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

**2011**

Department of the Treasury  
Internal Revenue Service

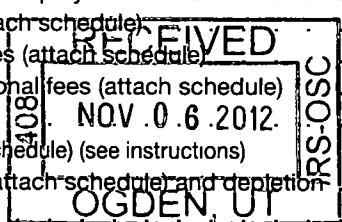
**Note.** The foundation may be able to use a copy of this return to satisfy state reporting requirements

**For calendar year 2011 or tax year beginning July 1, 2011, and ending June 30, 2012**

Name of foundation <b>Burger King Scholars</b>		<b>A Employer identification number</b> <b>20-5136286</b>
Number and street (or P O box number if mail is not delivered to street address) <b>910 Triangle Street</b>	Room/suite	<b>B Telephone number (see instructions)</b> <b>540-552-7718</b>
City or town, state, and ZIP code <b>Blacksburg, VA 24060</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D</b> 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 10195</b>	<b>J</b> Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)	0			
	<b>2</b> Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities				
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10				
	<b>b</b> Gross sales price for all assets on line 6a				
	<b>7</b> Capital gain net income (from Part IV, line 2)				
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less: Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)					
<b>12 Total.</b> Add lines 1 through 11	0	0	0		
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc.				
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule)				
	<b>b</b> Accounting fees (attach schedule)				
	<b>c</b> Other professional fees (attach schedule)				
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule) (see instructions)				
	<b>19</b> Depreciation (attach schedule) and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings				
	<b>22</b> Printing and publications	625			
	<b>23</b> Other expenses (attach schedule)	75			
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	700	0	0	
	<b>25</b> Contributions, gifts, grants paid	0			0
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	700	0	0	0	
<b>27</b> Subtract line 26 from line 12:					
<b>a Excess of revenue over expenses and disbursements</b>	-700				
<b>b Net investment income</b> (if negative, enter -0-)		0			
<b>c Adjusted net income</b> (if negative, enter -0-)			0		

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<b>Part II Balance Sheets</b>		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
<b>Assets</b>	1	Cash—non-interest-bearing . . . . .	10895	10195	10195
	2	Savings and temporary cash investments . . . . .	0	0	0
	3	Accounts receivable ▶ . . . . . 0			
		Less: allowance for doubtful accounts ▶ . . . . . 0	0	0	0
	4	Pledges receivable ▶ . . . . . 0			
		Less: allowance for doubtful accounts ▶ . . . . . 0	0	0	0
	5	Grants receivable . . . . .	0	0	0
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .	0	0	0
	7	Other notes and loans receivable (attach schedule) ▶ . . . . . 0			
		Less: allowance for doubtful accounts ▶ . . . . . 0	27000	0	0
	8	Inventories for sale or use . . . . .	0	0	0
	9	Prepaid expenses and deferred charges . . . . .	0	0	0
	10a	Investments—U.S. and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule) . . . . .	0	0	0
	c	Investments—corporate bonds (attach schedule) . . . . .	0	0	0
	11	Investments—land, buildings, and equipment: basis ▶ . . . . . 0			
	Less: accumulated depreciation (attach schedule) ▶ . . . . . 0	0	0	0	
12	Investments—mortgage loans . . . . .	0	0	0	
13	Investments—other (attach schedule) . . . . .	0	0	0	
14	Land, buildings, and equipment: basis ▶ . . . . . 0				
	Less: accumulated depreciation (attach schedule) ▶ . . . . . 0	0	0	0	
15	Other assets (describe ▶ 0 ) . . . . .	0	0	0	
16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item l) . . . . .	37895	10195	10195	
<b>Liabilities</b>	17	Accounts payable and accrued expenses . . . . .	4517	4517	
	18	Grants payable . . . . .	27000	0	
	19	Deferred revenue . . . . .	0	0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule) . . . . .	0	0	
	22	Other liabilities (describe ▶ ) . . . . .	0	0	
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	31517	4517	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> <input type="checkbox"/>				
	24	Unrestricted . . . . .	0	0	
	25	Temporarily restricted . . . . .	0	0	
	26	Permanently restricted . . . . .	0	0	
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds . . . . .	0	0	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	6378	5678	
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	6378	5678	
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	37895	10195		

