



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 05-01-2011 , and ending 04-30-2012

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
J EDWIN TREACLE FOUNDATION INC

Number and street (or P O box number if mail is not delivered to street address)
BOX 1157

City or town, state, and ZIP code
GLOUCESTER, VA 23061

A Employer identification number
54-6051620

B Telephone number (see page 10 of the instructions)
(804) 693-0881

C If exemption application is pending, check here ☐
D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 6,335,397

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	203,915	203,915		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	237,405			
	b Gross sales price for all assets on line 6a _____ 1,395,543				
	7 Capital gain net income (from Part IV, line 2)		237,405		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	441,320	441,320		
	13 Compensation of officers, directors, trustees, etc	58,200	16,800		41,400
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	4,140	1,242		2,898
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	10,402	10,402		0
	c Other professional fees (attach schedule)	28,504	28,504		0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	3,804	0		0
	19 Depreciation (attach schedule) and depletion	387	0		
	20 Occupancy	1,500	750		750
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	6,381	3,191		3,190
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	113,318	60,889		48,238
	25 Contributions, gifts, grants paid	360,000			360,000
	26 Total expenses and disbursements. Add lines 24 and 25	473,318	60,889		408,238
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-31,998			
	b Net investment income (if negative, enter -0-)		380,431		
	c Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form **990-PF** (2011)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	19,785	19,249	19,249
	2	Savings and temporary cash investments	214,160	380,663	380,663
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	6,413,346	5,509,235	5,509,235
	c	Investments—corporate bonds (attach schedule).	320,620	423,207	423,207
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	5	5	5
	14	Land, buildings, and equipment basis ▶ _____ 5,049 Less accumulated depreciation (attach schedule) ▶ _____ 3,727	1,709	1,322	1,322
	15	Other assets (describe ▶ _____)	0	1,716	1,716
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,969,625	6,335,397	6,335,397

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 ▶ _____)	4,393	0	
	23	Total liabilities (add lines 17 through 22)	4,393	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	6,965,232	6,335,397	
	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)	6,965,232	6,335,397	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,969,625	6,335,397	

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	6,965,232
2	Enter amount from Part I, line 27a	2	-31,998
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	6,933,234
5	Decreases not included in line 2 (itemize) ▶ _____	5	597,837
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,335,397

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

(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 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	237,405
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	369,419	6,204,466	0 059541
2009	392,147	5,854,754	0 066979
2008	458,287	6,088,312	0 075273
2007	474,355	7,770,417	0 061046
2006	448,354	7,508,767	0 059711

2 Total of line 1, column (d).	2	0 322550
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 064510
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	6,187,498
5 Multiply line 4 by line 3.	5	399,155
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	3,804
7 Add lines 5 and 6.	7	402,959
8 Enter qualifying distributions from Part XII, line 4.	8	408,238

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 VIExcise 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	3,804
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3		Add lines 1 and 2.		3	3,804
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	3,804
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	5,520	
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	5,520
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	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	1,716
11		Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/> 1,716	Refunded <input type="checkbox"/>	11	0

Part VII-AStatements Regarding Activities

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?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ 0 (2) On foundation managers <input checked="" type="checkbox"/> \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 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		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? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		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?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> VA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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 FOUNDATION OFFICERS Telephone no (804) 693-0881 Located at 105 GAZETTE-JOURNAL BLDG GLOUCESTER VA ZIP +4 23061			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year.			
16	At any time during calendar year 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?	15		
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country	16	Yes	No

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) 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).			
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.	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? 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?			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>	5b	
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No		
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		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>		6b	No
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		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		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
HARRY E DUNN P O BOX 775 GLOUCESTER,VA 23061	PRESIDENT & FOUNDATION MAN 2 00	16,800	0	0
CYNTHIA B HORSLEY 7305 WELLFORD LANE GLOUCESTER,VA 23061	SECRETARY & GRANT ADMIN 8 00	16,800	0	0
NANCY POWELL PO BOX 854 COBBS CREEK,VA 23035	TREASURER & SECRETARY 8 00	16,800	0	0
ROBERT A MAY 1030 PINE HALL ROAD MATHEWS,VA 23035	VICE PRESIDENT 0 25	7,800	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	
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	
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	6,261,985
b	Average of monthly cash balances.	1b	19,684
c	Fair market value of all other assets (see page 24 of the instructions).	1c	55
d	Total (add lines 1a, b, and c).	1d	6,281,724
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	6,281,724
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	94,226
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,187,498
6	Minimum investment return. Enter 5% of line 5.	6	309,375

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	309,375
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	3,804
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,804
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	305,571
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	305,571
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	305,571

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	408,238
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	408,238
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	3,804
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	404,434
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				305,571
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.	28,208			
c From 2008.	156,491			
d From 2009.	101,581			
e From 2010.	64,709			
f Total of lines 3a through e.	350,989			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 408,238				
a Applied to 2010, but not more than line 2a			0	
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.				305,571
e Remaining amount distributed out of corpus	102,667			
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	453,656			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	453,656			
10 Analysis of line 9				
a Excess from 2007. . . .	28,208			
b Excess from 2008. . . .	156,491			
c Excess from 2009. . . .	101,581			
d Excess from 2010. . . .	64,709			
e Excess from 2011. . . .	102,667			

