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Form **990-PF**

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.

Open to public Inspection

| Dep | artment | t of the Treasury | | reated as a Privat | e Foundation | | 2012 |
|--|----------|---|---------------------------------------|---|----------------------|--|--|
| Inter | nal Rev | venue Service NO | | be able to use a copy of this | | rting requirements. | Open to public Inspection |
| _ | | dar'year 2012 or tax year l | beginning | | , and ending | A. F | |
| | | foundation | MEC C WUEN | т т | | A Employer identification | number |
| | | EY H. AND JA | MES C. WHEA | T, JR | | 54-1647672 | |
| | | NDATION nd street (or P O box number if | mail is not delivered to street | address) | Room/suite | B Telephone number | · ····· · · · · · · · · · · · · · · · |
| | | 01 PATTERSON | | ada 655) | 100 | 804 741-21 | 9.0 |
| | | own, state, and ZIP code | AVE | | 100 | C If exemption application is pe | |
| | - | | 3238 | | | o ir exemption application is pe | naing, check here |
| | | | Initial return | Initial return of a fo | ormer public charity | D 1. Foreign organizations, | check here |
| • | 0110011 | | Final return | Amended return | or public ordering | | |
| | | | Address change | Name change | | Foreign organizations mee check here and attach con | eting the 85% test, |
| Н | Check | | X Section 501(c)(3) ex | | | E If private foundation stati | |
| Ë | | ction 4947(a)(1) nonexemp | · · · · · · · · · · · · · · · · · · · | Other taxable private founds | ation | under section 507(b)(1)(| |
| I F | | rket value of all assets at er | | (· · · · · · · · · · · · · · · · · · · | Accrual | F If the foundation is in a 6 | |
| | | Part II, col. (c), line 16) | | her (specify) | | under section 507(b)(1)(| |
| | ▶\$ | 56 | 6101 . (Part I, colu | mn (d) must be on cash i | basis) | | |
| P | art I | Analysis of Revenue and | Expenses | (a) Revenue and | (b) Net investment | (c) Adjusted net | (d) Disbursements for charitable purposes |
| _ | | (The total of amounts in colum necessarily equal the amounts | s in column (a)) | expenses per books | іпсоте | income | for charitable purposes (cash basis only) |
| | 1 | Contributions, gifts, grants | s, etc., received | 181332. | | N/A | |
| | 2 | | is not required to attach Sch. B | | | | |
| | 3 | Interest on savings and tempor cash investments | rary | 10. | 10. | | STATEMENT 1 |
| | 4 | Dividends and interest from | m securities | 13602. | 13602. | | STATEMENT 2 |
| | 5a | Gross rents | | | | | |
| | b | Net rental income or (loss) | | | | | |
| 4 | , 6a | Net gain or (loss) from sale of a | | 57403. | | | |
| Ī | } b | Gross sales price for all assets on line 6a | <u>68353.</u> | | | | |
| Revenue | 7 | Capital gain net income (from P | | .::: | 57403. | | |
| _ | 8 | Net short-term capital gain | 1 | , | | | |
| | 9 | Income modifications Gross sales less returns | * | 1 | | | |
| | 10a | and allowances | | | | | |
| | | Less Cost of goods sold | | | | | |
| | | Gross profit or (loss) Other income | | 76. | 76. | | STATEMENT 3 |
| | 11 12 | Total. Add lines 1 through | · 11 | 252423. | 71091 | | SINIEMENI 3 |
| | 13 | Compensation of officers, direct | | 232423. | 71031. | | 0. |
| | 14 | Other employee salaries at | | | 0. | | • |
| | 15 | Pension plans, employee t | | <u> </u> | | | |
| , 4 | 16a | Legal fees | STMT 4 | 275. | 0. | | 0. |
| | 2 b | Accounting fees | | | | | |
| Fynonsos | } c | Other professional fees | | | · | | |
| 9 | 17 | Interest | | 6. | 0. | | 0. |
| AED NOV = | 18 | Taxes | STMT 5 | <323. | > 0. | | 0. |
| ֓֞֝֓֞֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓ | 19 | Depreciation and depletion | 1 | | | | |
| | 20 | Occupancy | | | | | |
| בַ בַ | 21 | Travel, conferences, and n | neetings | | | | |
| ֚֓֞֝֟֝֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓ | 22 | Printing and publications | | | | | |
| | | Other expenses | STMT 6 | 25. | 0. | | 0. |
| というの | 24 | Total operating and admi | | | | | |
| 3 | <u> </u> | expenses. Add lines 13 th | - | <17. | <u> </u> | | 0. |
| | 25 | Contributions, gifts, grants | | 108507. | | | 108507. |
| | 26 | Total expenses and disbu | ırsements. | 100100 | | | 100=05 |
| _ | + | Add lines 24 and 25 | 40. | 108490. | 0 | · | 108507. |
| | 27 | Subtract line 26 from line | | 142022 | | | |
| | l. | Excess of revenue over expens | | 143933. | 71091 | | |
| | | Net investment income (if Adjusted net income (if ne | | | 11031 | N/A | |
| | , , | Majastou net intollie (ii ne | ganto, unici "U") | į. | i | 1 44/43 | |

