

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

OMB No 1545-0052

2012

Open to public inspection

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

For calendar year 2012 or tax year beginning

, and ending

Name of foundation

STATUTE UNIT RECEIVED

A Employer identification number

THE AL STROOBANTS FOUNDATION

20-5860939

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

4766 NEW LONDON ROAD

Room/suite

B Telephone number

434-525-3219

City or town, state, and ZIP code

FOREST, VA 24551

TPR BRANCH

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

Check all that apply

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

Check type of organization

Section 501(c)(3) exempt private foundation

Section 4947(a)(1) nonexempt charitable trust

Other taxable private foundation

Fair market value of all assets at end of year

J Accounting method

Cash

Accrual

(from Part II, col (c), line 16)

Other (specify)

1,620,971. (Part I, column (d) must be on cash basis)

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

Part I

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

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Contributions, gifts, grants, etc., received

2,000.

N/A

Check if the foundation is not required to attach Sch B

Interest on savings and temporary cash investments

18,387.

18,387.

STATEMENT 1

Dividends and interest from securities

23,976.

23,976.

STATEMENT 2

Gross rents

Net rental income or (loss)

Net gain or (loss) from sale of assets not on line 10

6,249.

6,249.

Gross sales price for all assets on line 8a

41,427.

Capital gain net income (from Part II, line 2)

6,249.

Net short-term capital gain

Income from annuities

Gross sales less returns and allowances

Less Cost of goods sold

Gross profit or (loss)

Other income

Total Additions through 11

50,612.

48,612.

Compensation of officers directors trustees etc

0.

0.

Other employee salaries and wages

Pension plans, employee benefits

Legal fees

STMT 3

150.

150.

Accounting fees

Other professional fees

Interest

Taxes

STMT 4

305.

305.

Depreciation and depletion

Occupancy

Travel, conferences, and meetings

Printing and publications

Other expenses

STMT 5

3,335.

3,335.

Total operating and administrative expenses Add lines 13 through 23

3,790.

3,790.

Contributions, gifts, grants paid

Total expenses and disbursements Add lines 24 and 25

49,500.

49,500.

Subtract line 27 from line 12

53,290.

3,790.

Excess of revenue over expenses and disbursements

-2,678.

44,822.

Net investment income (if negative enter -0)

N/A

Adjusted net income (if negative enter -0)

Statute Cleared

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Form 990-PF 2012

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year		End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing		24,347.	17,861.	17,861.	
	2	Savings and temporary cash investments		516,101.	56,632.	56,632.	
	3	Accounts receivable					
		Less allowance for doubtful accounts					
	4	Pledges receivable					
		Less allowance for doubtful accounts					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable	400,000.				
		Less allowance for doubtful accounts	0.		0.	400,000.	400,000.
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments - U.S. and state government obligations	STMT 6		77,863.	53,063.	56,891.
	b	Investments - corporate stock					
	c	Investments - corporate bonds	STMT 7		203,224.	203,224.	213,946.
11	Investments - land, buildings, and equipment basis						
	Less accumulated depreciation						
12	Investments - mortgage loans						
13	Investments - other	STMT 8		775,721.	863,798.	875,641.	
14	Land, buildings, and equipment basis						
	Less accumulated depreciation						
15	Other assets (describe)						
16	Total assets (to be completed by all filers)			1,597,256.	1,594,578.	1,620,971.	
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					
22	Other liabilities (describe)						
23	Total liabilities (add lines 17 through 22)			0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>						
	and complete lines 24 through 26 and lines 30 and 31						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>						
	and complete lines 27 through 31						
27	Capital stock, trust principal, or current funds			600,200.	600,200.		
28	Paid-in or capital surplus, or land, bldg, and equipment fund			0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds			997,056.	994,378.		
30	Total net assets or fund balances			1,597,256.	1,594,578.		
31	Total liabilities and net assets/fund balances			1,597,256.	1,594,578.		

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	1,597,256.
2	Enter amount from Part I, line 27a	2	-2,678.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	1,594,578.
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	1,594,578.

