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Form 990-PF

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

OMB No 1545-0052

2011

Department of the Treasury Internal Revenue Service

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

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

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

Name of foundation: RUTLEDGE CHARITABLE FOUNDATION INC. Employer identification number: 65-0946333. Telephone number: (941) 373-9550. City or town, state, and ZIP code: SARASOTA, FL 34242. Accounting method: Cash.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (lines 1-12) and Operating and Administrative Expenses (lines 13-26), ending with Excess of revenue over expenses and disbursements (-47,390) and Adjusted net income (10,610).

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		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	9,343	45,136	45,136	
	3 Accounts receivable <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____				
	4 Pledges receivable <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____				
	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) <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)	50,000 <input type="checkbox"/>	50,000	51,472	
	b Investments—corporate stock (attach schedule)	644,633 <input type="checkbox"/>	633,489	781,389	
	c Investments—corporate bonds (attach schedule)	227,469 <input type="checkbox"/>	155,134	157,301	
	11 Investments—land, buildings, and equipment basis <input type="checkbox"/> _____ Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)				
	14 Land, buildings, and equipment basis <input type="checkbox"/> _____ Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____				
15 Other assets (describe <input type="checkbox"/> _____)					
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	931,445	883,759	1,035,298		
Liabilities	17 Accounts payable and accrued expenses				
	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 <input type="checkbox"/> _____)				
	23 Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted	931,445	883,759		
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> 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 (see page 17 of the instructions)	931,445	883,759			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	931,445	883,759			

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	931,445
2	Enter amount from Part I, line 27a	2	-47,390
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> _____	3	0
4	Add lines 1, 2, and 3	4	884,055
5	Decreases not included in line 2 (itemize) <input type="checkbox"/> _____	5	296
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	883,759

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	5,997
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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	36,986	1,024,762	0.036092
2009	29,750	925,514	0.032144
2008	70,000	1,153,703	0.060674
2007	70,000	1,368,664	0.051145
2006	60,000	1,217,355	0.049287

2 Total of line 1, column (d).	2	0.229342
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	0.045868
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	1,080,610
5 Multiply line 4 by line 3.	5	49,565
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	106
7 Add lines 5 and 6.	7	49,671
8 Enter qualifying distributions from Part XII, line 4.	8	58,000

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 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	106
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	106
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	106
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	106
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?		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)? <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>		No
c Did the foundation file Form 1120-POL for this year?		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>		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>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
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?		No
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>	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"/> FL _____		
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>	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>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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? Website address N/A	13	Yes	
14	The books are in care of JAMES C RUTLEDGE Telephone no (941) 373-9550 Located at 711 MANGROVE POINT ROAD SARASOTA FL ZIP+4 342421231			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		<input type="checkbox"/>
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	<input type="checkbox"/>	<input type="checkbox"/>
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country N/A			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 20___, 20___, 20___, 20___			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>)	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)

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(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</p> <p>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"/></p> <p>c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>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</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>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</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b	
	6b	No
	7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JAMES C RUTLEDGE 711 MANGROVE POINT RD SARASOTA, FL 34242	PRESIDENT 4 00	7,000	0	0
AMANDA R SIMMONS 4623 KENMORE DRIVE NW WASHINGTON, DC 20007	DIRECTOR 4 00	7,000	0	0

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

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

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

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	0
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 2	Amount
1 N/A	0
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	1,033,815
b	Average of monthly cash balances.	1b	63,251
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	1,097,066
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	1,097,066
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	16,456
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,080,610
6	Minimum investment return. Enter 5% of line 5.	6	54,031

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	54,031
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	106
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	106
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	53,925
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	53,925
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	53,925

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	58,000
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	58,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	106
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	57,894

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				53,925
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			10,144	
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.				
d From 2009.				
e From 2010.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>58,000</u>				
a Applied to 2010, but not more than line 2a			10,144	
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.				47,856
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see 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				6,069
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	0			
10 Analysis of line 9				
a Excess from 2007.				
b Excess from 2008.				
c Excess from 2009.				
d Excess from 2010.				
e Excess from 2011.				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a 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 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:

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total				3a 58,000
b <i>Approved for future payment</i>				
Total				3b 0

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

Table with 3 columns: Question, Yes, No. Rows include: 1 Did the organization directly or indirectly engage...; a Transfers from the reporting foundation...; b Other transactions...; c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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

Schedule table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

b If "Yes," complete the following schedule. Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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

Signature of officer or trustee: ***** Date: 2012-05-08 Title: *****

Sign Here

Preparer's information section including: Preparer's Signature (T RAYMOND SUPLEE), Date, Check if self-employed, PTIN (P00456310), Firm's name (SUPLEE & SHEA PA), Firm's address (800 SOUTH OSPREY AVENUE, SARASOTA, FL 342367834), Firm's EIN (59-2213319), and Phone no (941) 366-3600.