<b>Part III Analysis of Changes in Net Assets or Fund Balances</b>			
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	6378
2	Enter amount from Part I, line 27a . . . . .	2	-700
3	Other increases not included in line 2 (itemize) ▶ . . . . .	3	0
4	Add lines 1, 2, and 3 . . . . .	4	5678
5	Decreases not included in line 2 (itemize) ▶ . . . . .	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	5678

**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 shares MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b> 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 }			<b>2</b>
<b>3</b> 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 instructions). If (loss), enter -0- in Part I, line 8				<b>3</b> <b>0</b>

**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 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			
2009			
2008			
2007			
2006			

<b>2</b> Total of line 1, column (d)	<b>2</b>
<b>3</b> 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	<b>3</b>
<b>4</b> Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	<b>4</b>
<b>5</b> Multiply line 4 by line 3	<b>5</b>
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>
<b>7</b> Add lines 5 and 6	<b>7</b>
<b>8</b> Enter qualifying distributions from Part XII, line 4 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.	<b>8</b>

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

<b>1a</b>	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>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>		N/A
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>		
<b>3</b>	Add lines 1 and 2	<b>3</b>		
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>		
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>		
<b>6</b>	Credits/Payments:			
<b>a</b>	2011 estimated tax payments and 2010 overpayment credited to 2011	<b>6a</b>		
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>		
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>		
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>		
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>		
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>		
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>		0
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>		
<b>11</b>	Enter the amount of line 10 to be: <b>Credited to 2012 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>		0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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?		✓
<b>b</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>		✓
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		✓
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
<b>2</b> 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>		✓
<b>3</b> 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>		✓
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		✓
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
<b>6</b> 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?	✓	
<b>7</b> 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>	✓	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ Virginia		
<b>b</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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	✓	
<b>9</b> 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)? <i>If "Yes," complete Part XIV</i>		✓
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

<b>Part VII-A Statements Regarding Activities (continued)</b>				
<b>11</b>	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	<b>11</b>		✓
<b>12</b>	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	<b>12</b>		✓
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <b>N/A</b>	<b>13</b>	✓	
<b>14</b>	The books are in care of ▶ <b>Burger King Scholars</b> Telephone no. ▶ <b>540-552-7718</b> Located at ▶ <b>910 Triangle St, Blacksburg, VA</b> ZIP+4 ▶ <b>24060</b>			
<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here. ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ <b>15</b>			
<b>16</b>	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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	<b>16</b>	Yes	No ✓

<b>Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required</b>			Yes	No
<b>File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.</b>				
<b>1a</b>	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? ( <b>Exception.</b> 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>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	<b>1b</b>		
<b>c</b>	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?	<b>1c</b>		✓
<b>2</b>	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)):			
<b>a</b>	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>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions.)	<b>2b</b>		✓
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____			
<b>3a</b>	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>b</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> )	<b>3b</b>		✓
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		✓
<b>b</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?	<b>4b</b>		✓

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

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

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

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

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

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

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

**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b**  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945–5(d).

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**  Yes  No  
 If "Yes" to 6b, file Form 8870.

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

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**  Yes  No

**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 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
John W. Newcomb 110 Farmingdale Lane, Blacksburg, VA 24060	President 0 hrs	0	0	0
Peggy Meade 165 Hilltop Road, Pearisburg, VA 24134	Vice President 0 hrs	0	0	0

**2 Compensation of five highest-paid employees (other than those included on line 1—see 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"				
<b>Total number of other employees paid over \$50,000</b>				<b>0</b>

**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 instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
"None"		
.....		
.....		
.....		
.....		
.....		
.....		
.....		
<b>Total</b> number of others receiving over \$50,000 for professional services . . . . . ▶		

