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Form 990-PF

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

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

For calendar year 2012, or tax year beginning 01-01-2012, and ending 12-31-2012

Name of foundation: THE ENGLISH FOUNDATION CO ENGLISH'S INC
A Employer identification number: 54-6036409
B Telephone number: (434) 369-4771
G Check all that apply: Initial return, Final return, Address change
H Check type of organization: Section 501(c)(3) exempt private foundation
I Fair market value of all assets at end of year: \$ 2,141,434
J Accounting method: Accrual

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), with a final summary row (27).

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

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing						
	2 Savings and temporary cash investments	184,295	213,967	213,967			
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____						
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____						
	5 Grants receivable						
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)						
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____						
	8 Inventories for sale or use						
	9 Prepaid expenses and deferred charges						
	10a Investments—U S and state government obligations (attach schedule)						
	b Investments—corporate stock (attach schedule)	1,040,611 <input type="checkbox"/>	1,017,374	1,314,593			
	c Investments—corporate bonds (attach schedule)	120,526 <input type="checkbox"/>	119,087	145,026			
	11 Investments—land, buildings, and equipment basis ▶ 331,436 Less accumulated depreciation (attach schedule) ▶ 121,353	212,083 <input type="checkbox"/>	210,083	411,083			
	12 Investments—mortgage loans						
	13 Investments—other (attach schedule)	50,397 <input type="checkbox"/>	53,279	54,111			
	14 Land, buildings, and equipment basis ▶ 9,173 Less accumulated depreciation (attach schedule) ▶ 7,399	3,038 <input type="checkbox"/>	1,774	1,774			
15 Other assets (describe ▶ _____)	2,868 <input type="checkbox"/>	880 <input type="checkbox"/>	880				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,613,818	1,616,444	2,141,434				
Liabilities	17 Accounts payable and accrued expenses	2,620	2,620				
	18 Grants payable						
	19 Deferred revenue						
	20 Loans from officers, directors, trustees, and other disqualified persons						
	21 Mortgages and other notes payable (attach schedule)						
	22 Other liabilities (describe ▶ _____)	193 <input type="checkbox"/>	0				
23 Total liabilities (add lines 17 through 22)	2,813	2,620					
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	1,611,005	1,613,824				
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0	0				
29 Retained earnings, accumulated income, endowment, or other funds	0	0					
30 Total net assets or fund balances (see page 17 of the instructions)	1,611,005	1,613,824					
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,613,818	1,616,444					

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	1,611,005
2	Enter amount from Part I, line 27a	2	-20,006
3	Other increases not included in line 2 (itemize) ▶ _____ <input type="checkbox"/>	3	22,825
4	Add lines 1, 2, and 3	4	1,613,824
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	1,613,824

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a	See Additional Data Table			
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a	See Additional Data Table			
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	91,257
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		}	3

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	131,997	384,314	0.343461
2010	123,043	353,357	0.348212
2009	144,472	357,808	0.403770
2008	157,715	468,377	0.336727
2007	232,634	600,094	0.387663
2	Total of line 1, column (d).		2 1.819833
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0.363967
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.		4 370,979
5	Multiply line 4 by line 3.		5 135,024
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 1,398
7	Add lines 5 and 6.		7 136,422
8	Enter qualifying distributions from Part XII, line 4.		8 168,350

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	1,398
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	1,398
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	1,398
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,398
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	1,398
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
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 <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ <u>0</u> (2) On foundation managers <input type="checkbox"/> \$ <u>0</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ <u>0</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	
b If "Yes," has it filed a tax return on Form 990-T for this year?	Yes	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> VA _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	Yes	
14 The books are in care of ▶ <u>ENGLISH'S INC</u> Telephone no ▶ <u>(434) 369-4771</u> Located at ▶ <u>1522 MAIN STREET ALTAVISTA VA</u> ZIP +4 ▶ <u>24517</u>			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
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		No

See 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

		Yes	No
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did it have excess business holdings in 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>)	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