May the IRS discuss this return with the preparer shown above? See instructions [x] Yes [] No

Additional Data

Software ID:

Software Version:

EIN: 65-0946333

Name: RUTLEDGE CHARITABLE FOUNDATION INC

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ARCH COAL INC	P	2011-03-17	2011-08-04
AUTODESK INC DEL	P	2011-03-16	2011-08-10
BROADCOM CORP	P	2011-02-11	2011-03-16
CATERPILLAR INC	P	2011-03-17	2011-12-22
NATIONAL OILWELL	P	2011-02-11	2011-08-10
OPENTABLE INC	P	2011-02-11	2011-08-04
UNITED TECHS CORP	P	2011-02-11	2011-08-10
VOLKSWAGEN	P	2011-02-11	2011-08-18
CITIGROUP INC	P	2010-04-30	2011-03-17
ISHS MSCI GERMANY	P	2011-03-16	2011-08-18
PETROHAWK ENERGY	P	2010-11-19	2011-09-20
MATTHEWINDIA FUND	P	2010-06-18	2011-03-18
BELLSOUTH CORP	P	2007-06-19	2011-10-17
HSBC FINANCE	P	2008-01-31	2011-01-14
VERIZON COMM	P	2008-10-20	2011-02-15
WELLS FARGO CO	P	2007-05-24	2011-01-12
ALBEMARLE CORP	P	2009-05-08	2011-08-18
AT&T	P	2007-03-29	2011-02-11
APACHE CORP	P	2010-04-09	2011-12-22
COLGATE PALMOLIVE	P	2008-03-06	2011-02-11
ISHS MSCI AUSTRALIA	P	2009-07-29	2011-08-10
ISHS MSCI EMERGING MKTS	P	2009-07-29	2011-02-11
WISDOMTREE TR SMALLCAP	P	2010-05-14	2011-08-04
SAMLLCAP EARNINGS FUND	P	2010-05-14	2011-08-18
GENERAL ELECTRIC	P	2007-10-01	2011-12-22
HUNTINGTON INGALLS	P	2009-05-15	2011-05-20
HEWLETT PACKARD	P	2005-03-17	2011-05-20
ISHS MSCI BRAZIL FREE	P	2009-07-29	2011-08-10
JPMORGAN CHASE	P	2009-05-15	2011-12-22
MERCH AND CO	P	2009-05-15	2011-02-11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
MICROSOFT CORP	P	2007-03-19	2011-03-17
NORTHEAST UTILITIES	P	2009-05-15	2011-02-11
PG&G	P	2007-03-19	2011-12-22
PRINCIPAL FINANCIAL	P	2010-04-09	2011-08-04
PEPSICO INC	P	2007-03-19	2011-03-17
ROCHE HLDG	P	2007-03-19	2011-02-11
SALESFORCE COM	P	2007-03-19	2011-02-11
THERMO FISHER SCIENTIFIC	P	2007-03-19	2011-12-22
UMUM GROUP	P	2010-11-19	2011-12-22
WALMART STORES	P	2009-05-15	2011-03-04
WELLS FARGO CO	P	2009-01-15	2011-08-04
MATTHEWS INDIA	P	2010-01-28	2011-03-16
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
6,021		9,558	-3,537
7,303		9,711	-2,408
9,348		10,469	-1,121
8,525		9,569	-1,044
8,502		10,362	-1,860
6,543		9,988	-3,445
8,408		10,451	-2,043
11,422		12,531	-1,109
6,672		6,747	-75
7,106		8,131	-1,025
15,500		7,516	7,984
2		2	0
25,000		25,362	-362
25,000		25,461	-461
25,000		24,713	287
25,000		24,693	307
7,090		3,977	3,113
9,733		13,565	-3,832
6,701		7,905	-1,204
10,022		9,778	244
5,751		4,991	760
8,060		6,231	1,829
14,246		14,164	82
10,410		10,642	-232
9,014		13,711	-4,697
827		610	217
6,202		3,483	2,719
9,480		10,162	-682
6,144		6,488	-344
10,730		8,338	2,392