**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
<b>1</b> "None" .....	
<b>2</b> .....	
<b>3</b> .....	
<b>4</b> .....	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount	
<b>1</b> "None" .....	<b>0</b>	
<b>2</b> .....	<b>0</b>	
All other program-related investments See instructions		
<b>3</b> .....	<b>0</b>	
<b>Total.</b> Add lines 1 through 3 . . . . . ▶		<b>0</b>

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	0
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	0
<b>c</b>	Fair market value of all other assets (see instructions) . . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	0
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	0
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions) . . . . .	<b>4</b>	0
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	<b>5</b>	0
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	0

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

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

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26 . . . . .	<b>1a</b>	700
<b>b</b>	Program-related investments—total from Part IX-B . . . . .	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	0
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	0
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	<b>4</b>	700
<b>5</b>	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 instructions) . . . . .	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	700

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

**Part XIII Undistributed Income** (see instructions)

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

**Part XIV Private Operating Foundations** (see 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 . . . . . **N/A**

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

	Tax year				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .	0	0	0	0	0
<b>b</b> 85% of line 2a . . . . .	0	0	0	0	0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .	700	24802	24436	47500	97438
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .	0	0	0	0	0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .	700	24802	24436	47500	97438
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test—enter:					
<b>(1)</b> Value of all assets . . . . .	10195	37895	24800	43861	116751
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .	N/A	N/A	N/A	N/A	N/A
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .	0	0	0	0	0
<b>c</b> "Support" alternative test—enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .	0	35194	30814	47500	113508
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .	0	35194	30814	47500	113508
<b>(3)</b> Largest amount of support from an exempt organization . . . . .	0	0	0	0	0
<b>(4)</b> Gross investment income . . . . .	0	0	0	0	0

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

**1 Information Regarding Foundation Managers:**

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

N/A

**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.

N/A

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

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

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

Darlene Hodges, Burger King Scholars, 910 Triangle St, Blacksburg, VA 24060 (540) 552-7718 Ext 108

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

Burger King Scholars Application and a current complete high school transcript of grades

**c** Any submission deadlines:

Postmarked no later than December 15

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

Danville, Lynchburg, The New River Valley, The Roanoke Valley in Virginia, and Lewisburg, WV

**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)				
<p><b>a</b> <i>Paid during the year</i></p> <p>See Attached</p>	<p>No Relationship</p>		<p>College Scholarship</p>	<p>1000 each</p>
<p><b>Total</b> . . . . . ▶ <b>3a</b></p>				<p><b>27000</b></p>
<p><b>b</b> <i>Approved for future payment</i></p>				
<p><b>Total</b> . . . . . ▶ <b>3b</b></p>				<p><b>0</b></p>





Burger King Scholars  
6/30/2012  
20-5136286  
990PF Attachments

Page 1, Part I, Line 1 Contributions, gifts, grants, etc., received  
Contributions

\$ -

Page 1, Part I, Line 23 Other expenses  
Treasurer of Virginia

Column a	Column d
<u>\$ 75</u>	<u>\$ 75</u>
<u>\$ 75</u>	<u>\$ 75</u>

Page 2, Part II, Line 7 Other notes and loans receivable  
Contributions receivable from third party collecting entity