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

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 GRANTS TO RELIGIOUS, CHARITABLE, EDUCATIONAL ORGANIZATIONS	153,850
2 EDUCATIONAL SCHOLARSHIPS	14,500
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions	
3	

Total. Add lines 1 through 3. **0**

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	302,273
b	Average of monthly cash balances.	1b	31,984
c	Fair market value of all other assets (see instructions).	1c	42,371
d	Total (add lines 1a, b, and c).	1d	376,628
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	376,628
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	5,649
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	370,979
6	Minimum investment return. Enter 5% of line 5.	6	18,549

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	18,549
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	1,398
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,398
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	17,151
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	17,151
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	17,151

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	168,350
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	168,350
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	1,398
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	166,952

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				17,151
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 20__ , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				207,441
b From 2008.				135,426
c From 2009.				127,278
d From 2010.				106,709
e From 2011.				114,527
f Total of lines 3a through e.	691,381			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>168,350</u>				
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.				17,151
e Remaining amount distributed out of corpus	151,199			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	842,580			
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 instructions			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) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).	207,441			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	635,139			
10 Analysis of line 9				
a Excess from 2008.	135,426			
b Excess from 2009.	127,278			
c Excess from 2010.	106,709			
d Excess from 2011.	114,527			
e Excess from 2012.	151,199			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling.

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

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

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

1 Information Regarding Foundation Managers:

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

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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
 ER ENGLISH JR TRUSTEE
 1522 MAIN STREET
 ALTAVISTA, VA 24517
 (434) 369-4771

b The form in which applications should be submitted and information and materials they should include
 REQUEST FORM FROM MANAGER (SCHOLARSHIPS), LETTER (ALL OTHERS)

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
 GENERALLY LIMITED TO CAMPBELL COUNTY, VA AREA

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total				3a 168,350
b <i>Approved for future payment</i>				
Total				3b 0

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
APACHE CORP	P	2002-08-14	2012-03-08
BLACKROCK GLOBAL ENERGY	P	2006-10-11	2012-06-14
EMERSON ELECTRIC COMPANY	P	2011-09-30	2012-09-25
EMERSON ELECTRIC COMPANY	P	2011-06-17	2012-09-25
EQT CORP	P	1996-08-22	2012-03-08
INTEL	P	1994-01-04	2012-04-19
MCDONALD'S CORP	P	2009-08-26	2012-01-05
PINNACLE BANCSHARES CORP	P	2002-05-16	2012-06-18
PROCTOR & GAMBLE COMPANY	P	2005-10-03	2012-09-24
TRIANGLE CAPITAL CORP	P	2012-03-08	2012-07-02
VANGUARD BOND INDEX FUND INC	P	2009-09-30	2012-04-19
AMERICA MOVIL SA DE CV	P	2005-09-29	2012-06-29
ANNALY CAP MANAGEMENT INC	P	2011-01-27	2012-08-28
EATON CORP COM	P	2011-03-07	2012-12-03
FREEMONT MCMORAN COPPER & GOLD	P	2007-08-01	2012-01-12
GREEN MOUNTAIN COFFEE ROASTERS INC	P	2012-05-14	2012-06-14
ISHARES TR S&P INDIA NIFTY 50	P	2010-01-11	2012-01-18
ISHARES TR S&P US PFD STK INDEX	P	2011-04-21	2012-01-04
ISHARES TR IBOXX HIGH YIELD CORP	P	2010-04-05	2012-07-05
ISHARES INC MSCI TAIWAN INDEX	P	2011-02-02	2012-02-02
ISHARES INC MSCI SOUTH KOREA INDEX	P	2011-04-15	2012-02-02
LEXINGTON REALTY TR COM	P	2011-12-27	2012-12-12
MCDERMOTT INTERNATIONAL	P	2010-02-19	2012-06-07
ORACLE CORP COM	P	2011-06-28	2012-06-29
SOUTHERN COPPER CORP	P	2012-01-12	2012-02-28
TORONTO DOMINION BK ONT COM	P	2011-03-18	2012-08-17
COHEN & STEERS PREMIUM	P	2007-03-12	2012-01-18
T ROWE PRICE US LARGE-CAP CORE	P	2011-03-22	2012-09-14
MARKET VECTORS ETF BRAZIL SM CAP ETF	P	2010-12-29	2012-09-07
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
10,651		2,564	8,087
10,840		12,363	-1,523
7,325		6,300	1,025
17,092		18,375	-1,283
10,544		1,466	9,078
8,361		1,186	7,175
19,912		11,398	8,514
9,000			9,000
13,894		10,331	3,563
6,825		5,946	879
24,330		24,009	321
24,754		12,805	11,949
18,929		20,057	-1,128
5,191		5,340	-149
8,385		9,045	-660
4,042		5,035	-993
4,465		5,274	-809
7,165		7,952	-787
18,183		17,604	579
5,201		6,330	-1,129
11,709		13,100	-1,391
59,180			59,180
3,190		11,155	-7,965
4,286		4,804	-518
5		5	0
8,165		8,445	-280
6,698		17,359	-10,661
17,620		16,909	711
12,190		15,871	-3,681
4,153			4,153