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,573		10,896	-1,323
9,999		6,176	3,823
10,196		11,720	-1,524
8,692		9,405	-713
6,800		6,871	-71
9,307		10,415	-1,108
20,818		7,804	13,014
10,674		12,028	-1,354
8,889		9,356	-467
6,574		6,123	451
10,216		7,959	2,257
9,904		8,169	1,735
824			824

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			-3,537
			-2,408
			-1,121
			-1,044
			-1,860
			-3,445
			-2,043
			-1,109
			-75
			-1,025
			7,984
			0
			-362
			-461
			287
			307
			3,113
			-3,832
			-1,204
			244
			760
			1,829
			82
			-232
			-4,697
			217
			2,719
			-682
			-344
			2,392

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			-1,323
			3,823
			-1,524
			-713
			-71
			-1,108
			13,014
			-1,354
			-467
			451
			2,257
			1,735
			824

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 <i>Paid during the year</i>				
CENTRAL UNION MISSION1350 R ST NW WASHINGTON,DC 20009			GENERAL	1,000
EASTER SEALS233 S WACKER DR ST 2400 CHICAGO,IL 60606			GENERALGENERAL	500
GULF GATE CHURCH6501 S LOCKWOOD RIDGE ROAD SARASOTA,FL 34231			GENERAL	10,000
JUBILEE JOBS2712 ONTARIO RD NW WASHINGTON,DC 20009			GENERAL	500
RECORDING FOR THE BLIND AND DYSLEXIC200 ROSZEL ROAD PRINCETON,NJ 08540			GENERAL	250
RESOURCES FOR INNER CITY CHILDREN1342 K STREET SE WASHINGTON,DC 20003			GENERAL	750
SAMARITAN MINISTRY1243 PATTERSON AVE WINSTON SALEM,NC 27101			GENERAL	1,000
SARASOTA MEDICAL PREGNANCY CENTER1217 EAST AVE SOUTH STE 310 SARASOTA,FL 34239			GENERAL	10,000
ST PATRICK'S EPISCOPAL CHURCH 4700 WHITEHAVEN PARKWAY NW WASHINGTON,DC 20007			GENERAL	11,000
YOUNG LIFEPO BOX 520 COLORADO SPRINGS,CO 80901			GENERAL	500
GOODWILL FOUNDATION7501 15TH ST E SARASOTA,FL 34243			GENERAL	5,000
RESURRECTION HOUSE800 ELEVENTH ST N ST PETERSBURG,FL 33705			GENERAL	1,000
FAMILY FIRST5211 W LAUREL ST STE 102 TAMPA,FL 33607			GENERAL	5,000
COMMUNITY BIBLE STUDY790 STOUT RD COLORADO SPRINGS,CO 80921			GENERAL	1,000
OLD FARM INN INCPO BOX 71 ROCKPORT,MA 01966			GENERAL	5,000
WINDHORSE INTEGRATIVE MENTAL HEALTH211 NORTH ST STE 1 NORTH HAMPTON,MA 01606			GENERAL	5,000
SULGRAVE HOUSE & GROUNDS 1801 MASSACHUSETTS NW WASHINGTON,DC 20036			GENERAL	500
Total			3a	58,000

TY 2011 Accounting Fees Schedule

Name: RUTLEDGE CHARITABLE FOUNDATION INC

EIN: 65-0946333

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	1,694	1,694		0

**TY 2011 Investments Corporate
Bonds Schedule****Name:** RUTLEDGE CHARITABLE FOUNDATION INC**EIN:** 65-0946333

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GOLDMAN SACHS GROUP 5.3%	24,880	25,084
HSBC FINANCE CORP	25,689	25,714
TARGET CORP NOTES	25,571	25,210
JOHNSON & JOHNSON	25,542	30,184
GENERAL ELC CAP CORP	25,558	25,307
GOLDMANS SACHS GROUP	27,894	25,802