WILEY H. AND JAMES C. WHEAT, JR FOUNDATION

| For | m 99 | 00-PF (2012) FOUNDATION | 54-1647672 Page | | | | | |
|------------------|-------|--|---------------------|--|---------------------------|--|--|--|
| | art | Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only | Beginning of year | End of | | | | |
| | art | column should be for end-of-year amounts only | (a) Book Value | (b) Book Value | (c) Fair Market Value | | | |
| | 1 | Cash - non-interest-bearing | 18086. | 396. | 396. | | | |
| | 2 | Savings and temporary cash investments | | | | | | |
| | 3 | Accounts receivable ▶ | | | | | | |
| |] | Less: allowance for doubtful accounts ▶ | | | | | | |
| | 4 | Pledges receivable ► | | | | | | |
| | İ | Less: allowance for doubtful accounts | | | | | | |
| | 5 | Grants receivable | | | | | | |
| | 6 | Receivables due from officers, directors, trustees, and other | | | | | | |
| | 1 | disqualified persons | | | | | | |
| | 7 | Other notes and loans receivable | | | | | | |
| | | Less: allowance for doubtful accounts ▶ | | | | | | |
| Ø | 8 | Inventories for sale or use | | | | | | |
| Assets | 9 | Prepaid expenses and deferred charges | " | | | | | |
| As | 10a | Investments - U.S. and state government obligations | | | | | | |
| | | Investments - corporate stock STMT 7 | 203428. | 365057. | 435834. | | | |
| | ſ | Investments - corporate bonds | | | | | | |
| | 11 | · · · · · · · · · · · · · · · · · · · | | | | | | |
| | '' | Less accumulated depreciation | | | | | | |
| | 12 | Investments - mortgage loans | | | | | | |
| | 13 | Investments - other STMT 8 | 68872. | 68866. | 129871. | | | |
| | 14 | Land, buildings, and equipment; basis | 000724 | - 00000. | 1270111 | | | |
| | ' ' | Less accumulated depreciation | | | | | | |
| | 15 | Other assets (describe ► | | | | | | |
| | 13 | Office assets (acsorbe > | | | | | | |
| | 16 | Total assets (to be completed by all filers) | 290386. | 434319. | 566101. | | | |
| _ | 17 | Accounts payable and accrued expenses | 2,70,300. | 424217. | | | | |
| | 18 | Grants payable | | | | | | |
| | 19 | Deferred revenue | | | | | | |
| Liabilities | 1 | | | | | | | |
| Ē | 20 | Loans from officers, directors, trustees, and other disqualified persons | | | | | | |
| <u>.e</u> | 21 | Mortgages and other notes payable Other liabilities (describe ▶) | | | | | | |
| | 22 | Other hadmines (describe | | | | | | |
| | 23 | Total liabilities (add lines 17 through 22) | 0. | 0. | | | | |
| _ | 23 | Foundations that follow SFAS 117, check here | | | | | | |
| | | and complete lines 24 through 26 and lines 30 and 31. | | | | | | |
| S | | Unrestricted | | | | | | |
| Š | 24 | Temporarily restricted | | | | | | |
| gag | 26 | Permanently restricted | <u> </u> | ··· · | | | | |
| 9 | 20 | | | | | | | |
| Ę | | · | | | | | | |
| or Fund Balances | 0.7 | and complete lines 27 through 31 | 194000. | 194000. | | | | |
| Net Assets | 27 | Capital stock, trust principal, or current funds Paid-in or capital surplus, or land, bldg., and equipment fund | 194000. | 194000. | | | | |
| 188 | 28 | | 96386. | 240319. | | | | |
| et A | 29 | Retained earnings, accumulated income, endowment, or other funds | | | | | | |
| ž | 30 | Total net assets or fund balances | 290386. | 434319. | | | | |
| | | Tatal tightilising and got apparatulated belongs | 290386. | 121210 | | | | |
| _ | 31 | Total liabilities and net assets/fund balances | | 434319. | | | | |
| F | art | III Analysis of Changes in Net Assets or Fund B | alances | | | | | |
| _ | Total | Last spects or fund helpspec at hegging a fuger. Doet II. column (a) has | 20 | - | | | | |
| 1 | | I net assets or fund balances at beginning of year - Part II, column (a), line | ას | | 200206 | | | |
| _ | • | st agree with end-of-year figure reported on prior year's return) | | 1 | <u>290386.</u> | | | |
| | | r amount from Part I, line 27a | | 2 | 143933. | | | |
| 3 | | r increases not included in line 2 (itemize) | | 3 | 424210 | | | |
| 4 | | lines 1, 2, and 3 | | 4 | 434319. | | | |
| 5 | | reases not included in line 2 (itemize) | olumn (h) line 00 | 5 | 0. 434319. | | | |
| <u>6</u> | ı ota | I net assets or fund balances at end of year (line 4 minus line 5) - Part II, co | olumni (a), iine 30 | 6 | | | | |
| | | | | | Form 990-PF (2012) | | | |

54-1647672 Page 3

| Part IV Capital Gains | and Losses for Tax on In | vestment | Income | | | | | |
|--|--|--|---------------------------------------|-------------------------------------|---------------------------------------|-------------|--|--------------------------------|
| (a) List and descr 2-story brick wa | 1, b | low acquir - Purchase - Donation | 1 1 | c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) | | | |
| 12 5000 SHRS SINCLAIR BROADCAST | | | | | | | 2/23/11 | 01/03/12 |
| b CIL MIRANT COR | | | | | P | | 3/20/12 | 03/20/12 |
| c ITI INSTRUCTIA | L-NEVADA TITLE | | | | D | V | ARIOUS | 05/03/12 |
| d CAPITAL GAINS | DIVIDENDS | | | | | | | |
| <u>e</u> | | · · · · · · · · · · · · · · · · · · · | | <u> </u> | | | | <u></u> |
| (e) Gross sales price | (f) Depreciation allowed (or allowable) | | t or other basis xpense of sale | | | | (h) Gain or (lo: (e) plus (f) minu | |
| a 58344. | | | 1095 | 50. | | | | 47394. |
| b 4. | | | | | | | | 4. |
| <u>c</u> 7777. | | | | | | | | 7777. |
| d 2228. | | | | | | | | 2228. |
| <u>e</u> | | <u></u> | | | | | | |
| Complete only for assets showin | g gain in column (h) and owned by t | | • | | | | Gains (Col. (h) ga | |
| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | | cess of col. (I) | 1 | | COI. (1 | k), but not less ti Losses (from co | iaii -0-) or . (h)) |
| | as 01 12/3 1/09 | over | col. (j), if any | | · | | • | |
| <u>a</u> | | | | | | | | 47394. |
| <u>b</u> | | | | | | | | 4. |
| <u>c</u> | | | | | | | | 7777. |
| <u>d</u> | | | | | | | · | 2228. |
| е | | | | | ··· · · · · · · · · · · · · · · · · · | | | |
| 2 Capital gain net income or (net ca | pital loss) { If gain, also enter If (loss), enter -0- | in Part I, line - in Part I, line | 7 7 | } | 2 | | | 57403. |
| 3 Net short-term capital gain or (los | • | | | | - | | | |
| If gain, also enter in Part I, line 8, | | (0). | | <i>J</i> | | | | |
| If (loss), enter -0- in Part I, line 8 | | | · · · · · · · · · · · · · · · · · · · | | 3 | | N/ | A |
| Part V Qualification U | nder Section 4940(e) for | Reduced | Tax on Net | lnv | estmer | it Inco | me | |
| (For optional use by domestic private | foundations subject to the section 4 | 4940(a) tax on | net investment in | ncome | e.) | | | |
| If conting 4040(d)(2) applies Januari | an part blank | | | | | | | |
| If section 4940(d)(2) applies, leave the | ns part blank. | | | | | | | |
| Was the foundation liable for the sec | tion 4942 tax on the distributable am | ount of any ye | ear in the base pe | rıod? | | | | Yes X No |
| If "Yes," the foundation does not qual | | | | | | | | |
| | each column for each year; see the in | nstructions be | fore making any e | entries | S | | | 7.0 |
| (a) Base period years | (b) | | Alekandar of m | (c) | | | Dist | (d) ribution ratio |
| Calendar year (or tax year beginni | | | Net value of no | onchar | | | (col. (b) | divided by col. (c)) |
| 2011 | | 21109. | | | | 524. | | .343548 |
| 2010 | | 18650. | | | | 302. | | .052051 |
| 2009 | | 39000. | | | | 694. | | .147340 |
| 2008 | | 200. | · · · · · · · · · · · · · · · · · · · | | | 114. | | .004534 |
| 2007 | | 28413. | | | 67 | 103. | ļ.,, | .423424 |
| | | | | | | | | |
| 2 Total of line 1, column (d) | | | | | | | 2 | .970897 |
| 3 Average distribution ratio for the | | on line 2 by 5, | or by the number | r of ye | ars | | | |
| the foundation has been in existe | nce if less than 5 years | | | | | | 3 | .194179 |
| | | | | | | | | |
| 4 Enter the net value of noncharitat | ple-use assets for 2012 from Part X, | line 5 | | | | | 4 | 379774. |
| | | | | | | | | |
| 5 Multiply line 4 by line 3 | | | | | | | 5 | 73744. |
| | | | | | | | | |
| 6 Enter 1% of net investment incom | ne (1% of Part I, line 27b) | | | | | | 6 | <u>711.</u> |
| | | | | | | | | |
| 7 Add lines 5 and 6 | | | | | | | 7 | 74455. |
| 8 Enter qualifying distributions from Part XII, line 4 | | | | | | | 8 | 108507. |
| , , , | n line 7, check the box in Part VI, line | th and come | late that part you | 20 2 1 | % tay rata | | <u> </u> | 2000011 |
| See the Part VI instructions. | - mio 7, check the DUX III Part VI, IIIIe | ro, and confl | note that part USII | iya I | /o tax rate. | | | |