Column b	Column c
<u>\$ 27,000</u>	<u>\$ 27,000</u>

We funded scholarships in 2012 through Burger King Corporation, Miami, FI

Student Name	Street	City	State	Zip	Student Phone	School	School address
Brittany Mays	602 Heatherton Drive	Covington	VA	24426	540-691-9059	Alleghany High School	210 Mountaineer Drive
Caitlin Dickerson	3371 Zimmerman Lane	Christiansburg	VA	24073	540-239-3186	Auburn High School	4163 Riner Road
Caitlyn Cart	935 Rockwood Park Road	Bassett	VA	24055	276-806-5992	Bassett High School	85 Riverside Drive
AnQi Sun	227 Chesterfield Rd	Lynchburg	VA	24502	718-313-6178	Brookville High School	100 Laxton Rd
Robert Martin	8 Alleghany Street	Christiansburg	VA	24073	540-818-2971	Christiansburg High School	100 Independence Blvd
Kara Broughman	218 Phillip Street	Covington	VA	24426	540-960-0914	Covington High School	606 S Lexington Ave
Mary Houser	1788 Hunters Lane	Blairs	VA	24527	434-728-4597	Dan River High School	100 Dan River Wildcat Circle
Paul O Dugger	112 Denver Avenue	Lynchburg	VA	24503	434-847-0653	E C Glass High School	2111 Memorial Ave
Samantha Adams	P O Box 572	Elliston	VA	24087	540-392-6671	Eastern Montgomery HS	4695 Crozier Road
Tachyana Cummings	P.O Box 12331	Roanoke	VA	24024	540-493-2446	Franklin County High School	700 Tanyard Road
David Hudson	956 Ft Chiswell Rd	Max Meadows	VA	24360	276-620-1284	Ft Chiswell High School	#1 Pioneer Trail
LaQuinta Elliott	618 Holbrook Street	Danville	VA	24541	434-791-1059	George Washington HS	701 Broad Street
Kelsey Marrs	160 Dawns Lane	Wytheville	VA	24382	276-239-0195	George Wythe High School	#1 Maroon Way
Nicole Stump	151 Prospectdale Road	Pearnsburg	VA	24134	540-921-4950	Giles High School	1825 Wenonah Ave
Elizabeth Sherer	2123 Wildwood Road	Salem	VA	24153	540-588-3351	Glenvar High School	4549 Malus Drive
Caitlin White	111 James River Road	Lewisburg	WV	24901	304-647-0142	Greenbrier East High School	One Spartan Lane
Michael Templeton	103 Franklin Place	Lynchburg	VA	24503	434-384-3887	Heritage High School	3020 Wards Ferry Road
Kelsey Carr	HC81 Box 31A	Lindside	WV	24951	304-646-4073	James Monroe High School	Rt1, Box 97-1-A
Gregory Myrick	1558 Timberlake Drive	Lynchburg	VA	24502	434-401-4192	Jefferson Forest High School	1 Cavalier Circle
Mary Grace Hankins	909 Jefferson Circle	Martinsville	VA	24112	276-252-4214	Martinsville High School	351 Commonwealth Blvd
Lindsey Trent	136 Piney Grove Drive	Narrows	VA	24124	540-726-2550	Narrows High School	1 Green Wave Lane
Miranda Shupe	2441 Blue Ridge Turnpike	Fincastle	VA	24090	540-797-0565	Patrick Henry HS	2102 Grandin Rd SW
Hollie Howard	7136 Belspring Road	Radford	VA	24141	540-320-8281	Pulaski High School	5414 Cougar Trail
Bryan Earles	112 Kirkwood Drive	Radford	VA	24141	540-320-7763	Radford High School	50 Dalton Drive
Sarah Robinette	1514 Poplar Avenue	Salem	VA	24153	540-389-7725	Salem High School	400 Spartan Drive
Codi Marie Wright	3001 Whispering Pines Rd	Axton	VA	24054	434-685-2830	Tunstall High School	100 Trojan Circle
Deonte Dance	1321 Crescent Street	Roanoke	VA	24017	540-793-1102	William Fleming HS	3649 Ferncliff Av NW