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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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

MR HARRY E DUNN PRESIDENT
BOX 1157
GLOUCESTER, VA 23061
(804) 693-0881

b

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

APPLICATION SUPPLIED BY FOUNDATION

c

Any submission deadlines

JANUARY 1 TO APRIL 30, EACH YEAR

d

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

PREFERENCE GIVEN TO LOCAL AND EDUCATIONAL ORGANIZATIONS

Form 990-PF (2011)

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	360,000
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(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	203,915	
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	237,405	
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		441,320	0
13 Total. Add line 12, columns (b), (d), and (e).			13		441,320

[illegible]

Part XVII

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

[illegible]

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

[illegible]

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge			
	*****		2012-05-21	*****
	Signature of officer or trustee		Date	Title
	Paid Preparer's Use Only	Preparer's Signature	G OTIS KIRKHAM CPA	Date
Firm's name		JOYNER KIRKHAM KEEL & ROBERTSON PC		Check if self-employed <input checked="" type="checkbox"/>
Firm's address		1508 WILLOW LAWN DRIVE SUITE 200 RICHMOND, VA 232303420		PTIN P00015687
			Firm's EIN	54-0987121
			Phone no	(804) 288-0496

May the IRS discuss this return with the preparer shown above? See instructions ☐ Yes ☐ No

Additional Data

Software ID:
Software Version:
EIN: 54-6051620
Name: J EDWIN TREAKLE 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)
215 SHS ELI LILLY & CO	P	2010-09-16	2011-02-02
103 SHS CVS CAREMARK CORP	P	2010-09-16	2011-02-08
50 SHS COLGATE PALMOLIVE CO	P	2006-01-05	2011-05-10
400 SHS COLGATE PALMOLIVE CO	P	2006-06-14	2011-05-10
250 SHS COLGATE PALMOLIVE CO	P	2007-07-05	2011-05-10
500 SHS JOHNSON & JOHNSON	P	1990-02-23	2011-05-10
200 SHS PFIZER INC	P	2010-02-04	2011-05-10
250 SHS VERIZON COMMUNICATIONS	P	1991-08-22	2011-05-10
80 SHS C R BARD INC	P	2010-09-16	2011-05-23
180 SHS EBAY INC	P	2010-09-16	2011-05-23
45 SHS SIGMA ALDRICH CORP	P	2010-09-16	2011-05-23
80 SHS C R BARD INC	P	2010-09-16	2011-07-01
0 5 SHS TORCHMARK CORP	P	2010-09-16	2011-07-18
190 SHS DIAGEO PLC	P	2010-09-16	2011-08-09
150 SHS HEWLETT PACKARD CO	P	2005-08-25	2011-08-22
100 SHS HEWLETT PACKARD CO	P	2006-03-21	2011-08-22
250 SHS HEWLETT PACKARD CO	P	2006-06-14	2011-08-22
160 SHS EXELON CORP	P	2005-08-25	2011-09-14
5 SHS EXELON CORP	P	2005-08-25	2011-10-04
200 SHS EXELON CORP	P	2006-03-21	2011-10-04
55 SHS EXELON CORP	P	2011-02-24	2011-10-04
500 SHS AFLAC INC	P	2010-10-14	2011-10-05
300 SHS AVON PRODUCTS INC	P	2008-09-25	2011-10-05
450 SHS AVON PRODUCTS INC	P	2010-08-09	2011-10-05
416 SHS CENTURYLINK INC	P	2010-08-09	2011-10-05
50 SHS CHEVRON CORP	P	1979-08-09	2011-10-05
500 SHS HEWLETT PACKARD CO	P	2005-08-25	2011-10-05
250 SHS PG&E CORP	P	2010-08-09	2011-10-05
250 SHS PG&E CORP	P	2010-10-14	2011-10-05
400 SHS RIO TINTO PLC	P	2006-03-21	2011-10-05