WILEY H. AND JAMES C. WHEAT, JR

| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Department. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Department. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 12 During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1a 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? 1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 1b If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any maternals published or distributed by the foundation in expenditures (section 4955) imposed during the year: 1c Did the foundation file Form 1120-POL for this year? 1c Enter the amount (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$\infty\$ 0. (2) On foundation managers. \$\infty\$ 0. (2) On foundation managers. \$\infty\$ 0. (2) On foundation the liRS? 1f "Yes," attach a detailed description of the activities. 2 | | 90-PF (2012) FOUNDATION | 54 | -1647 | 572 | F | age 4 |
|--|------------|--|----------------|----------|------|------------|---------------|
| Date of bulling or determination letter: | Par | VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e) | , or 4948 | - see ir | stru | ction | ıs) |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ▼ and enter 1% of Part I, line 12/b ### And Inter 27b ### And Inter 3 and enter 2% of the 27b. Exempt foreign organizations seller 4% of Part I, line 12, cot. (b). ### 27c ### And Inter 3 and 2 ### 27c ### | 1a E | xempt operating foundations described in section 4940(d)(2), check here 🕨 🔲 and enter "N/A" on line 1. | | | | | |
| of Part I, line 27b (All other comestic foundations enter 27k 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-) 3 Add whee 1 and 2 3 T711. 4 0. 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 6 Exempt foreign organizations - tax withheld at source the subtract line 2 from line 4 from 220 transport line 6 line 5 from 1 from 220 transport line 6 line 5 from 1 from 220 transport line 6 line 6 line 5 from 1 from 220 transport line 6 line 6 line 5 from 1 from 220 transport line 6 line 6 line 5 from 2 from | | | | | | | |
| e All other domestic foundations eather 2% of the 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b). 2 | b 0 | omestic foundations that meet the section 4940(e) requirements in Part V, check here 🕒 🗓 and enter 1% | 1 | | | <u> </u> | <u>11.</u> |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 3 711. 4 Subtitle A (morme) lax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 6 Tax paid with application for extension of time to file (Form 8888) 6 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 7 Total credits and payments. Add lines 8a through 8d 8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached 8 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 9 Tax due. If the total of lines 5 to be Credited to 2012 satistated tax by 10 total repayment, 11 line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment, 11 line 7 is more than 100 during the year (either directly or indirectly) for political purposes (see instructions for delinition)? 1 burning the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in advisors in Year 5 to a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connectron with the activities. 1 but the amount (if any) of tax on political expanditures (section 4955) imposed during the year? 2 letter the amount (if any) paid by the foundation during the year for political expe | C | f Part I, line 27b | | | | | |
| 3 Add lines 1 and 2 4 Subtile A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter-0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter-0- 6 Credits/Payments: 5 711. 6 Credits/Payments 7 2012 estimated tax payments and 2011 overpayment credited to 2012 6 Exempt foreign organizations - tax withheld at source 7 Exax paid with application for extension of time to file (if orm 8688) 6 Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6 a through 60 6 Batter any penatry for underpayment of estimated tax. Check here ☐ if Form 2220 is attached 8 16. 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owad 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owad 10 Overpayment. Illi file 7 is more than the total of lines 5 and 8, enter the amount overpaid 9 Tax fue. If the total of lines 5 and 8 is more than line 7, enter amount owad 10 Enter the amount of line 10 to be Credited to 2013 estimated tax. 11 Enter the amount of line 10 to be Credited to 2013 estimated tax. 12 Enter the amount of line 10 to be Credited to 2013 estimated tax. 13 Enter the amount of line 10 to be Credited to 2013 estimated tax. 14 Juring the tax year, did the foundation attempt to influence any realtional, state, or local legislation or did it participate or intervene in any political campagn? 15 Did it sped more than 3 1100 during the year (either directly) for political purposes (see instructions for distintion)? 16 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 Form 1120-POL for the year? 16 Enter the amount (if any) polit by the foundation drawn the himself of the activities. 17 Did the foundation The Form 1120-POL for this year? 28 Enter the statement required by General Instruction 7. 29 A last the foundation have at least 55,000 in assets at any time during the year? 20 If ' | c A | ,ll other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b). $$ | | | | | |
| 4 Subbible A (income) bax (domestins section 4947(a)(1) trusts and taxable foundations only. Others enter-0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter-0- 6 CredissPayments: 2012 estimated tax payments and 2011 overpayment credited to 2012 8 Exempt foreign organizations: 1 tax withheld at source 6 Tax pard with application for extension of time to file (Form 8888) 6 Backup withholding erroneously withheld 7 Total credits and payments. Add lines be through 6d 8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached 8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to by: Credited to 2013 estimated tax ▶ 973. Retunded ▶ 11 Overpayment. If the 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to by: Credited to 2013 estimated tax 12 Enter the amount of line 10 to by: Credited to 2013 estimated tax 13 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? 13 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? 14 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. 15 During the tax year, did the foundation of the directive of the activities of the foundation of the activities of the activities of the foundation of the activities of the activities of the foundation of the activities of the activities of the foundation of the activities. 1 | 2 1 | ax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 2 | | | | |
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| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0. 2 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. 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 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4b If "Yes," has it filed a tax return on Form 990-T for this year? 4c Was there a liquidation, termination, dissolution, or substantial contraction during the year? 4d Was there a liquidation, termination, dissolution, or substantial contraction during the year? 4d Was there a liquidation, termination, dissolution, or substantial contraction during the year? 4d Was there a liquidation, termination, dissolution, or substantial contraction during the year? 4d Was there a liquidation, termination, dissolution or substantial contraction during the year? 4d Was there a liquidation, termination, dissolution or substantial contraction during the year? 4d Was there a liquidation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? 5 Was the foundation have at least \$5,000 in assets at any time during the year? 4 Was the foundation foundation reports or with which it is registered (see instructions) 4 Was the foundation foundation formished 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 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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes, | | | _ | | | | |
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| 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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV 9 X | | | , | | Яh | x | |
| year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV | | · · · · · · · · · · · · · · · · · · · | for calendar | | 00 | -47 | |
| | | | .or outeridat | | 9 | | x |
| | - | | es | | 10 | | X |