School City State Zip	School Phone	#	STORE	Store Phone	CONTACT	WHOPPER	DATE	TIME	PRESENTER	Location
Covington, VA 24426	540-863-1703		2984	540-962-0319	Sonya Howell	209	5/19	6:00 PM	Sean Riddick	High School
Riner, VA 24149	540-382-5164		4118	540-382-1770	Brenda Peters	100	5/31/11	6:30 PM	Kari Anne Evans	High School
Bassett, VA 24055	276-629-1731		1092	276-647-3131	Ethan Jorgensen	281	5/27/11	9:00 AM	Brittney Dillard	High School
Lynchburg, VA 24502	434-239-2636		10451	434-836-3539	Traci Wille	242	6/1/11	8:00 AM	Lois Roberts	High School
Christiansburg, VA 24073	540-382-5178		6606	540-381-1458	Darnell Carter	226	5/21/11	5:00 PM	Cory Booth	High School
Covington, VA 24426	540-965-1412		2984	540-962-0319	Lisa Gilbert	60	6/2/11	5:30 PM	Sean Riddick	High School
Ringgold, VA 24586	434-822-7081	2304	12782	434-793-5751	Carol Dean	160	5/19/11	8:45 AM	Marla Eddy	High School
Lynchburg, VA 24501	434-522-3719		614	434-845-5171	Ms C D Keefer	322	5/24/11	7:00 PM	Carlton Goode	High School
Elliston, VA 24087	540-268-3011		6606	540-381-1458	Holly Murden	75	5/19/11	12:00 PM	Cory Booth	High School
Rocky Mount, VA 24151	540-483-0221		6162	540-489-1092	Sheila Flynn	515	5/25/11	7:00 PM	Ashley Stanley	High School
Max Meadows, VA 24360	276-637-3437		8758	276-228-6898	Jeff Graham	132	5/31/11	6:30 PM	Caitlyn Cochran	High School
Danville, VA 24541	434-799-5108		2093	434-793-7284	Dale Glen McKinnie	325	6/6/11	9:00 AM	Tina Patterson	High School
Wytheville, VA 24382	276-228-3157		12503	276-637-3353	Melissa A Reardon	95	5/31/11	6:30 PM	Dawn Williams	High School
Pearisburg, VA 24134	540-921-1711		1578	540-951-8199	Shelly Boggess	95	6/3/11	9:00 AM	Bryan Soyars	High School
Salem, VA 24153	540-387-6536		10454	540-562-2578	Dottie Forrest	155	5/26/11	8:30 AM	Kathleen Griffin	High School
Lewisburg, WV 24901	304-647-6492		2835	304-845-3007	Deborah White	233	5/25/11	7:00 PM	Cristal Walton	Middle School Auditorium
Lynchburg, VA 24502	434-582-1147		6144	434-846-2331	Jason Jamerson	238	5/19/11	7:00 PM	Andrea Shaw	High School
Lindsay, WV 24951	304-753-5182		9178	540-726-3749	Theima Garten	138	5/23/11	9:00 AM	Bobby Lucas	High School
Forest, VA 24551	434-525-7305	114	6410	434-385-6494	Sally Baum	299	6/3/11	9:00 AM	Matthew Taylor	High School
Martinsville, VA 24112	276-403-5772		2108	276-638-1270	Christine Capwell	200	5/26/11	6:00 PM	Cleo Joyce	High School
Narrows, VA 24124	540-726-2384		9178	540-726-3749	Suzie Baker	61	5/31/11	6:00 PM	Bobby Lucas	High School
Roanoke, VA 24015	540-883-2493		343	540-343-6038	Tammie Stanley	500	6/5/11	5:00 PM	Amanda Hayslett	High School
Dublin, VA 24084	540-643-0747		7689	540-674-1158	Angelia P Hairrell	need to get certificates to school by May 16				
Radford, VA 24141	540-267-3257		3746	540-639-0883	Mary Madeline Webster	120	5/26/11	7:00 PM	Judy Mottshard	High School
Salem, VA 24153	540-387-2437		1335	540-387-0617	Kelly Dalaski	300	5/17/11	8:45 AM	Laura Santameyer	High School
Dry Fork, VA 24549	434-724-7111		4184	434-836-3539	Beth Oliver	206	5/20/11	8:45 AM	BJ Thacker	High School
Roanoke, VA 24017	540-853-2781		411	540-343-3904	Nicole Adams	311	6/2/11	7:00 PM	Keshia Noel	High School