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)
1000 SHS US BANCORP	P	2010-02-04	2011-10-05
215 SHS QUEST DIAGNOSTICS INC	P	2010-09-16	2011-10-26
895 SHS NABORS INDS INC	P	2011-10-04	2011-11-14
6 SHS CHEVRON CORP	P	1979-08-09	2011-12-12
64 SHS CVS CAREMARK CORP	P	2010-09-16	2011-12-12
270 SHS ENCANA CORP	P	2010-09-16	2011-12-12
60 SHS ENCANA CORP	P	2011-04-01	2011-12-12
6 SHS GOOGLE INC	P	2010-09-16	2011-12-12
270 SHS KIMBERLY CLARK CORP	P	2010-09-16	2012-01-04
300 SHS AT&T INC	P	2006-01-05	2012-03-05
300 SHS AT&T INC	P	2008-09-25	2012-03-05
400 SHS AT&T INC	P	2010-08-09	2012-03-05
72 SHS CHEVRON CORP	P	1979-08-09	2012-03-05
170 SHS CHEVRON CORP	P	1979-08-09	2012-03-05
83 SHS CHEVRON CORP	P	2003-12-24	2012-03-05
270 SHS EXXON MOBIL CORPORATION	P	1998-02-18	2012-03-05
230 SHS EXXON MOBIL CORPORATION	P	1998-02-18	2012-03-05
250 SHS JOHNSON & JOHNSON	P	1990-02-23	2012-03-05
250 SHS JOHNSON & JOHNSON	P	2002-07-24	2012-03-05
250 SHS PNC FINANCIAL SERVICES GROUP INC	P	2010-02-04	2012-03-05
250 SHS PNC FINANCIAL SERVICES GROUP INC	P	2010-10-14	2012-03-05
750 SHS VERIZON COMMUNICATIONS	P	1991-08-22	2012-03-05
100K SBC COMMUNICATIONS INC	P	2007-07-05	2011-11-28
442 735 SHS COLUMBIA ACORN INTERNATIONAL FUND	P	2005-11-08	2011-10-06
53 183 SHS COLUMBIA ACORN INTERNATIONAL FUND	P	2006-01-10	2011-10-06
73 337 SHS COLUMBIA SMALL CAP GROWTH I FUND	P	2007-11-21	2011-10-06
989 832 SHS COLUMBIA SMALL CAP GROWTH I FUND	P	2008-09-26	2011-10-06
2004 281 SHS COLUMBIA SMALL CAP GROWTH I FUND	P	2009-12-16	2011-10-06
1175 558 SHS COLUMBIA VALUE & RESTRUCTURING FUND	P	2008-09-26	2011-10-06
518 686 SHS COLUMBIA VALUE & RESTRUCTURING FUND	P	2010-02-04	2011-10-06

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)
1227 898 SHS COLUMBIA VALUE & RESTRUCTURING FUND	P	2010-07-15	2011-10-06
10 972 SHS COLUMIBA ACORN SELECT FUND	P	2005-03-10	2011-10-06
8701 852 SHS COLUMIBA ACORN SELECT FUND	P	2005-08-23	2011-10-06
1002 204 SHS COLUMIBA ACORN SELECT FUND	P	2009-12-16	2011-10-06
6498 837 SHS COLUMBIA SMALL CAP VALUE FUND	P	2003-06-16	2012-03-01
3000 SHS COLUMBIA SMALL CAP VALUE FUND	P	2003-08-18	2012-03-01
2500 SHS COLUMBIA SMALL CAP VALUE FUND	P	2003-12-22	2012-03-01
2000 SHS COLUMBIA SMALL CAP VALUE FUND	P	2004-07-15	2012-03-01
3000 SHS COLUMBIA SMALL CAP VALUE FUND	P	2004-09-08	2012-03-01
2011 163 SHS COLUMBIA SMALL CAP VALUE FUND	P	2009-12-16	2012-03-01
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)
8,485		7,671	814
4,487		3,034	1,453
4,274		2,754	1,520
34,189		24,607	9,582
21,368		16,457	4,911
32,817		2,484	30,333
4,181		3,664	517
9,401		5,706	3,695
8,826		6,423	2,403
5,713		4,313	1,400
3,079		2,640	439
8,877		6,423	2,454
21		18	3
14,204		12,901	1,303
3,671		3,981	-310
2,447		3,394	-947
6,118		7,484	-1,366
6,714		8,315	-1,601
201		260	-59
8,056		11,240	-3,184
2,216		2,279	-63
17,833		27,457	-9,624
5,783		12,572	-6,789
8,674		14,150	-5,476
13,249		14,313	-1,064
4,620		316	4,304
11,837		13,270	-1,433
10,281		11,301	-1,020
10,281		11,674	-1,393
17,748		19,403	-1,655

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)
22,890		24,193	-1,303
11,991		10,311	1,680
18,038		10,447	7,591
611		38	573
2,434		1,885	549
4,964		7,668	-2,704
1,103		2,096	-993
3,741		2,887	854
19,883		17,944	1,939
9,169		7,347	1,822
9,169		9,044	125
12,226		10,604	1,622
7,889		455	7,434
18,626		1,074	17,552
9,094		3,457	5,637
23,383		7,139	16,244
19,919		6,081	13,838
16,228		1,242	14,986
16,228		10,638	5,590
14,915		13,236	1,679
14,915		12,884	2,031
28,593		17,119	11,474
100,991		100,431	560
14,641		14,230	411
1,759		1,875	-116
1,976		2,381	-405
26,666		25,310	1,356
53,995		46,820	7,175
47,222		53,676	-6,454
20,836		20,680	156

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)
49,325		50,000	-675
239		222	17
189,874		186,046	3,828
21,868		22,740	-872
94,493		59,789	34,704
43,620		28,680	14,940
36,350		28,375	7,975
29,080		22,440	6,640
43,620		34,530	9,090
29,242		21,620	7,622
14,086			14,086