WILEY H. AND JAMES C. WHEAT, JR

| | n 990-PF (2012) FOUNDATION 54-164 art VII-A Statements Regarding Activities (continued) | <u>17672</u> | | Page 5 |
|----|--|--------------|-------------|----------|
| | 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 | | Х |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? | | | |
| | If "Yes," attach statement (see instructions) | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | 13 | X | |
| | Website address ►N/A | | | |
| 14 | The books are in care of ▶ THE FOUNDATION Telephone no. ▶804 | 41-2 | 190 | |
| | Located at ► 10001 PATTERSON AVE, RICHMOND, VA ZIP+4 ► | 3238 | | |
| 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 | 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, | | Yes | No |
| | securities, or other financial account in a foreign country? | 16 | | X |
| | See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign | | | |
| Pa | country ► art 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 | a 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.) | | | |
| C | b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations | | | |
| | section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A | 1b | | |
| | Organizations relying on a current notice regarding disaster assistance check here | | | |
| | c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? | | | v |
| 9 | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation | 1c | | <u>X</u> |
| _ | defined in section 4942(j)(3) or 4942(j)(5)): | | | |
| a | 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? | | | |
| | If "Yes," list the years ▶ , , | | | |
| b | Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect | | | |
| | valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach | | | |
| | statement - see instructions.) N/A | 2b | | |
| C | 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 | a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time | | | |
| | during the year? | | | |
| b | 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 | 3ь | | |
| | a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | | <u>X</u> |
| C | 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? | | | v |
| | nas not soon removes hom jeopardy before the hist day of the tax year beginning in 2012 f | 1 4D | · • | |

WILEY H. AND JAMES C. WHEAT, JR Form 990-PF (2012) FOUNDATION 54-1647672 Page 6 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: Yes X No (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly. any voter registration drive? Yes X No Yes X No (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section Yes X No 509(a)(1), (2), or (3), or section 4940(d)(2)? (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for Yes X No the prevention of cruelty to children or animals? b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A 5b Organizations relying on a current notice regarding disaster assistance check here c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A 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 Yes X No a personal benefit contract? b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b X If "Yes" to 6b, file Form 8870. Yes X No 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 7b Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors List all officers, directors, trustees, foundation managers and their compensation. (d) Contributions to employee benefit plans and deferred (c) Compensation (b) Title, and average (e) Expense hours per week devoted to position (If not paid, enter -0-) (a) Name and address account, other compensation allowances JAMES C WHEAT III PRESIDENT 10001 PATTERSON AVE RICHMOND, VA 23238 0.00 0 0. 0 JOHN K BURKE, JR DIRECTOR 1111 E MAIN STREET RICHMOND, VA 23219 0.00 0. 0. 0. 2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE." (d) Contributions to employee benefit plans and deferred compensation (e) Expense account, other (b) Title, and average (a) Name and address of each employee paid more than \$50,000 hours per week devoted to position (c) Compensation allowances NONE

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

WILEY H. AND JAMES C. WHEAT, JR

| Form 990-PF (2012) FOUNDATION | 54- | 1647672 Page 7 |
|--|-------------|--------------------------|
| Part VIII Information About Officers, Directors, Trustees, Foundation Managers, High 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 se | ervice | (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 <u>N/A</u> | | |
| 2 | | |
| | | |
| 3 | | |
| 4 | | |
| Part IX-B Summary of Program-Related Investments | | |
| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. | | Amount |
| 1 N/A | | 741104112 |
| | | |
| 2 | | |
| All other program-related investments. See instructions. | | |
| | | |
| Total. Add lines 1 through 3 | > | 0. |
| | | Form 990-PF (2012 |

Page 8

| P | art X Minimum Investment Return (All domestic foundations must complete this part. Foreign four | ndations, se | e instructions) |
|----|---|----------------|------------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| а | Average monthly fair market value of securities | 1a | 248305. |
| Ь | Average of monthly cash balances | 1b | 12830. |
| C | Fair market value of all other assets | 1c | 124422. |
| d | Total (add lines 1a, b, and c) | 1d | 385557. |
| е | Reduction claimed for blockage or other factors reported on lines 1a and | | |
| | 1c (attach detailed explanation) | | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | 0. |
| 3 | Subtract line 2 from line 1d | 3 | 385557. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 5783. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 379774. |
| 6 | Minimum investment return Enter 5% of line 5 | 6 | 18989. |
| P | Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part.) | nd certain | |
| 1 | Minimum investment return from Part X, line 6 | 1 | 18989. |
| 2a | Tax on investment income for 2012 from Part VI, line 5 | | |
| b | Income tax for 2012. (This does not include the tax from Part VI.) |] | |
| C | Add lines 2a and 2b | 2c | 711. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 18278. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | 0. |
| 5 | Add lines 3 and 4 | 5 | 18278. |
| 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 | 18278. |
| P | art XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: | | |
| • | Expenses, contributions, gifts, etc total from Part I, column (d), line 26 | 1 _a | 108507. |
| | 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 | | 3a | |
| b | | 3b | |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 108507. |
| 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 | 711. |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 107796. |
| • | Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation 4940(e) reduction of tax in those years. | <u> </u> | |

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 | | | | 18278. |
| 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 25232. | | | | |
| b From 2008 | | | | |
| c From 2009 25984. | | | | |
| d From 2010 1141. | | | | |
| e From 2011 104917. | 157074 | | | |
| f Total of lines 3a through e | 157274. | | | |
| 4 Qualifying distributions for 2012 from | | | | |
| Part XII, line 4: ►\$ 108507. | | | 0 | |
| a Applied to 2011, but not more than line 2a | | | 0. | |
| b Applied to undistributed income of prior | | 0 | | |
| years (Election required - see instructions) | | 0. | | |
| c Treated as distributions out of corpus | 0. | | | |
| (Election required - see instructions) | | | | 18278. |
| d Applied to 2012 distributable amount e Remaining amount distributed out of corpus | 90229. | | | 104/0. |
| · · · · · · · · · · · · · · · · · · · | 90229. | | | 0. |
| 5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a)) | | | | 0. |
| 6 Enter the net total of each column as indicated below: | | | | |
| 8 Corpus Add lines 3f, 4c, and 4e Subtract line 5 | 247503. | | | |
| 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 | 25232. | | | |
| 9 Excess distributions carryover to 2013. | | | | |
| Subtract lines 7 and 8 from line 6a | 222271. | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2008 | | | | |
| b Excess from 2009 25984. | | | | |
| c Excess from 2010 1141. | | | | |
| d Excess from 2011 104917. | | | | |
| e Excess from 2012 90229. | | | | Form 990-PF (2012) |

| alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets (2) Value of assets qualifying under section 4942()(3)(B)() 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()(3)(B)(iii) (3) Largest amount of support from an exempt organization (4) Gross investment income (4) Gross investment income 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).) ONE 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. | orm 990-PF (2012) FOUNDATI | | | · | | 47672 Page |
|--|--|-------------------------|------------------------------|--------------------------|---------------------------------------|---------------------|
| toundation, and the ruling is effective for 2012, either the date of the ruling Committee Committ | | | | A, question 9) | N/A | |
| b Check box to indicate whether the foundation is a private operating foundation described in section 942(j(j)) or 4942(j(j)) or 4942(j | - | | | | | |
| a Enter the lesser of the adjusted net nomene from Part or the mamma my extension term from Part X for each year listed b 55% of line 2a c Qualifying distributions from Part XI, line 4 for each year listed d Amounts included in line 2 not year distributions included in line 2 not year distributions made directly for active conduct of exempl activities c Qualifying distributions made directly for active conduct of exempl activities c Qualifying distributions made directly for active conduct of exempl activities c Qualifying distributions made directly for active conduct of exempl activities c Qualifying distributions made directly for active conduct of exempl activities c Qualifying distributions made directly for active conduct of exempl activities c Qualifying distributions made directly for active conduct of exempl activities c Qualifying distributions made directly for active conduct of exempl activities c Qualifying distributions made directly for active conduct of exempl activities c Qualifying distributions made directly for active conduct of exemple activities continuated made active conduct of exemple activities continuated made active conduct of exemple activities continuated made activities of the form of the for | - | - | | - anation | 4042(1)(2) or 40 | 140(1)(E) |
| nacime from Part I or the minimum myestiment return from Part X for each year listed b 35% of line 2a c Userbying distributions from Part XII, tins 4 for each year listed d Announs motived in line 2a not used directly for active conduct of exempt activities e Userbying distributions made directly for active conduct of exempt activities e Userbying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c and exempt activities and state of the conduct of exempt activities. Subtract line 2d from line 2c asserting the conduct of exempt activities. Subtract line 2d from line 2c asserting the conduct of exempt activities. Subtract line 2d from line 2c asserting the line of exempt activities. Subtract line 2d from line 2c asserting line of exempt activities. Subtract line 2d from line 2c asserting line of exempt activities. Subtract line 2d from line 2c asserting line of exempt activities. Subtract line 2d from line 2c asserting line of exempt activities. In the 1c asserting line of exempt activities and so an exempt activities and so an exempt activities. In the 5c each year listed of a subtract line of exempt activities and so an exempt activities and so an exempt activities. Subtract line 2c and 2c are exempt or approachation and subtract line of exempt or activities and 5c are exempt or approachation and so activities and 5c are exempt or activities and 5c are exempt or exem | | | ig foundation described if | | | 142(J)(3) |
| mestment return from Part X for each year insted 3 8% of line 2a 5 Guelshying distributions from Part XII, the 4 for each year listed 5 Amounts included in line 2 continued of a continued of the continued of | | | (b) 2011 | | (d) 2009 | (e) Total |
| bash of line 2a a Qualifying distributions from Part XII, line 4 for each year listed A mounts motived on line 2c not used directly for active conduct of exempt activities a Qualifying distributions made directly recomplicities a distribution with a great qualifying under section 4942((A)(B)(I)) - Endowment affect material vertices - enter 2/3 of manufacture test - enter 2/3 of manufacture 2/3 of | F | (4) | (5) = 5 · · | (0) 20.0 | (4) | (0) 10.0. |
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| Complete 3a, b, or c for the alternative test - enter; (1) Value of assets qualifying under section 4942()(3)(8)(t) b "Endowment" alternative test - enter; (2) Value of assets qualifying under section 4942()(3)(8)(t) b "Endowment" alternative test - enter; (3) Total support of there than gross investment return section for the state of the section of \$2(3)(5), or royalters) c "Support" alternative test - enter; (1) Total support of there than gross investment income (interest, dovidends, rents, payments on securities loans (section of \$2(3)(5), or royalters) (2) Support from general public and 50 more section; (3) Largest amount of support from an exempt organization (4) Gross investment income (a) Gross investment income (a) 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.) 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 \$57(d)(2).) ONE 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. It the foundation makes grits, grants, etc. (see instructions) to individuals or organizations under other entity) of which the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. It the foundation makes grits, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d. 3 The name, address, and telephone number or e-mail of the person to whom applications should be addressed: AMES C WHEAT III, 804 741-2149 DO01 PATTERSON AVE, RICHMOND, VA 23238 | for active conduct of exempt activities. | | | | | |
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| isted 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 evently of support from an exempt organization 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.) Information Regarding Foundation Managers: a List any managers of the foundation who also 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).) ONE 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. ONE Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: Check here \(\subset \) 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: AMES C WHEAT III, 804 741-2149 0001 PATTERSON AVE, RICHMOND, VA 23238 b The form in which applications should be submitted and information and materials they should include: | | | | | | |
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| c Any submission deadlines: | 0001 PATTERSON AVE, | RICHMOND, | VA 23238 | | | |
| | b The form in which applications should be | submitted and informa | ation and materials they sf | nould include: | | |
| d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors: | c Any submission deadlines: | | | | | |
| a rais recurrence or arrando, en arrando, enter do es geograprinta artea, entantable nellos, tilitado en Hellationes, en etito indicesta de la companya de l | d Any restrictions or limitations on awards | such as by geographic | cal areas, charitable fields | kinds of institutions of | r other factors | |
| | w mily restrictions of miniations on awards, | outin as by goograpilit | a areas, enariable licius, | range of mentations, 0 | outer factors. | |

Form 990-PF (2012) FOUNDATION

Part XV | Supplementary Information (continued)

54-1647672 Page 11

| Recipient If recipient is an individual, show any relationship to any foundation manager or substantial contributor Purpose of grant or contribution | Amount 2457 |
|--|--------------------------|
| Name and address (home or business) show any relationship to any foundation manager or substantial contributor a Paid during the year AMERICARES NONE N/A SENERAL OPERATIONS BIG MOUNTAIN FIREFIGHTERS ASSOCIATION NONE N/A GENERAL OPERATIONS N/A JENERAL OPERATIONS | 2457 |
| AMERICARES NONE N/A GENERAL OPERATIONS 88 HAMILTON AVE STAMFORD, CT 06902 BIG MOUNTAIN FIREFIGHTERS ASSOCIATION NONE N/A GENERAL OPERATIONS N/A GENERAL OPERATIONS | 2457 |
| AMERICARES NONE N/A GENERAL OPERATIONS STAMFORD, CT 06902 BIG MOUNTAIN FIREFIGHTERS ASSOCIATION NONE N/A GENERAL OPERATIONS N/A GENERAL OPERATIONS | |
| BIG MOUNTAIN FIREFIGHTERS ASSOCIATION NONE N/A GENERAL OPERATIONS 8790 BIG MOUNTAIN RD | |
| BIG MOUNTAIN FIREFIGHTERS ASSOCIATION NONE N/A GENERAL OPERATIONS 1790 BIG MOUNTAIN RD | |
| BIG MOUNTAIN FIREFIGHTERS ASSOCIATION NONE N/A GENERAL OPERATIONS 8790 BIG MOUNTAIN RD | |
| STAMFORD, CT 06902 BIG MOUNTAIN FIREFIGHTERS ASSOCIATION NONE N/A GENERAL OPERATIONS 3790 BIG MOUNTAIN RD | |
| BIG MOUNTAIN FIREFIGHTERS ASSOCIATION NONE N/A GENERAL OPERATIONS 3790 BIG MOUNTAIN RD | |
| 3790 BIG MOUNTAIN RD | 300 |
| 3790 BIG MOUNTAIN RD | 300 |
| | 300 |
| WHITEFISH, MT 59937 | 300 |
| | |
| | |
| COLLEGIATE SCHOOL ANNUAL FUND NONE N/A GENERAL OPERATIONS | |
| NORTH MOORELAND RD | |
| RICHMOND, VA 23229 | 1500 |
| | |
| COMFORT ZONE CAMP NONE N/A GENERAL OPERATIONS | |
| 7201 GLEN FOREST DR | |
| RICHMOND, VA 23226 | 500 |
| | |
| DUCKS UNLIMITED NONE N/A GENERAL OPERATIONS | |
| 1 WATERFOUL WAY | |
| MEMPHIS TN 38120 | _1000 |
| Total SEE CONTINUATION SHEET(S) ▶ 3a | 108507 |
| b Approved for future payment | |
| NOME | |
| NONE | |
| | |
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| | |
| | |
| Total ▶ 3b | 0 990-PF (2012 |