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 FED HOME LN MTG CORP - 25,000 SH	P	09/29/11	04/13/12
b ISHARES TR RUSSELL 1000 VALUE - 75 SH	P	09/21/11	09/24/12
c ISHARES TR RUSSELL 1000 VALUE - 100 SH	P	09/20/11	09/24/12
d CAPITAL GAINS DIVIDENDS			
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 25,000.		25,000.	0.
b 5,455.		4,465.	990.
c 6,746.		5,713.	1,033.
d 4,226.			4,226.
e			

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

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			0.
b			990.
c			1,033.
d			4,226.
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	6,249.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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))
2011	47,720.	966,269.	.049386
2010	30,757.	514,899.	.059734
2009	39,739.	529,214.	.075091
2008	28,499.	532,647.	.053504
2007	26,000.	505,064.	.051479

2 Total of line 1, column (d)	2	.289194
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	.057839
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,588,035.
5 Multiply line 4 by line 3	5	91,850.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	448.
7 Add lines 5 and 6	7	92,298.
8 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	8	49,500.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <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 type="checkbox"/> and enter 1% of Part I, line 27b	1	896.
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	896.
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	896.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	0.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	6.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	902.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be credited to 2013 estimated tax <input type="checkbox"/> Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
(1)		
(2)		
e		
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

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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 instructions) 11

12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13
Website address **N/A**

14 The books are in care of **THE FOUNDATION** Telephone no **434-525-3219**
Located at **4766 NEW LONDON ROAD, FOREST, VA** ZIP+4 **24551**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
and enter the amount of tax-exempt interest received or accrued during the year **15 N/A**

16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies

1a During the year did the foundation (either directly or indirectly)

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No

(6) Agree to pay money or property to a government official? (Exception - Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) Yes No

b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? **N/A**

Organizations relying on a current notice regarding disaster assistance check here

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? 1c

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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? Yes No
If "Yes," list the years

b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) **N/A**

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No

b If "Yes," did it have excess business holdings in 2012 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 2012) **N/A**

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a

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 2012? 4b

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

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

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

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

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

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

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

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

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 N/A

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? 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? 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

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

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

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

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

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

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

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

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,434,452.
b	Average of monthly cash balances	1b	177,766.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,612,218.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,612,218.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	24,183.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,588,035.
6	Minimum investment return. Enter 5% of line 5	6	79,402.

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

1	Minimum investment return from Part X, line 6	1	79,402.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	896.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	896.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	78,506.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	78,506.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	78,506.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	49,500.
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	49,500.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	49,500.

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				78,506.
2 Undistributed income if any as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008	1,117.			
c From 2009	13,800.			
d From 2010	5,498.			
e From 2011	11,814.			
f Total of lines 3a through e	32,229.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 49,500.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				49,500.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	29,006.			29,006.
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,223.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013 Subtract lines 7 and 8 from line 6a	3,223.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011	3,223.			
e Excess from 2012				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling ▶
 b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year		Prior 3 years		(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities					
3 Subtract line 2d from line 2c					
Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers**
 a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
NONE
 b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc , Programs**
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d
 a The name, address, and telephone number or e-mail of the person to whom applications should be addressed
RODGER FAUBER, 434-525-3219
4766 NEW LONDON RD, FOREST, VA 24551
 b The form in which applications should be submitted and information and materials they should include
VARIES - NO SET FORMAT
 c Any submission deadlines
NONE
 d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
DEPENDS ON PURPOSE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AMERICAN RED CROSS - HISTORIC VA CHAPTER 1007 SHEFFIELD DR LYNCHBURG, VA 24502	NONE	PUBLIC CHARITY	DISASTER RELIEF	1,000.
BEDFORD COMMUNITY HEALTH FOUNDATION, INC. P O, BOX 1104 BEDFORD, VA 24523	NONE	PUBLIC CHARITY	COMMUNITY HEALTH PROGRAMS	2,000.
BOYS & GIRLS CLUB OF GREATER LYNCHBURG 1101 MADISON STREET LYNCHBURG, VA 24504	NONE	PUBLIC CHARITY	CHILDREN'S PROGRAM SUPPORT	2,000.
BROOKVILLE/TIMBERLAKE LIONS CLUB 439 JEFFERSON DR LYNCHBURG, VA 24502	NONE	PUBLIC CHARITY	DISADVANTAGED CHILDREN SUPPORT	1,500.
CENTRA FOUNDATION 1920 ATHERHOLT RD LYNCHBURG, VA 24501	NONE	PUBLIC CHARITY	NURSING SCHOLARSHIPS	5,000.
Total	SEE CONTINUATION SHEET(S)			▶ 3a 49,500.
b Approved for future payment				
NONE				
Total ▶ 3b 9.				