**TY 2011 Investments Corporate
Stock Schedule****Name:** RUTLEDGE CHARITABLE FOUNDATION INC**EIN:** 65-0946333

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMPHENOL CORP	8,944	11,348
BERKSHIRE HATHAWAY	9,488	11,063
CONOCOPHILLIPS	11,229	13,481
DANAHER CORP	8,040	9,596
EXXON MOBIL CORP	11,311	11,443
INTEL CORP	7,494	9,603
PG&E CORP	1,172	1,360
PRAXAIR INC	8,631	11,866
PROCTER & GAMBLE CO	10,500	10,674
THERMO FISHER SCIENTIFIC INC	947	1,214
ABB LTD	6,712	9,584
AMERICAN CAMPUS CMNTYS INC	7,967	11,371
APTARGROUP INC	5,132	6,782
INTL BUSINESS MACHINES CORP	9,326	14,710
NIKE INC CL B	5,632	8,384
ORACLE CORP	7,839	10,440
PFIZER INC DEL	16,195	18,351
VERIZON COMMUNICATIONS	7,870	11,835
AFLAC INC	11,232	11,983
ALLERGAN INC	6,407	12,371
ARES CAPITAL CORP	4,438	9,965
BANK OF MONTREAL	9,778	10,524
BARC C R INC	4,037	4,873
BOEING COMPANY	5,150	8,802
CROWN CASTLE INTL	4,089	8,378
CHEVRON CORP	7,888	12,768
CLOROX CO DEL COM	8,174	10,650
GEN-PROBE INC DELAWARE	4,303	5,794
GENERAL MILLS	9,618	13,093
GENL DYNAMICS CORP	5,776	6,973

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ISHARES MSCI AUSTRALIA	4,870	4,781
ISHARES MSCI CDA INDX	10,012	11,012
MCDONALDS CORP	9,705	17,859
NORTHROP GRUMMAN CORP	5,640	7,602
PETSMART INC	7,911	12,925
RACKSPACE HOSTING INC	8,654	32,645
SPDR MSCI ACWI EX US	7,017	7,001
UNDER ARMOUR INC	4,100	11,917
WALGREEN CO	8,700	8,166
WISCONSIN ENERGY CORP	5,858	10,977
APPLE INC	8,571	12,150
BAKER HUGHES	7,840	7,831
CSX CORP	11,243	11,372
EASTMAN CHEMICAL CO	8,874	11,484
FIRST EAGLE	18,778	18,744
KINDER MORGAN MANAGEMENT	8,008	11,621
NEXTERA ENERGY INC	4,697	5,601
NORDSTROM INC	8,987	10,588
QUALCOMM INC	9,313	10,666
VANGUARD INTL EQUITY	10,921	10,550
WINDSTREAM CORP	4,663	4,849
WINDOMTREE EMERGING SMALL CAP	14,435	14,221
WISDOMTREE EMERGING MRKT	14,685	15,330
ANNALY CAP MGMT INC	14,096	12,385
BLACKROCK INC	10,238	10,873
COHEN & STEERS REALTY	12,913	13,517
EMC CORPORATION MASS	10,220	10,081
ENCANA CORP	5,796	5,300
S&P DEP RCPT	46,231	50,075
TALISMAN ENERGY	5,793	5,393

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TRACTOR SUPPLY CO	6,556	8,558
VANGUARD S&P 500	63,989	63,827
VCA ANTECH INC	11,676	11,554
WHOLE FOODS MKT	8,814	11,272
YUM BRANDS INC	8,366	9,383

**TY 2011 Investments Government
Obligations Schedule**

Name: RUTLEDGE CHARITABLE FOUNDATION INC

EIN: 65-0946333

US Government Securities - End of Year Book Value:	50,000
US Government Securities - End of Year Fair Market Value:	51,472
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

TY 2011 Other Decreases Schedule

Name: RUTLEDGE CHARITABLE FOUNDATION INC

EIN: 65-0946333

Description	Amount
FEDERAL TAX	296

TY 2011 Other Expenses Schedule

Name: RUTLEDGE CHARITABLE FOUNDATION INC

EIN: 65-0946333

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MERRILL LYNCH FEES	12,458	12,458		0

TY 2011 Other Income Schedule

Name: RUTLEDGE CHARITABLE FOUNDATION INC

EIN: 65-0946333

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CLASS ACTION SETTLEMENT	243	243	243

TY 2011 Taxes Schedule

Name: RUTLEDGE CHARITABLE FOUNDATION INC

EIN: 65-0946333

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES & LICENSES	231	231		0