Form 990-PF (2012)

FOUNDATION

54-1647672 Page 12

| Part XVI-A | → Analysis of | Income-Producing | Activities |
|------------|---------------|------------------|-------------------|
|------------|---------------|------------------|-------------------|

| Enter gross amounts unless otherwise indicated. | Unrelate | d business income | | ded by section 512, 513, or 514 | (e) |
|---|--|---------------------------------------|---|---------------------------------|-----------------------------------|
| 1 Program service revenue: | (a) Business code | (b) Amount | (C) Exclu- sion code | (d) Amount | Related or exempt function income |
| | | | | | |
| | <u> </u> | | | | |
| | | | <u> </u> | | |
| d | | | | | |
| e | | | t · | | |
| f | | · | <u> </u> | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | ļ | | |
| 3 Interest on savings and temporary cash | | | | | 4.4 |
| investments | | <u> </u> | ļ | | 10. 13602. |
| 4 Dividends and interest from securities | | | ↓ | | <u> 13602.</u> |
| 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 . | | | | | 76. |
| 7 Other investment income | | | | | 70. |
| 8 Gain or (loss) from sales of assets other | | | | | 57403. |
| than inventory 9 Net income or (loss) from special events | | | | | 31403. |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue: | | | | | |
| | | | | | |
| a | | | | | |
| c | 1 1 | | 1 | | · |
| d | 1 1 | | | | |
| e | | | † | | |
| 12 Subtotal. Add columns (b), (d), and (e) | | 0. | | 0. | 71091. |
| 13 Total. Add line 12, columns (b), (d), and (e) | | | | | 71091. |
| (See worksheet in line 13 instructions to verify calculations.) | | | | | |
| Part XVI-B Relationship of Activities | to the Acc | omplishment of Ex | - xemp | ot Purposes | |
| | | · | | | |
| Explain below how each activity for which income the foundation's exempt purposes (other than | | | A contri | buted importantly to the accom | iplishment of |
| 4 FOUNDATION FUNDED BY I | | | ID G | TFTS | |
| TOUNDATION TOUBLE BY I | IA A DIO I IND. | NI INCOME A | <u> </u> | 11110 | |
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| 223821 | | | | | - 000 BE |
| 223621 12-05-12 | | | | | Form 990-PF (2012) |

Page 13

| | | Exempt Organi | zations | | | | | | | |
|------------|--------------------|--|--|---------------------|---|--|---------------------------------------|--------------|----------|--------------|
| 1 | Did the or | ganization directly or indir | ectly engage in any | of the following | g with any other organization | on described in section | n 501(c) of | | Yes | No |
| | the Code (| other than section 501(c) | (3) organizations) c | or in section 52 | 7, relating to political organ | izations? | | | | |
| а | Transfers | from the reporting founda | ition to a noncharita | ible exempt org | janization of: | | | | | |
| | (1) Cash | | | | | | | 1a(1) | | X |
| | (2) Other | assets | | | | | | 1a(2) | | X |
| b | Other tran | | | | | | | | | |
| | (1) Sales | of assets to a noncharital | ole exempt organiza | ition | | | | 1b(1) | | _X_ |
| | • • | ases of assets from a nor | , - | | | | | 1b(2) | | X |
| | ` ' | l of facilities, equipment, o | • | • | | | | 1b(3) | | Х |
| | * * | oursement arrangements | | | | | | 1b(4) | | Х |
| | • • | s or loan guarantees | | | | | | 1b(5) | | X |
| | • • | rmance of services or me | mbership or fundra | isina solicitatio | ns | • | | 1b(6) | | Х |
| c | • • | facilities, equipment, mai | | | | | | 1c | | X |
| | - | | - | | dule. Column (b) should alv | ways show the fair m | arket value of the goods, o | | ets. | |
| • | | | | | ed less than fair market valu | | | | , | |
| | |) the value of the goods, | | | | o a, wanoudina | or or an ing an an goment, or | • | | |
| (a)L | | (b) Amount involved | | | exempt organization | (d) Description | of transfers, transactions, and s | haring ar | rangeme | ents |
| (-/- | | <u>(-/</u> | | N/A | | (-, | | | | |
| | | | | -4/44 | | | | | | |
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| | | | N | | | | · · · · · · · · · · · · · · · · · · · | | | |
| 2 a | | | | | or more tax-exempt organi | zations described | ا | ٦ ٧ | TV. |] No |
| | | 501(c) of the Code (other | · | e)(3)) or in sect | 10H 527 ? | | i_ | Yes | LA | _ NO |
| <u>b</u> | if Yes, co | omplete the following school | | | (h) Tune of organization | T | -) Department of solutions | | | |
| | | (a) Name of org | anization | | (b) Type of organization | | c) Description of relationsh | ıp | | |
| | | N/A | | | | ļ | | | | |
| | | | | | | | | | | |
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| | - 1., . | | No. 11 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 | / | | <u> </u> | | | | |
| ٥. | 1 | penalties of perjury, I declare slief, it is true, correct, and con | nat I have examined the | reparer (other than | ig accompanying schedules and n taxpayer) is based on all inforn | i statements, and to the t nation of which preparer | May | the IRS | | |
| He | וייפ | | AC | | 11/2/13 | .). | shor | n with th | e brebar | <u>tr</u>)? |
| ПЕ | | 700 C | | ·~ | 17/15/12 | PIRESI | <u> </u> | Yes | : L_ | J No |
| | Sigi | nature of officer or trustee | | To | Date | Title | Ob. al. () | | | |
| | | fint/Type preparer's na | | Preparer's si | ignature | Date | Check X If PTIN | | | |
| _ | ادا | WILLIAM TH | OMPSON | 2/ | Thomas | 11/14/13 | self- employed | | | |
| | id | III | | o mm | 0 1000 | 1.7 | | <u> </u> | | |
| | eparer | Firm's name ► RES | OURCE MAI | NAGEMEN | \mathbf{T} | | Firm's EIN ► 54-13 | 692 | 01 | |
| US | se Only | | | | | | | | | |
| | | Firm's address ▶ ₽ | | | | | | _ | | |
| | | IIR | VINGTON, | VA 224 | 80 | | Phone no. 804 4 | | | |
| | | | | | | | For | m 990 | PF | (2012) |

Schedule B (Form 990, 990-EZ,

or 990-PF)

Department of the Treasury Internal Revenue Service

Name of the organization

Schedule of Contributors

Attach to Form 990, Form 990-EZ, or Form 990-PF.