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues and assessments, Interest on savings and temporary cash investments, Dividends and interest from securities, Net rental income from real estate, Net rental income from personal property, Other investment income, Gain or loss from sales of assets other than inventory, Net income from special events, Gross profit from sales of inventory, Other revenue, Subtotal, and Total.

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

Table with 2 columns: Line No, Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). Row 3 contains the text: PROVIDE SUPPORT FOR CHARITABLE PURPOSES OF FOUNDATION FOR SCHOLARSHIP PROGRAMS AND COMMUNITY ASSISTANCE PROGRAMS.

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule...

Table with columns Yes and No. Rows include 1a(1), 1a(2), 1b(1) through 1b(6), and 1c. All 'No' boxes are checked (X).

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions and sharing arrangements. Row 1 contains 'N/A' in column (c).

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... 2b If "Yes," complete the following schedule

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A' in column (a).

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

Paid Preparer Use Only Print/Type preparer's name: MATTHEW W. COX, CPA; Preparer's signature: MATTHEW W. COX, C; Date: 11/15/13; Firm's name: MATTHEW W. COX, CPA LLC; Firm's address: P.O. BOX 600, MADISON HEIGHTS, VA 24572-0600; Firm's EIN: 27-2819131; Phone no: 434-528-2291; PTIN: P01054102

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CENTRAL VIRGINIA AREA AGENCY ON AGING 501 12TH STREET LYNCHBURG, VA 24504	NONE	501(C)(3)	SENIOR CITIZEN PROGRAM SUPPORT	1,000.
CENTRAL VIRGINIA UNITED SOCCER 222901 TIMBERLAKE RD LYNCHBURG, VA 24502	NONE	501(C)(3)	CHILDREN'S PROGRAM SUPPORT	2,500.
CHALLENGED SPORTS EXCHANGE, INC. 21104 TIMBERLAKE RD LYNCHBURG, VA 24502	NONE	PUBLIC CHARITY	HANDICAPPED CHILDREN SUPPORT	2,000.
EXCHANGE CLUB OF LYNCHBURG P.O. BOX 774 LYNCHBURG, VA 24505	NONE	PUBLIC CHARITY	VETERANS' PROGRAM SUPPORT	2,000.
FREE CLINIC OF CENTRAL VIRGINIA 1016 MAIN STREET LYNCHBURG, VA 24504	NONE	PUBLIC CHARITY	COMMUNITY HEALTH PROGRAMS	2,000.
HOLY CROSS REGIONAL CATHOLIC SCHOOL 2125 LANGHORNE ROAD LYNCHBURG, VA 24501	NONE	501(C)(3) SCHOOL	EDUCATIONAL PROGRAM SUPPORT	15,000.
KIDS' HAVEN 325 12TH STREET LYNCHBURG, VA 24504	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	1,500.
LEBANON UNITED METHODIST CHURCH NEW LONDON RD FOREST, VA 24551	NONE	CHURCH	COMMUNITY SUPPORT	1,000.
LIBERTY GODPARENT FOUNDATION 1 MOUNTAIN VIEW ROAD LYNCHBURG, VA 24502	NONE	501(C)(3)	CHILDREN'S PROGRAM SUPPORT	1,000.
LYNCHBURG GROWS P.O. BOX 12039 LYNCHBURG, VA 24506	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	2,500.
Total from continuation sheets				38,000.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LYNCHBURG SHELTERED INDUSTRIES, INC. P.O. BOX 105905 LYNCHBURG, VA 24506	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	1,500.
MEALS ON WHEELS, INC P.O. BOX 1388 LYNCHBURG, VA 24505	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	2,000.
NEW VISTAS SCHOOL 520 ELDON STREET LYNCHBURG, VA 24501	NONE	501(C)(3) SCHOOL	EDUCATIONAL PROGRAM SUPPORT	1,000.
PATRICK HENRY BOYS & GIRLS PLANTATION P.O. BOX 1398 BROOKNEAL, VA 24528-1398	NONE	PUBLIC CHARITY	CHILDREN'S PROGRAM SUPPORT	2,000.
SALVATION ARMY LYNCHBURG CORP 2201 PARK AVE LYNCHBURG, VA 24501	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	1,000.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BANK OF THE JAMES FINANCIAL GROUP BRANCH BANKING & TRUST CO	18,000. 387.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	18,387.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DEUTSCHE BANK ALEX, BROWN	28,202.	4,226.	23,976.
TOTAL TO FM 990-PF, PART I, LN 4	28,202.	4,226.	23,976.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	150.	150.		0.
TOTAL TO FM 990-PF, PG 1, LN 16A	150.	150.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	280.	280.		0.
CORPORATE REGISTRATION	25.	25.		0.
TOTAL TO FORM 990-PF, PG 1, LN 18	305.	305.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK & INVESTMENT FEES	3,335.	3,335.			0.
FO FORM 990-PF, PG 1, LN 23	3,335.	3,335.			0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
DEUTSCHE BANK ALEX. BROWN - MUNICIPAL BONDS		X	27,094.	29,399.	
DEUTSCHE BANK ALEX. BROWN - US GOVT BONDS	X		25,969.	27,492.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			25,969.	27,492.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			27,094.	29,399.	
TOTAL TO FORM 990-PF, PART II, LINE 10A			53,063.	56,891.	