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	
			814
			1,453
			1,520
			9,582
			4,911
			30,333
			517
			3,695
			2,403
			1,400
			439
			2,454
			3
			1,303
			-310
			-947
			-1,366
			-1,601
			-59
			-3,184
			-63
			-9,624
			-6,789
			-5,476
			-1,064
			4,304
			-1,433
			-1,020
			-1,393
			-1,655

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	
			-1,303
			1,680
			7,591
			573
			549
			-2,704
			-993
			854
			1,939
			1,822
			125
			1,622
			7,434
			17,552
			5,637
			16,244
			13,838
			14,986
			5,590
			1,679
			2,031
			11,474
			560
			411
			-116
			-405
			1,356
			7,175
			-6,454
			156

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	
			-675
			17
			3,828
			-872
			34,704
			14,940
			7,975
			6,640
			9,090
			7,622
			14,086

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ABINGDON VOLUNTEER FIRE & RESCUE INCPO BOX 9 BENA,VA 23018		EXEMPT 501 (C) (3) P	BUY EQUIPMENT	52,000
ANIMAL CARE SOCIETYPO BOX 121 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	HELP CLIENTS WHO ARE UNABLE TO PAY FOR PETS' SPAY/NEUTER	7,000
ANIMAL RESOURCE FOUNDATION INCPO BOX 967 WHITE MARSH,VA 23183		EXEMPT 501 (C) (3) P	PAY FOR SPAY/NEUTER/RABIES SHOT FOR CAT OWNERS NEEDING FINANCIAL HELP AND \$1,000 TO BUY CAT TRAPS AND CAGES	1,000
ANTIOCH BAPTIST CHURCH110 ANTIOCH ROAD SUSAN,VA 23163		NO IRS RULINGS	UPKEEP OF BUILDING & GROUNDS	500
BAY SCHOOL COMMUNITY ARTS CENTER279 MAIN STREET MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	FUND YOUNG MUSICIANS CAMP, PRE-SCHOOL ART CAMP, AND SENIOR ART PROGRAM	1,000
BOYS & GIRLS CLUBS OF THE VIRGINIA PENINSULA11825 ROCK LANDING DRIVE NEWPORT NEWS,VA 23606		EXEMPT 501 (C) (3) P	GENERAL OPERATING FUNDS FOR TWO CLUBS	2,000
CEREBRAL PALSY OF VIRGINIA 5825 ARROWHEAD DRIVE SUITE 201 VIRGINIA BEACH,VA 23462		EXEMPT 501 (C) (3) P	PROVIDE TWO SCHOLARSHIPS TO CAMP	500
CHESAPEAKE BAY FOUNDATION 6 HERNDON AVENUE ANNAPOLIS,MD 21403		EXEMPT 501 (C) (3) P	SUPPORT VIRGINIA EDUCATION PROGRAM	1,000
CHILDREN'S HOSPITAL OF THE KING'S DAUGHTERS601 CHILDRENS LANE NORFOLK,VA 23507		EXEMPT 501 (C) (3) P	SUPPORT REACH OUT AND READ	1,900
CHRISTOPHER NEWPORT UNIVERSITY1 UNIVERSITY PLACE NEWPORT NEWS,VA 23606		EXEMPT 501 (C) (3) P	PROVIDE SCHOLARSHIPS TO STUDENTS FROM GLOU & MATHEWS	4,500
CIRCLE OF FRIENDS FOUNDATIONP O BOX 112 GLOUCESTER POINT,VA 23062		EXEMPT 501 (C) (3) P	HELP LOCAL HANDICAPPED PEOPLE WITH VARIOUS EXPENSES AND MAINTAIN CIRCLE HOUSE	2,000
COURT HOUSE PLAYERS THEPO BOX 643 GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	FUND MISSOULA CHILDREN'S THEATRE FOR AREA	1,000
CUB SCOUT PACK 1756788 ARK ROAD GLOUCESTER,VA 23061		NO PUBLIC OR PRIVATE	BUY FLAGS FOR VETERANS' GRAVES	500
FAIRFIELD FOUNDATION INCPO BOX 157 WHITE MARSH,VA 23183		EXEMPT 501 (C) (3) P	RESTORATION OF EDGE HILL SERVICE STATION	1,000
FIRST BAPTIST CHURCH9654 BUCKLEY HALL ROAD MATHEWS,VA 23109		NO IRS RULINGS RULIN	BUY MONITOR & PROJECTOR FOR CHURCH	500
FOODBANK OF THE VIRGINIA PENINSULA2401 ALUMINUM AVENUE HAMPTON,VA 23661		EXEMPT 501 (C) (3) P	BUY FOOD FOR NEEDY IN GLOU & MATHEWS	11,000