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			8,087
			-1,523
			1,025
			-1,283
			9,078
			7,175
			8,514
			9,000
			3,563
			879
			321
			11,949
			-1,128
			-149
			-660
			-993
			-809
			-787
			579
			-1,129
			-1,391
			59,180
			-7,965
			-518
			0
			-280
			-10,661
			711
			-3,681
			4,153

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALTAVISTA AREA CHAMBER OF COMMERCE PO BOX 606 ALTAVISTA,VA 24517	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000
ALTAVISTA AREA YMCA PO BOX 149 ALTAVISTA,VA 24517	NONE	PUBLIC CHARITY	UNRESTRICTED	10,000
ALTAVISTA HABITAT FOR HUMANITY P O BOX 232 ALTAVISTA,VA 24517	NONE	PUBLIC CHARITY	UNRESTRICTED	2,000
ALTAVISTA HIGH SCHOOL BEDFORD HIGHWAY ALTAVISTA,VA 24517	NONE	PUBLIC CHARITY	E TEMPLE SCHOLARSHIP FUND	1,400
ALTAVISTA VETERANS OF FOREIGN WARS DRAWER F LYNCH STATION,VA 24571	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000
ALZHEIMERS RESEARCH 225 NORTH MICHIGAN AVE CHICAGO,IL 60601	NONE	PUBLIC CHARITY	UNRESTRICTED	5,000
AVOCA MUSEUM 1514 MAIN STREET ALTAVISTA,VA 24517	NONE	PUBLIC CHARITY	UNRESTRICTED	500
BLUE RIDGE PBS 1215 MCNEIL DRIVE SW ROANOKE,VA 24015	NONE	PUBLIC CHARITY	UNRESTRICTED	400
CENTRAL VIRGINIA COMMUNITY COLLEGE 3506 WARDS ROAD LYNCHBURG,VA 24502	NONE	PUBLIC CHARITY	SCHOLARSHIPS	7,000
DAWN PO BOX 325 ALTAVISTA,VA 24517	NONE	PUBLIC CHARITY	UNRESTRICTED	10,000
FIRST BAPTIST CHURCH 404 10TH STREET ALTAVISTA,VA 24517	NONE	CHURCH	UNRESTRICTED	22,400
HUNTERS FOR THE HUNGRY PO BOX 304 BIG ISLAND,VA 24526	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000
NATIONAL MULTIPLE SCLEROSIS 1 MORTIN DRIVE SUITE 106 CHARLOTTESVILLE,VA 22903	NONE	PUBLIC CHARITY	UNRESTRICTED	100
NATIONAL WILD TURKEY FOUNDATION P O BOX 530 EGDEFIELD,SC 29824	NONE	PUBLIC CHARITY	UNRESTRICTED	600
OAK HILL CHURCH OF GOD OF PROPHECY 6867 SMITH MTN LAKE PKWY HUDDLESTON,VA 24104	NONE	CHURCH	UNRESTRICTED	100