WILEY H. AND JAMES C. WHEAT, JR

OMB No 1545-0047

2012

Employer identification number

FOUNDATION 54-1647672 Organization type (check one): Filers of: Section: 501(c)(Form 990 or 990-EZ) (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization Form 990-PF X 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation Check if your organization is covered by the General Rule or a Special Rule. Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions. **General Rule** X For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II **Special Rules** For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

WILEY H. AND JAMES C. WHEAT, JR

FOUNDATION

Employer identification number

54-1647672

| Part I | Contributors | (see instructions) |). Use duplicate copi | ies of Part I if additional space is needed. | |
|--------|--------------|--------------------|-----------------------|--|--|
|--------|--------------|--------------------|-----------------------|--|--|

| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
|--|--|----------------------------|---|
| 1 | JAMES C WHEAT III 10001 PATTERSON AVE RICHMOND, VA 23238 | \$181332. | Person Payroll Noncash X (Complete Part II if there is a noncash contribution) |
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
| 2 | | \$ | Person Payroll Noncash X (Complete Part II if there is a noncash contribution.) |
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
| ······································ | | \$ | Person Payroll Noncash Complete Part II if there is a noncash contribution) |
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
| | | \$ | Person Payroll Noncash (Complete Part II if there is a noncash contribution) |
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
| | | \$ | Person Payroll Noncash (Complete Part II if there is a noncash contribution.) |
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
| | | \$ | Person Payroll Noncash Complete Part II if there is a noncash contribution) |

Name of organization

Employer identification number

WILEY H. AND JAMES C. WHEAT, JR FOUNDATION

54-1647672

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

| an II | Noncash Property (see instructions). Use duplicate copies of P | art ii ii additional space is needed. | |
|------------------------------|--|--|----------------------------|
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| _1 | 2000 SHRS GRACE W R & CO NYSE LISTED SECURITY | | |
| | | \$\$ | 12/11/12 |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| _2 | 400 SHRS LIBERTY MEDIA CORP NYSE LISTED SECURITY | | |
| į | | \$ 46012. | 12/26/12 |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| | | \$ | |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| | | \$ | |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| | | \$ | |
| (a) No. from Part i | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| | | | |
| 453 12-21 | | Sahadula B (Form 9 | 90, 990-EZ, or 990-PF) (20 |

Employer identification number

| Haine or or | 94111241 | | | | | | | |
|-------------|----------|-----|--------------|----|--------|----|--|--|
| WILEY | н. | AND | JAMES | c. | WHEAT, | JR | | |
| FOUND. | ATI | ON | | | | | | |

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| | 71 | | | - | 71 | 7 | - | • | , | |
| 3 | 4 | _ | | u | * | • | u | • | ~ | |

| Part III | Exclusively religious, charitable, etc., indiv year. Complete columns (a) through (e) and the total of exclusively religious, charitable, etc. Use duplicate copies of Part III if additional | ., contributions of \$1,000 or less for | (7), (8), or (10) organizations that total more than \$1,000 for the is completing Part III, enter the year. (Enter this information once) |
|---------------------------|--|---|--|
| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
| | | (e) Transfer of gift | |
| | Transferee's name, address, an | | Relationship of transferor to transferee |
| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
| | Transferee's name, address, ar | (e) Transfer of gift | Relationship of transferor to transferee |
| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
| | | | |
| | Transferee's name, address, ar | nd ZIP + 4 | Relationship of transferor to transferee |
| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
| | | (e) Transfer of gif | <u> </u> |
| | Transferee's name, address, ar | nd ZIP + 4 | Relationship of transferor to transferee |

FOUNDATION

54-1647672

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to Amount contribution any foundation manager status of Name and address (home or business) or substantial contributor recipient FOUNDATION FIGHTING BLINDNESS NONE N/A GENERAL OPERATIONS 7168 COLUMBIA GATEWAY 1000. COLUMBIA MD 21046 GREATER RICHMOND SCAN NONE N/A GENERAL OPERATIONS 103 E GRACE ST RICHMOND, VA 23219 500, MASSEY CANCER CENTER NONE N/A GENERAL OPERATIONS P O BOX 980214 1000. RICHMOND VA 23298 NOAH'S CHILDREN NONE N/A GENERAL OPERATIONS 5875 BREMO ROAD 1000, RIHMOND VA 23226 PURNELL SCHOOL ANNUAL FUND NONE N/A GENERAL OPERATIONS 51 POTTERSVILLE RD POTTERSVILLE NJ 07979 10000. TAPPAHANNOCK ESSEX VOLUNTEER FIRE NONE N/A GENERAL OPERATIONS P O BOX 807 1000, TAPPAHANNOCK, VA 22560 THE NATURE CONSERVANCY NONE N/A GENERAL OPERATIONS 4245 N FAIRFAX DR ARLINGTON VA 22203 1000, THE RICHMOND BALLET NONE N/A GENERAL OPERATIONS 407 E CANAL ST RICHMOND, VA 23219 250, THE STEWART SCHOOL NONE N/A GENERAL OPERATIONS 11600 GAYTON ROAD RICHMOND, VA 23238 6000, NONE UVA ANNUAL FUND N/A GENERAL OPERATIONS P O BOX 400314 CHARLOTTESVILLE VA 22904 10000. Total from continuation sheets 102750. WILEY H. AND JAMES C. WHEAT, JR
FOUNDATION

Part XV | Supplementary Information

54-1647672

| Part XV Supplementary Information | | | | · |
|--|--|----------------------|----------------------------------|--------------|
| 3 Grants and Contributions Paid During the Y | | | | <u></u> |
| Recipient | If recipient is an individual, show any relationship to any foundation manager | Foundation status of | Purpose of grant or contribution | Amount |
| Name and address (home or business) | or substantial contributor | recipient | | |
| | | | | |
| CU ATHLETICS | NONE | N/A | GENERAL OPERATIONS | |
| O BOX 843042 | | | | 50000 |
| ICHMOND, VA 23284 | | | | 30000 |
| CU SCHOOL OF THE ARTS-POLLAK SOCIETY | NONE | N/A | GENERAL OPERATIONS | |
| O BOX 84302 | | [| | |
| ICHMOND, VA 23294 | | ļ | | 10000 |
| IRGINIA FOUNDATION FOR INDEPENDENT | NONE | N/A | GENERAL OPERATIONS | |
| COLLEGES | | [,, | | |
| 010 RIDGE ROAD | | | | |
| ICHMOND, VA 23229 | <u> </u> | | | 6000 |
| | | | | |
| IRGINIA REPERTORY THEATRE | NONE | N/A | GENERAL OPERATIONS | |
| 14 W BROAD ST ICHMOND, VA 23220 | | | | 1000 |
| | | | | |
| IRGINIA TREATMENT CENTER FOR | NONE | N/A | GENERAL OPERATIONS | |
| HILDREN-MCV O BOX 980234 | | | | |
| RICHMOND, VA 23298 | | | | 1500 |
| | | | | |
| SSR PATROITS FUND | NONE | N/A | GENERAL OPERATIONS | |
| O BOX 18032 | | | | |
| ICHMOND, VA 23226 | | | | 2500 |
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| | | | | |
| Total from continuation sheets | | 1 | 1 | |
| (Oral Hoth continuation sheets | | ···· | | |