GLOUCESTER COUNTY 4-HPO BOX 156 GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	PAY FOR SCHOLARSHIPS, COUNSELORS' TRAINING, & TRANSPORTATION TO AND FROM CAMP	5,000
GLOUCESTER COUNTY PUBLIC SCHOOLS EDUCATIONAL FOUNDATION6489 MAIN STREET BLDG 2 GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	BUY REPLACEMENT MATERIALS NEEDED BY PAGE FACULTY AND STUDENTS	5,000
GLOUCESTER FAIR ASSOCIATION INC10839 GEORGE WASHINGTON MEMORIAL HIGHWAY GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	RENT TENT AND TEMPORARY LIGHTS FOR FAIR	1,000
GLOUCESTER HOUSING PARTNERSHIPPO BOX 772 HAYES,VA 230720772		EXEMPT 501 (C) (3) P	PROVIDE HOUSING FOR LOW-INCOME FAMILIES	12,000
GLOUCESTER LIBRARY FRIENDS OFPO BOX 1392 GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	PURCHASE BOOKS AND LIBRARY MATERIALS	21,000
GLOUCESTER-MATHEWS FREE CLINIC7314 MAIN STREET GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	PURCHASE DIABETIC TESTING SUPPLIES	16,000
GLOUCESTER-MATHEWS HUMANE SOCIETY6620 JACKSON LANE GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	15 KENNEL SPACES FOR OUTDOOR AREA	8,000
GLOUCESTER ROWING ASSOCIATIONPO BOX 523 GLOUCESTER,VA 23061		EXEMPT 501 (C) (3)	BUY NEW ERGO METERS	3,000
GLOUCESTER VOLUNTEER FIRE AND RESCUE SQUAD INC6595 MAIN STREET GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	BUY EQUIPMENT FOR FIREFIGHTERS & AMBULANCES	52,000
HANDS ACROSS MATHEWSPO BOX 1303 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	HELP NEEDY IN MATHEWS	12,000
HAYNES CEMETERY INCPO BOX 209 COBBS CREEK,VA 23035		EXEMPT 501 (C) (3) N	USE TO MAINTAIN CEMETERY	500
HISTORIC CHRIST CHURCH FOUNDATION FOR420 CHRIST CHURCH ROAD WEEMS,VA 22576		EXEMPT 501 (C) (3) P	FUND BUILDING CONDITIONS SURVEY OF CHURCH	500
HOSPITAL HOSPITALITY HOUSE 612 E MARSHALL STREET RICHMOND,VA 23219		EXEMPT 501 (C) (3) P	FUND FAMILY ASSISTANCE PROGRAM	1,000
JACOB'S LADDER INC83 HILL CREST LANE URBANNA,VA 23175		EXEMPT 501 (C) (3) P	PAY FOR CAMP FOR 6 GIFTED, AT-RISK LOCAL KIDS	5,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
JOSEPH BRYAN BRANCH OF PRESERVATION VIRGINIAPO BOX 335 GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	REPAIR WALTER REED BIRTHPLACE	1,000
KINGSTON PARISH PRESCHOOLPO BOX 471 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	BUY LIGHT TABLE AND ACCESSORIES	500
LAUREL SHELTER INCPO BOX 23 GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	USE TO BUY MEDICATIONS, FOOD, CLOTHING FOR RESIDENTS & PAY REGISTERED NURSE	4,000
LITERACY VOLUNTEERS OF GLOUCESTER INC5276 GEORGE WASHINGTON MEMORIAL HIGHWAY WHITE MARSH,VA 23183		EXEMPT 501 (C) (3) P	BUY TEACHING MATERIALS	1,000
MATHEWS BAPTIST CHURCH8284 BUCKLEY HALL ROAD HUDGINS,VA 23076		NO IRS RULINGS	MAINTAIN CEMETERY LOTS WHERE TREAKLE FAMILY BURIED	600
MATHEWS COUNTY HISTORICAL SOCIETYPO BOX 855 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	PRESERVATION OF THOMAS JAMES STORE	1,000
MATHEWS COUNTY TRIAD INCPO BOX 190 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	PROVIDE LIFELINE TO INDIGENT SENIORS	2,000
MATHEWS COUNTY VISITOR & INFORMATION CENTERPO BOX 1456 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	PAY TO INSULATE SIBLEY'S GENERAL STORE	1,000