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PATRICK HENRY BOYS & GIRLS PLANTATION PO BOX 1398 BROOKNEAL,VA 24528	NONE	PUBLIC CHARITY	UNRESTRICTED	2,000
SALVATION ARMY P O BOX 2314 LYNCHBURG,VA 24501	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000
UNIVERSITY OF VIRGINIA P O BOX 400204 CHARLOTTESVILLE,VA 22904	NONE	PUBLIC CHARITY	FARMER SCHOLARSHIP	1,000
VIRGINIA FOUNDATION FOR INDEPENDENT COLLEGES 8010 RIDGE STREET RICHMOND,VA 23229	NONE	PUBLIC CHARITY	EDUCATION FUND	5,000
VIRGINIA TECH ATHLETIC FUND PO BOX 10307 BLACKSBURG,VA 24061	NONE	PUBLIC CHARITY	UNRESTRICTED	15,000
VIRGINIA TECH FOUNDATION INC PO BOX 10307 BLACKSBURG,VA 24061	NONE	PUBLIC CHARITY	ENGLISH FAMILY SCHOLARSHIP	73,250
MILITARY OF THE PURPLE HEART PO BOX 49 ANNANDALE,VA 22003	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000
AMERICAN CHESTNUT COOP 708 FOREST SERVICE RD NEWPORT,VA 24128	NONE	PUBLIC CHARITY	UNRESTRICTED	100
FAMILIES OF THE WOUNDED FUND P O BOX 642 MIDLOTHIAN,VA 23113	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000
LYNCHBURG COLLEGE 1501 LAKESIDE DR LYNCHBURG,VA 24501	NONE	UNIVERSITY	SCHOLARSHIPS	1,000
JAMES MADISON UNIVERSITY OFFICE OF THE REGISTRAR MSC 3528 HARRISONBURG,VA 22807	NONE	UNIVERSITY	SCHOLARSHIPS	1,000
VCU PO BOX 843036 RICHMOND,VA 23284	NONE	UNIVERSITY	SCHOLARSHIPS	1,000
OLD DOMINION UNIVERSITY 121 ALFRED B ROLLIND JR HALL NORFOLK,VA 23529	NONE	UNIVERSITY	SCHOLARSHIPS	1,000
UNIVERSITY OF CALIFORNIA 9500 GILMAN DR LA JOLLA,CA 92093	NONE	UNIVERSITY	SCHOLARSHIPS	1,000
RANDOLPH-MACON COLLEGE PO BOX 5005 ASHLAND,VA 23005	NONE	UNIVERSITY	SCHOLARSHIPS	1,500
Total				168,350

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Schedule of Contributors

OMB No 1545-0047

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

2012

Department of the Treasury
Internal Revenue Service

Name of the organization
THE ENGLISH FOUNDATION CO ENGLISH'S INC

Employer identification number
54-6036409

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

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

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 33¹/₃% 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).

Name of organization
THE ENGLISH FOUNDATION CO ENGLISH'S INC

Employer identification number
54-6036409

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ENGLISH'S INC 1522 MAIN STREET ALTAVISTA, VA 24517	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization
THE ENGLISH FOUNDATION CO ENGLISH'S INC

Employer identification number
54-6036409

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____

Name of organization
THE ENGLISH FOUNDATION CO ENGLISH'S INC

Employer identification number
54-6036409

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ▶ \$
Use duplicate copies of Part III if additional space is needed

(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, and 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 gift	
Transferee's name, address, and 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 gift	
Transferee's name, address, and 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 gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____ _____	_____ _____