| FORM 990-PF INTEREST ON SAVINGS AN | ND TEME | PORARY CA | ASH I | INVESTMENTS | STATEMENT | 1 |
|------------------------------------|---------------------|----------------------------|-------|-----------------------------------|---------------------|-----|
| SOURCE | | | | | TUUOMA | |
| WELLS FARGO ADVISORS | | | | ~ | | 10. |
| TOTAL TO FORM 990-PF, PART I, LINE | 3, COI | LUMN A | | = | | 10. |
| FORM 990-PF DIVIDENDS AND | INTER | ST FROM | SECU | JRITIES | STATEMENT | 2 |
| SOURCE | GROSS | AMOUNT | | PITAL GAINS DIVIDENDS | COLUMN (A AMOUNT |) |
| THRU WELLS FARGO ADVISORS | | 15830. | | 2228. | 136 | 02. |
| TOTAL TO FM 990-PF, PART I, LN 4 | | 15830. | | 2228. | 136 | 02. |
| - - | | | | | | |
| FORM 990-PF O | THER I | COME | | | STATEMENT | 3 |
| DESCRIPTION | 1 | (A) REVENUE PER BOOK | | (B) NET INVEST- MENT INCOME | | |
| FOREIGN TAX PAID | | | 76. | 76 | • | |
| TOTAL TO FORM 990-PF, PART I, LINE | 11 | | 76. | 76 | • | |
| | | | | | | |
| FORM 990-PF | LEGAL | FEES | | | STATEMENT | 4 |
| EXPE | A) NSES BOOKS | (B) NET INV MENT IN | EST- | - | | |
| LEGAL FEES | 275. | | 0 | • | | 0. |
| TO FM 990-PF, PG 1, LN 16A | 275. | | 0 | • | | 0. |

| FORM 990-PF | XAT | ES | | | STATEMENT | 5 |
|------------------------------|------------------------------|-----------------------------|-----|------------------------------|---------------------|------|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVE MENT INC | - | (C) ADJUSTED NET INCOM | | |
| U S TREASURY EXCISE TAX | <323. | > | 0. | | | 0. |
| TO FORM 990-PF, PG 1, LN 18 | <323. | > | 0. | | | 0. |
| FORM 990-PF | OTHER E | XPENSES | | | STATEMENT | 6 |
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVE MENT INC | | | | |
| CORPORATE REGISTRATION | 25. | - | 0. | | | 0. |
| TO FORM 990-PF, PG 1, LN 23 | 25. | | 0. | | | 0. |
| FORM 990-PF | CORPORAT | E STOCK | | | STATEMENT | 7 |
| DESCRIPTION | | | вос | OK VALUE | FAIR MARKE VALUE | ET |
| INVESTMENTS-CORP STOCK | | - | | 365057. | 4358 | 34. |
| TOTAL TO FORM 990-PF, PART I | I, LINE 10B | = | | 365057. | 4358 | 34. |
| FORM 990-PF | OTHER INV | ESTMENTS | | | STATEMENT | 8 |
| DESCRIPTION | | LUATION ETHOD | во | OK VALUE | FAIR MARKE VALUE | ET |
| INVESTMENTS-MUTUAL FUNDS | | COST | | 68866. | 1298 | 371. |
| TOTAL TO FORM 990-PF, PART I | I, LINE 13 | • | | 68866. | 1298 | 371. |

| Form 8868 (Rev. 1-2013) | | | | | Page 2 |
|---|-------------|--|--------------|---------------|------------------|
| If you are filing for an Additional (Not Automatic) 3-Month Ex | ctension, c | complete only Part II and check this | box . | | ► X |
| Note. Only complete Part II if you have already been granted an | | | led Form 8 | 3868. | |
| If you are filing for an Automatic 3-Month Extension, comple | | | | | |
| Part II Additional (Not Automatic) 3-Month E | xtensio | n of Time. Only file the origin | al (no co | opies need | led). |
| | | Enter filer's | identifyin | g number, s | ee instructions |
| Type or Name of exempt organization or other filer, see instru | ictions | | Employer | dentification | number (EIN) or |
| print WILEY H. AND JAMES C. WHEAT | , JR | | | | |
| File by the FOUNDATION | | | | 54-164 | 17672 |
| due date for Number, street, and room or suite no. If a P.O. box, s | | tions. | Social se | curity numbe | r (SSN) |
| return See 10001 PATTERSON AVE, NO. 10 | 0 | | | | |
| Instructions City, town or post office, state, and ZIP code. For a f | oreign add | Iress, see instructions. | | | |
| RICHMOND, VA 23238 | | | | | |
| | | | | | |
| Enter the Return code for the return that this application is for (fil | e a separa | te application for each return) | | | . 04 |
| | - , | | | | |
| Application | Return | Application | | | Return |
| ls For | Code | Is For | | | Code |
| Form 990 or Form 990 EZ | 01 | <u></u> | | | |
| Form 990-BL | 02 | Form 1041-A | | | 08 |
| Form 4720 (ındividual) | 03 | Form 4720 | | | 09 |
| Form 990-PF | 04 | Form 5227 | | | 10 |
| Form 990-T (sec. 401(a) or 408(a) trust) | 05 | Form 6069 | _ | | 11 |
| Form 990-T (trust other than above) | 06 | Form 8870 | | | 12 |
| STOP! Do not complete Part II if you were not already granted | d an autor | matic 3-month extension on a previ | iously file | d Form 8868 | 3 |
| THE FOUNDATION | | | | | |
| The books are in the care of ➤ 10001 PATTERSO. | N AVE | , NO. 100 - RICHMO | VD, V | A 23238 | 3 |
| Telephone No. ► 804 741-2190 | | FAX No. ▶ | | | |
| If the organization does not have an office or place of busines | | | | | D |
| If this is for a Group Return, enter the organization's four digit | Group Exe | emption Number (GEN) If | this is foi | r the whole g | roup, check this |
| box ▶ If it is for part of the group, check this box ▶ | and atta | ach a list with the names and EINs of | all memb | ers the exten | sion is for. |
| | NOVEM | BER 15, 2013. | | | |
| 5 For calendar year 2012 , or other tax year beginning _ | | , and ending | <u> </u> | | <u> </u> |
| 6 If the tax year entered in line 5 is for less than 12 months, of | check reas | on· Initial return | Final r | eturn | |
| Change in accounting period | | | | | |
| 7 State in detail why you need the extension | | | | | |
| DUE TO LIMITED WORKING HOURS | | | | | |
| CARDIOLOGIST BECAUSE OF HEART | SURG | ERY AN ADDITIONAL | <u>EXTEN</u> | SION IS | 3 |
| REQUESTED. | | | | | |
| 8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, | or 6069, e | enter the tentative tax, less any | | | |
| nonrefundable credits. See instructions. | | | 8a | \$ | <u> 1600.</u> |
| b If this application is for Form 990-PF, 990-T, 4720, or 6069, | • | | | | |
| tax payments made. Include any prior year overpayment a | llowed as a | a credit and any amount paid | | | |
| previously with Form 8868. | | | 8b | \$ | <u> 1700.</u> |
| c Balance due. Subtract line 8b from line 8a. Include your pa | • | th this form, if required, by using | | | _ |
| EFTPS (Electronic Federal Tax Payment System) See instr | | | 8c | \$ | 0. |
| - | | st be completed for Part II o | | | |
| Under penalties of perjury, I declare that I have examined this form, including it is true, correct, and complete, and that I am authorized to prepare this f | ding accomp | panying schedules and statements, and to | the best o | f my knowledg | e and belief, |
| | orm. | | | _ | |
| <u>Signature</u> ► Title ► | | | Date | | |

Form 8868 (Rev. 1-2013)