MATHEWS FAMILY YMCA10746 BUCKLEY HALL ROAD MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	START-UP COSTS FOR YOUTH FOOTBALL PROGRAM	2,000
MATHEWS HIGH SCHOOL CREWPO BOX 38 MATHEWS,VA 23109		USE PUBLIC SCHOOL RU	FUND REPAIR OF OLDER SHELLS	3,000
MATHEWS LAND CONSERVANCYPO BOX 306 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	COMPLETION OF BOATHOUSE	3,000
MATHEWS MARITIME FOUNDATIONPO BOX 1201 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	BUILD 2 SAILBOATS FOR JAMESTOWN 4-H EDUCATIONAL CENTER FOR SAILING LESSONS FOR KIDS	3,000
MATHEWS MEMORIAL LIBRARY INC FRIENDS OFPO BOX 127 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	FUND H BLAND HUDGINS, M D WING & BUY BOOKS, ETC	21,000
MATHEWS VOLUNTEER FIRE DEPARTMENT INCP O BOX 1130 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	PAY OFF LAND FOR COBBS CREEK STATION	26,000
MATHEWS VOLUNTEER RESCUE SQUADPO BOX 723 MATHEWS,VA 23109		EXEMPT 501 (C) (3) P	FUND NEW AMBULANCE AND REPLACE EQUIPMENT	26,000
PEAR TREE CEMETERY FOUNDATIONPO BOX 43 MOON,VA 23119		EXEMPT 501 (C) (3) N	MAINTAIN CEMETERY	500
RAPPAHANNOCK COMMUNITY COLLEGE EDUCATIONAL FOUNDATION INCPO BOX 923 WARSAW,VA 22572		EXEMPT 501 (C) (3) P	FUND 5 MERIT SCHOLARSHIPS & PROVIDE REFERENCE BOOKS FOR LIBRARY	8,000
RAPPAHANNOCK WESTMINSTER-CANTERBURY FOUNDATION INC 132 LANCASTER DRIVE IRVINGTON,VA 22480		EXEMPT 501 (C) (3) P	SUPPORT FELLOWSHIP ASSISTANCE PROGRAM	500
READING IS FUNDAMENTAL - LEE JACKSON274 JOHNSON POINT ROAD HALLIEFORD,VA 23063		EXEMPT 501 (C) (3) P	BUY BOOKS FOR LEE JACKSON STUDENTS	2,000
READING IS FUNDAMENTAL - TC WALKER ELEMENTARY6099 TC WALKER ROAD GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	BUY BOOKS FOR STUDENTS	2,000
ROSEWELL FOUNDATION THE5113 OLD ROSEWELL LANE GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	PROVIDE SERVICES TO VISITORS	1,000
RURAL INFANT SERVICES PROGRAMPO BOX 40 SALUDA,VA 23149		EXEMPT 501 (C) (3) P	BUY PROGRAM EQUIPMENT & MATERIALS	1,000
SALVATION ARMY -- GLOUCESTER-MATHEWSPO OX 267 HAYES,VA 23072		EXEMPT 501 (C) (3) P	ASSIST WITH RENT, UTILITIES, FUEL, HEAT, MEDICATIONS, AND SUMMER CAMP	9,000
SAMARITAN GROUP THEPO BOX 784 WHITE MARSH,VA 23183		EXEMPT 501 (C) (3) P	ASSIST NEEDY IN GLOU WITH RENT, UTILITIES, TRANSPORTATION, FUEL, FOOD	6,000
SENTARA HEALTH FOUNDATION THE6015 POPLAR HALL DRIVE 308 NORFOLK,VA 23502		EXEMPT 501 (C) (3) P	HELP FUND NEW NIGHTINGALE AIR AMBULANCE	1,000
ST PAUL CEMETERY ASSOCIATION 1150 ANTIOCH ROAD SUSAN,VA 23163		EXEMPT 501 (C) (3) N	UPKEEP OF CEMETERY	500
VIRGINIA HISTORICAL SOCIETY PO BOX 7311 RICHMOND,VA 23221		EXEMPT 501 (C) (3) P	FUND EDUCATIONAL OUTREACH TO GLOUCESTER & MATHEWS SCHOOLS	1,000
VIRGINIA SYMPHONY ORCHESTRA 861 GLENROCK ROAD SUITE 200 NORFOLK,VA 23502		EXEMPT 501 (C) (3) P	PAY TO SEND GLOU & YORK ELEM STUDENTS TO YOUNG PEOPLE'S CONCERT	1,000
WARE ACADEMY7936 JOHN CLAYTON MEMORIAL HIGHWAY GLOUCESTER,VA 23061		EXEMPT 501 (C) (3) P	BUY SCIENCE AND SOCIAL STUDIES TEXTBOOKS	1,000
WASHINGTON AND LEE UNIVERSITYOFFICE OF UNIVERSITY DEVELOPMENT LEXINGTON,VA 24450		EXEMPT 501 (C) (3) P	FUND RIGGERS FOR AERIAL DANCE CLASSES	1,000
Total  3a				360,000