TY 2012 Accounting Fees Schedule

Name: THE ENGLISH FOUNDATION CO ENGLISH'S INC

EIN: 54-6036409

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	4,315	4,315		0

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

TY 2012 Depreciation Schedule

Name: THE ENGLISH FOUNDATION CO ENGLISH'S INC

EIN: 54-6036409

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMMERCIAL BUILDING	1960-07-01	75,436	75,436	SL	40 000000000000	0	0		
RESIDENTIAL RENTAL	1990-01-15	55,000	43,917	SL	27 500000000000	2,000	2,000		
LAND - COMMERCIAL BUILDING	1960-07-01	25,000		L		0	0		
LAND - RESIDENTIAL RENTAL	1990-01-15	20,000		L		0	0		
LAND - GLASS	1990-01-15	6,000		L		0	0		
LAND - GREENVIEW PROPERTIES	2005-12-13	105,000		L		0	0		
COMPUTER	2003-06-25	1,641	1,641	SL	5 000000000000	0	0		
COMPUTER	2007-06-04	1,710	1,568	SL	5 000000000000	142	0		
PRINTER	2007-07-19	498	441	SL	5 000000000000	57	0		
LAND - GREENVIEW PROPERTIES	2007-07-23	45,000		L		0	0		
AIR CONDITIONER COMPRESSOR	2009-08-21	5,324	2,485	SL	5 000000000000	1,065	0		

**TY 2012 Investments Corporate
Bonds Schedule**

Name: THE ENGLISH FOUNDATION CO ENGLISH'S INC

EIN: 54-6036409

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	119,087	145,026

**TY 2012 Investments Corporate
Stock Schedule**

Name: THE ENGLISH FOUNDATION CO ENGLISH'S INC

EIN: 54-6036409

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCKS	1,017,374	1,314,593

TY 2012 Investments - Land Schedule**Name:** THE ENGLISH FOUNDATION CO ENGLISH'S INC**EIN:** 54-6036409

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMMERCIAL BUILDING	75,436	75,436	0	
RESIDENTIAL RENTAL	55,000	45,917	9,083	
LAND - COMMERCIAL BUILDING	25,000	0	25,000	
LAND - RESIDENTIAL RENTAL	20,000	0	20,000	
LAND - GLASS	6,000	0	6,000	
LAND - GREENVIEW PROPERTIES	105,000	0	105,000	
LAND - GREENVIEW PROPERTIES	45,000	0	45,000	

TY 2012 Investments - Other Schedule

Name: THE ENGLISH FOUNDATION CO ENGLISH'S INC

EIN: 54-6036409

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS	AT COST	53,279	54,111

TY 2012 Land, Etc. Schedule

Name: THE ENGLISH FOUNDATION CO ENGLISH'S INC

EIN: 54-6036409

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER	1,641	1,641	0	
COMPUTER	1,710	1,710	0	
PRINTER	498	498	0	
AIR CONDITIONER COMPRESSOR	5,324	3,550	1,774	

TY 2012 Other Assets Schedule

Name: THE ENGLISH FOUNDATION CO ENGLISH'S INC

EIN: 54-6036409

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INCOME	2,868	0	0
EXCISE TAXES RECEIVABLE	0	880	880

TY 2012 Other Expenses Schedule

Name: THE ENGLISH FOUNDATION CO ENGLISH'S INC

EIN: 54-6036409

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	11,652	11,652		0
BANK CHARGES	6	6		0
ORDINARY LOSS FROM PARTNERSHIPS	1,101	0		0
G&A EXPENSES	622	622		0

TY 2012 Other Increases Schedule**Name:** THE ENGLISH FOUNDATION CO ENGLISH'S INC**EIN:** 54-6036409

Description	Amount
COST BASIS ADJUSTMENT FOR PARTNERSHIPS	22,825

TY 2012 Other Liabilities Schedule

Name: THE ENGLISH FOUNDATION CO ENGLISH'S INC

EIN: 54-6036409

Description	Beginning of Year - Book Value	End of Year - Book Value
EXCISE TAX PAYABLE	193	0

TY 2012 Other Professional Fees Schedule

Name: THE ENGLISH FOUNDATION CO ENGLISH'S INC

EIN: 54-6036409

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	1,371	1,371		0

TY 2012 Taxes Schedule

Name: THE ENGLISH FOUNDATION CO ENGLISH'S INC

EIN: 54-6036409

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	323	323		0
REAL ESTATE TAXES	3,593	3,593		0