacey N. Farley P.O. Box 1106 Coal City, WV 25823	N/A	N/A	Scholarship	7,500.00
University of Charleston	Stephanie N. Farley PO Box 622 Cool Ridge, WV 25825	N/A	N/A	Scholarship	2,500 00
West Vinginia Wesleyan College	Laura File 206 Granville Avenue Beckley, WV 25801	N/A	N/A	Scholarship	2,500 00
Florida State University	Kristen N. Fowler 5087 Hook Hollow Circle Orlando, FL 32837	N/A	N/A	Scholarship	2,500 00
West Virginia University	Rachel Ann Gunther	N/A	N/A	Scholarship	7,500.00

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PART XV, 3(b), Grants and Contributions Approved for Future Payment:
Scholarship Grants:

Name of University	Recipient Name & Address	Relationship To Any Foundation Manager	Foundation Status	Purpose Of Grant	Amount
	410 S. Pike Street Beckley, WV 25801				
West Virginia University	Amanda B. Hannon 1746 Rocky Fork Road Glenwood, WV 25520	N/A	N/A	Scholarship	7,500.00
Washington & Lee University	Katherine Jarrell P.O Box 51 Dry Creek, WV 25062	N/A	N/A	Scholarship	5,000 00
Bluefield State College	Ashley Kennedy PO Box 108 Bishop, WV 24604	N/A	N/A	Scholarship	2,500.00
West Virginia University	Aditya Kesari 187 Glen Garden Lane Daniels, WV	N/A	N/A	Scholarship	7,500 00
University of South Florida	Elizabeth Ann Mackiewicz 801 South Palm Avenue Indialantic, FL 32903	N/A	N/A	Scholarship	7,500.00
Mountain State University	Kendra Mays 202 Cedar Road Crab Orchard, WV 25827	N/A	N/A	Scholarship	5,000 00
West Virginia University	Christopher McBride PO Box 94 Piney View, WV 25906	N/A	N/A	Scholarship	2,500.00
West Virginia University	Lukas D. Meadows 2451 Riter Drive Shady Spring, WV 25918	N/A	N/A	Scholarship	5,000.00
Virginia Polytechnic Institute	Rachel Montague 158 Ogden Street Mt. Hope, WV 25880	N/A	N/A	Scholarship	5,000.00
University of Central Florida	Armando T Perez 4301 Wokker Drive Lake Worth, FL 33467	N/A	N/A	Scholarship	5,000.00
Virginia Tech	Matthew Brian Prelaz 34 Oriole Place Beckley, WV 25801	N/A	N/A	Scholarship	7,500.00
Duke University	Nathanial Rollins 584 Lower Sand Lick Road Beckley, WV 25801	N/A	N/A	Scholarship	2,500.00
Indian River State College	Amber N. Skubal 5055 9th Street Vero Beach, FL 32966	N/A	N/A	Scholarship	5,000 00

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PART XV, 3(b), Grants and Contributions Approved for Future Payment:
Scholarship Grants:

Name of University	Recipient Name & Address	Relationship To Any Foundation Manager	Foundation Status	Purpose Of Grant	Amount
Marshall University	Lindsey N. Smith-Acord P O. Box 200 Beckley, WV 25801	N/A	N/A	Scholarship	6,250.00
University of Central Florida	Alexis L. Vanlandingham 5850 S W. 36th Terrace Ft. Lauderdale, FL 33312	N/A	N/A	Scholarship	2,500.00
West Virginia University	Hannah M. Wigel RR 1 Box 45 Elizabeth, WV 26143	N/A	N/A	Scholarship	5,000.00
Marshall University	Emily Michele Wright 219 Rodgepark Drive Beckley, WV 25801	N/A	N/A	Scholarship	7,500.00
				Total.	$ 156,250.00

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Part XV, Question 2, Information Regarding Grant, Loan and Scholarship Programs

Charitable Grants

a. Grant applications should be addressed to:

The Vecellio Family Foundation, Inc.
P. O. Box 2438
Beckley, WV 25802

b. There is no specific application form required. However, all applications should contain information about the operations of the organization requesting the grant, specifics as to how the grant will be used and other financial resources and commitments of the requesting organization. A brief biography of the individuals involved in the operation of the organization should also be included. The Foundation requires the requesting organization's Federal Identification Number, a copy of its letter from the Internal Revenue Service stating that it is a non-profit organization and a copy of its letter from the Internal Revenue Service stating that the requesting organization is not a Private Foundation.

c. Charitable grants are normally disbursed in December each year and all requests should be received prior to November 15, for consideration.

d. The Vecellio Family Foundation, Inc. will make no charitable grants directly to any individual or to any other Private Foundation. Charitable grants are made based upon the merits of the requesting organization. These grants are usually made to organizations based in West Virginia, its neighboring states or the State of Florida.