TY 2011 Accounting Fees Schedule

Name: J EDWIN TREACLE FOUNDATION INC

EIN: 54-6051620

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AUDIT OF FINANCIAL STATEMENTS AND PREPARATION OF FORM 990-PF	10,402	10,402		0

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Depreciation Schedule

Name: J EDWIN TREACLE FOUNDATION INC

EIN: 54-6051620

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
FILE CABINET	1976-03-15	624	624	SL	10 0000000000000	0	0		
FILE CABINET	1978-07-15	134	134	SL	10 0000000000000	0	0		
IBM TYPEWRITER	1980-05-15	460	460	SL	5 0000000000000	0	0		
DESK	1992-02-24	495	495	SL	10 0000000000000	0	0		
CREDENIZA	1992-02-24	335	335	SL	10 0000000000000	0	0		
CHAIR, SEC	1992-02-24	130	130	SL	10 0000000000000	0	0		
CHAIR, SIDE	1992-02-24	120	120	SL	10 0000000000000	0	0		
4 DOOR FILE CABINET	1996-05-30	220	220	SL	5 0000000000000	0	0		
COMPUTER DESK	1997-12-17	596	596	SL	10 0000000000000	0	0		
COMPUTER SYSTEM	2010-09-21	1,935	226	SL	5 0000000000000	387	0		

**TY 2011 Investments Corporate
Bonds Schedule****Name:** J EDWIN TREAKLE FOUNDATION INC**EIN:** 54-6051620

Name of Bond	End of Year Book Value	End of Year Fair Market Value
100K MERCK & CO INC SR NT	103,111	103,111
100K BELLSOUTH CORP	109,521	109,521
100K MICROSOFT CORP SR NT	106,057	106,057
100K WALMART STORES INC SR NT	104,518	104,518

TY 2011 Investments Corporate
Stock Schedule

Name: J EDWIN TREACLE FOUNDATION INC
EIN: 54-6051620

Name of Stock	End of Year Book Value	End of Year Fair Market Value
250 SHS AIR PRODUCTS & CHEMICALS INC	21,372	21,372
315 SHS AMERICAN EXPRESS CO	18,966	18,966
500 SHS AMERICAN WATERWORKS CO INC	17,120	17,120
700 SHS APACHE CORP	67,158	67,158
100 SHS APPLE INC	58,398	58,398
441 SHS BARRICK GOLD CORP	17,830	17,830
285 SHS BAXTER INTL INC	15,792	15,792
100 SHS BLACKROCK INC	19,158	19,158
173 SHS C R BARD INC	17,120	17,120
1425 SHS CHARLES SCHWAB CORP	20,349	20,349
539 SHS CHEVRON CORP	57,436	57,436
225 SHS CHUBB CORP	16,441	16,441
2850 SHS CISCO SYSTEMS	57,442	57,442
600 SHS CMS ENERGY CORP	13,794	13,794
900 SHS COCA COLA CO	68,688	68,688
190 SHS CONOCOPHILLIPS	13,610	13,610
358 SHS CVS CAREMARK CORP	15,974	15,974
955 SHS DELL INC	15,633	15,633
1000 SHS DOMINION RESOURCE INC	52,190	52,190
469 SHS DR PEPPER SNAPPLE INC	19,032	19,032
280 SHS EBAY INC	11,486	11,486
1250 SHS EMC CORP	35,262	35,262
1200 SHS EXPRESS SCRIPTS INC	66,948	66,948
1100 SHS EXXON MOBIL CORPORATION	94,974	94,974
400 SHS FREEPORT-MCMORAN COPPER & GOLD INC	15,320	15,320
260 SHS GALAXOSMITHKLINE PLLC	12,020	12,020
300 SHS GENERAL DYNAMICS, CORP	20,250	20,250
3000 SHS GENERAL ELECTRIC COMPANY	58,740	58,740
28 SHS GOOGLE INC	16,936	16,936
500 SHS HONEYWELL INC	30,330	30,330

Name of Stock	End of Year Book Value	End of Year Fair Market Value
700 SHS INTERNATIONAL BUSINESS MACHINES CORP	144,956	144,956
290 SHS JOHNSON & JOHNSON	18,879	18,879
10 SHS MATHEWS YACHT CLUB	50	50
540 SHS MEDTRONIC INC	20,628	20,628
2500 SHS MICROSOFT CORP	80,037	80,037
590 SHS MOLSON COORS BREWING CO CL B	24,532	24,532
250 SHS NESTLE S A ADR	15,314	15,314
218 SHS NEWMONT MINING CORP	10,388	10,388
265 SHS NORTHROP GRUMMAN CORP	16,769	16,769
500 SHS NOVARTIS A G ADR	27,585	27,585
375 SHS PEPSICO INC	24,750	24,750
800 SHS PFIZER INC	18,320	18,320
1150 SHS PHILIP MORRIS INTERNATIONAL INC	102,936	102,936
330 SHS PNC FINANCIAL SERVICES GROUP INC.	21,886	21,886
400 SHS PRAXAIR INC.	46,280	46,280
800 SHS PROCTOR & GAMBLE CO	50,912	50,912
750 SHS QUALCOMM INC	47,872	47,872
500 SHS RAYTHEON CO	27,070	27,070
750 SHS REPUBLIC SERVICES INC	20,528	20,528
130 SHS SIGMA ALDRICH CORP	9,217	9,217
814 SHS STAPLES INC	12,536	12,536
300 SHS SUNTRUST BANKS INC	7,284	7,284
438 SHS TARGET CORP	25,378	25,378
1000 SHS TJX COS	41,710	41,710
217 SHS TORCHMARK CORP	10,570	10,570
195 SHS TRAVELERS COS INC	12,542	12,542
415 SHS UNILEVER N V	14,255	14,255
1000 SHS UNITED TECHNOLOGIES CORP.	81,640	81,640
505 SHS US BANCORP	16,246	16,246
435 SHS WAL-MART STORES INC	25,626	25,626