FORM 990-PF	CORPORATE BONDS		STATEMENT	7
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE	
DEUTSCHE BANK ALEX. BROWN - CORPORATE BONDS		203,224.	213,946.	
TOTAL TO FORM 990-PF, PART II, LINE 10C		203,224.	213,946.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
NOTE - MEDICAL CAPITAL PROVIDERS IV	COST	96,824.	0.	
DEUTSCHE BANK ALEX. BROWN - ETFS	COST	351,613.	419,758.	
DEUTSCHE BANK ALEX. BROWN - MUTUAL FUNDS	COST	404,084.	449,883.	
DEUTSCHE BANK ALEX. BROWN - PURCHASED ACCRUED INTEREST	COST	5,277.	0.	
INTEREST RECEIVABLE	COST	6,000.	6,000.	
TOTAL TO FORM 990-PF, PART II, LINE 13		863,798.	875,641.	

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS			STATEMENT	9
NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT	
RODGER FAUBER 1423 TRENTS FERRY ROAD LYNCHBURG, VA 24503	PRESIDENT/DIRECTOR 2.00	0.	0.	0.	
MARIA HANACKOVA STROOBANTS 1998 NEW LONDON ROAD FOREST, VA 24551	TREASURER/DIRECTOR 2.00	0.	0.	0.	
CARL MILKO 5155 COPPER CIRCLE ROANOKE, VA 24019	DIRECTOR 1.00	0.	0.	0.	
MICHAEL SPENCER 108 BROOK RIDGE PLACE FOREST, VA 24551	DIRECTOR 1.00	0.	0.	0.	
MICHAEL THORNTON 3417 IVYLINK PLACE LYNCHBURG, VA 24503	DIRECTOR 1.00	0.	0.	0.	
J. MICHAEL VALENTINE 1487 LANGHORNE ROAD LYNCHBURG, VA 24503	DIRECTOR 1.00	0.	0.	0.	

THE AL STROOBANTS FOUNDATION

20-5860939

MATTHEW COX
157 ASHMONT DRIVE
MADISON HEIGHTS, VA 24572

SECRETARY
1.00

0. 0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

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