Loan Program

The Vecellio Family Foundation, Inc. makes no loans to any organization or individual for any reason.

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Part XV, Question 2, Information Regarding Grant, Loan and Scholarship Programs (Continued)

Scholarship Grants

The Vecellio Family Foundation, Inc. awards only restricted scholarships and no scholarships or grants directly to any individual. The scholarship recipients are selected by other tax exempt organizations with little participation by the Foundation, its officers or trustees. At present, the Foundation funds one annual four-year scholarship to a graduating senior from each of three Raleigh County, West Virginia area high schools; three annual four-year scholarships to graduating seniors of Woodrow Wilson High School of Beckley, West Virginia; one annual scholarship to a graduating senior from West Virginia who has been a member of the Youth Conservation program for one year; three annual four-year scholarships to graduating high school seniors who are children of employees of Vecellio Group, Inc. and Subsidiaries (FEIN - 22-3884861) and one annual four-year scholarship to a graduating senior from McDowell County, West Virginia in honor of the late Dr. Dante Castrodale.

I(a) Citizens Scholarship Foundation of Beckley, Inc., c/o Woodrow Wilson High School, Beckley, West Virginia.

(b) The form is designed by the Citizens Scholarship Foundation of Beckley. A copy may be obtained from the guidance counselor or principal's office at Woodrow Wilson High School.

(c) Determined by the Citizens Scholarship Foundation of Beckley.

(d) Annual four-year scholarship award to three graduating seniors from Woodrow Wilson High School, Beckley, West Virginia.

II(a) Citizens Scholarship Foundation of Shady Spring, Inc., c/o Shady Spring High School, Shady Spring, West Virginia.

(b) The form is designed by the Citizens Scholarship Foundation of Shady Spring. A copy may be obtained from the guidance counselors or principal's office at Shady Spring High School.

(c) Determined by the Citizens Scholarship Foundation of Shady Spring.

(d) Annual four-year scholarship award to a graduating senior from Shady Spring High School.

Part XV, Question 2, Information Regarding Grant, Loan and Scholarship Programs (Continued)

Scholarship Grants (Continued)

III(a) Citizens Scholarship Foundation of Independence High School, c/o Independence High School.

(b) The form is designed by the Citizens Scholarship Foundation of Independence High School. A copy may be obtained from the guidance counselors or principal's office at Independence High School.

(c) Determined by the Citizens Scholarship Foundation of Independence High School.

(d) Annual four-year scholarship award to a graduating senior from Independence High School.

IV(a) Citizens Scholarship Foundation of Liberty High School, c/o Liberty High School.

(b) The form is designed by the Citizens Scholarship Foundation of Liberty High School. A copy may be obtained from the guidance counselors or principal's office at Liberty High School.

(c) Determined by the Citizens Scholarship Foundation of Liberty High School.

(d) Annual four-year scholarship award to a graduating senior from Liberty High School.

V(a) Youth Conservation Program, c/o WV Bureau of Commerce, Division of Natural Resources, Charleston, West Virginia.

(b) The form is designed by the Youth Conservation Program. A copy may be obtained from the Youth Conservation Program's office in Charleston, West Virginia.

(c) Determined by Youth Conservation Program.

(d) Annual four-year award to a graduating senior from a high school in West Virginia who has been a member of the Youth Conservation Program for one year.

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Part XV, Question 2, Information Regarding Grant, Loan and Scholarship Programs (Continued)

Scholarship Grants (Continued)

VI(a) Personnel offices of Vecellio Group, Inc. or any of its subsidiaries or divisions.

(b) The form is designed by Vecellio Group, Inc. A copy may be obtained from any personnel office of Vecellio Group, Inc. or any of its subsidiaries or division.

(c) Determined by a selection committee comprised of faculty and staff members of Palm Beach Community College.

(d) Three annual four-year scholarships awarded to graduating high school seniors who are dependents of employees of Vecellio Group, Inc. and its subsidiaries or divisions.

VII(a) Superintendent, Board of Education of McDowell County, West Virginia.

(b) The form is designed by the Scholarship Selection Committee of the McDowell County School Board. A copy may be obtained from the same.

(c) Determined by the Scholarship Selection Committee of the McDowell County School Board.

(d) Annual four-year scholarship award to a graduating senior from a McDowell County, West Virginia High School.