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1660 SHS WELLS FARGO & CO.	55,469	55,469
1000 SHS YUM BRANDS INC	72,730	72,730
1065 SHS ISHARES BARCLAYS AGGREGATE BOND	117,789	117,789
465 SHS ISHARES IBOXX \$ INVEST GRADE CORP	54,163	54,163
2160 SHS ISHARES MSCI AUSTRALIA INDEX	51,494	51,494
1000 SHS ISHARES MSCI BRAZIL INDEX	60,255	60,255
1840 SHS ISHARES MSCI CDA INDEX FUND	52,182	52,182
1000 SHS ISHARES MSCI CHILE INVESTABLE MARKET INDEX	67,350	67,350
5000 SHS ISHARES MSCI SINGAPORE INDEX	64,975	64,975
1150 SHS ISHARES RUSSELL 1000 GROWTH INDEX	75,900	75,900
7150 SHS VANGUARD EMERGING MARKETS STOCK	304,268	304,268
16372.877 SHS ARTIO GLOBAL HIGH INCOME FUND	158,326	158,326
4030.595 SHS ASTON MONTAG & CARDWELL GROWTH FUND	102,417	102,417
14822.657 SHS CAMBIAR SMALL CAP FUND	278,073	278,073
19337.017 SHS CMG ULTRA SHORT TERM BOND FUND	174,227	174,227
4862.827 SHS COLUMBIA ACORN INTERNATIONAL FUND	192,374	192,374
9045.813 SHS COLUMBIA SELECT LARGE CAP GROWTH FUND	129,717	129,717
781.861 SHS EAGLE SM CAP GROWTH FUND	33,847	33,847
2668.627 SHS HARBOUR INTERNATIONAL FUND	158,356	158,356
18311.115 SHS JOHN HANCOCK FDS III DISCPILINED VALUE MID CAP FUND	233,284	233,284
2880.991 SHS LAZARD FUNDS INC EMERGING MKTS PORTFOLIO	55,373	55,373
3374.578 SHS NATIXIS FDS TR IV AEW REAL ESTATE FUND	64,994	64,994
1526.562 SHS PERMANENT PORTFOLIO	74,206	74,206
32701.01 SHS PIMCO COMMODITY REALRETURN STRATEGY FUND	220,078	220,078
40514.612 SHS PIMCO TOTAL RETURN FUND	454,574	454,574
2057.613 SHS PRUDENTIAL JENNISON MID-CAP GROWTH FUND	68,210	68,210
8033.003 SHS T ROWE PRICE INTERNATIONAL FUNDS INC	80,169	80,169
4119.579 SHS THORNBURG INTERNATIONAL VALUE FUND	111,970	111,970

TY 2011 Investments - Other Schedule

Name: J EDWIN TREACLE FOUNDATION INC

EIN: 54-6051620

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
COINS & PAPERS	FMV	5	5

TY 2011 Land, Etc. Schedule**Name:** J EDWIN TREACLE FOUNDATION INC**EIN:** 54-6051620

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FILE CABINET	624	624		0
FILE CABINET	134	134		0
IBM TYPEWRITER	460	460		0
DESK	495	495		0
CREDENIZA	335	335		0
CHAIR, SEC	130	130		0
CHAIR, SIDE	120	120		0
4 DOOR FILE CABINET	220	220		0
COMPUTER DESK	596	596		0
COMPUTER SYSTEM	1,935	613	1,322	0

TY 2011 Other Assets Schedule

Name: J EDWIN TREACLE FOUNDATION INC

EIN: 54-6051620

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
RECOVERABLE EXCISE TAX		1,716	1,716

TY 2011 Other Decreases Schedule

Name: J EDWIN TREACLE FOUNDATION INC

EIN: 54-6051620

Description	Amount
UNREALIZED LOSS	597,837

TY 2011 Other Expenses Schedule**Name:** J EDWIN TREACLE FOUNDATION INC**EIN:** 54-6051620

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	4,557	2,279		2,278
MISCELLANEOUS	565	282		283
P O BOX RENT	54	27		27
OFFICE SUPPLIES	236	118		118
POSTAGE	135	68		67
TELEPHONE	834	417		417

TY 2011 Other Liabilities Schedule

Name: J EDWIN TREACLE FOUNDATION INC

EIN: 54-6051620

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL EXCISE TAXES PAYABLE	4,393	0

TY 2011 Other Professional Fees Schedule**Name:** J EDWIN TREACLE FOUNDATION INC**EIN:** 54-6051620

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUST FEES FOR MAINTAINING INVESTMENT ASSETS	28,504	28,504		0

TY 2011 Taxes Schedule

Name: J EDWIN TREACLE FOUNDATION INC

EIN: 54-6051620

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES	3,804	0		0