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EXTENDED TO AUGUST 15, 2016
Return of Private Foundation

OMB No 1545-0052

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2015 or tax year beginning

, and ending

Name of foundation: **FENTON FOUNDATION**

Employer identification number: **54-6032866**

Number and street (or P O box number if mail is not delivered to street address): **8 EPPA HUNTON, 6720 PATTERSON AVE.** Room/suite: **D**

Telephone number: **804-747-4547**

City or town, state or province, country, and ZIP or foreign postal code: **RICHMOND, VA 23226**

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

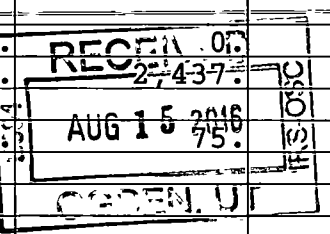
H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16): **\$ 191,794.** J Accounting method: Cash Accrual
 Other (specify)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		5,057.	5,057.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		131.			
b Gross sales price for all assets on line 6a		69,207.			
7 Capital gain net income (from Part IV, line 2)			131.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		314.	0.		STATEMENT 2
12 Total. Add lines 1 through 11		5,502.	5,188.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		2,435.			0.
c Other professional fees STMT 4		2,437.			0.
17 Interest					
18 Taxes STMT 5		651.			0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		26.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		5,549.	2,512.		0.
25 Contributions, gifts, grants paid		10,800.			10,800.
26 Total expenses and disbursements. Add lines 24 and 25		16,349.	2,512.		10,800.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<10,847.>			
b Net investment income (if negative, enter -0-)			2,676.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED AUG 18 2016



G 22 21

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing	7,134.	6,611.	6,611.
	2	Savings and temporary cash investments	8,360.	7,732.	7,732.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		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 STMT 7	21,900.	21,900.	26,719.
	b	Investments - corporate stock STMT 8	140,590.	130,906.	150,732.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶				
12	Investments - mortgage loans				
13	Investments - other				
14	Land, buildings, and equipment: basis ▶				
	Less accumulated depreciation ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	177,984.	167,149.	191,794.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31				
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds	177,984.	167,149.		
30	Total net assets or fund balances	177,984.	167,149.		
31	Total liabilities and net assets/fund balances	177,984.	167,149.		

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	177,984.
2	Enter amount from Part I, line 27a	2	<10,847.>
3	Other increases not included in line 2 (itemize) ▶ ADJUSTMENT TO BALANCE	3	12.
4	Add lines 1, 2, and 3	4	167,149.
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	167,149.

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 PUBLICLY TRADED SECURITIES	P		
b CAPITAL GAINS DIVIDENDS			
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 69,123.		69,076.	47.
b 84.			84.
c			
d			
e			

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	
a			47.
b			84.
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	131.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	10,500.	216,014.	.048608
2013	10,500.	215,240.	.048783
2012	10,400.	212,503.	.048940
2011	9,800.	212,555.	.046106
2010	9,800.	208,532.	.046995

2 Total of line 1, column (d)	2	.239432
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	.047886
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	204,453.
5 Multiply line 4 by line 3	5	9,790.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	27.
7 Add lines 5 and 6	7	9,817.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	10,800.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		}	1	27.
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			2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			3	27.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
3 Add lines 1 and 2			5	27.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			6a	314.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			6b	
6 Credits/Payments:			6c	171.
a 2015 estimated tax payments and 2014 overpayment credited to 2015			6d	
b Exempt foreign organizations - tax withheld at source			7	485.
c Tax paid with application for extension of time to file (Form 8868)			8	
d Backup withholding erroneously withheld			9	
7 Total credits and payments. Add lines 6a through 6d			10	458.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached			11	0.
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 be: Credited to 2016 estimated tax 458. Refunded				

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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
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?		
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) VA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-16 containing questions about controlled entities, distributions, public inspection requirements, books in care, and foreign country interests.

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

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

Table with 3 columns: Question, Yes, No. Rows 1a-4b containing questions about disqualifying acts, taxes on failure to distribute income, and business holdings.

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

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

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No
 b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

5b		
6b		X
7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
EPPA HUNTON 5904 THREE CHOPT ROAD RICHMOND, VA 23226	PRESIDENT, TREASURER & PART-TIME 0.00	0.	0.	0.
MARY P. HUNTON 5904 THREE CHOPT ROAD RICHMOND, VA 23226	SECRETARY PART-TIME 0.00	0.	0.	0.
J. MICHAEL PHELPS 5042 CROWN HILL ROAD MECHANICSVILLE, VA 23111	ASSISTANT TREASURER PART-TIME 0.00	0.	0.	0.

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
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	
2	
All other program-related investments. See 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	200,161.
b	Average of monthly cash balances	1b	7,405.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	207,566.
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	207,566.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,113.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	204,453.
6	Minimum investment return. Enter 5% of line 5	6	10,223.

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	10,223.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	27.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	27.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	10,196.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	10,196.
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	10,196.

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	10,800.
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	10,800.
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	27.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	10,773.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				10,196.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			10,599.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 10,800.				
a Applied to 2014, but not more than line 2a			10,599.	
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 2015 distributable amount				201.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (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	0.			
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 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				9,995.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. 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 foundation had \$5,000 or more in assets at any time during the year-see instructions.)

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

NONE

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

NONE

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 9

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ANNA JULIA COOPER SCHOOL 2124 N. 29TH ST. RICHMOND, VA 23223		PUBLIC CHARITY	GENERAL USE	500.
CENTRAL VIRGINIA LEGAL AID SOCIETY 101 W. BROAD STREET, SUITE 101 RICHMOND, VA 23220		PUBLIC CHARITY	GENERAL USE	500.
FOOTHILLS CHILD ADVOCACY CENTER 1106 EAST HIGH STREET CHARLOTTESVILLE, VA 22902		PUBLIC CHARITY	GENERAL USE	1,000.
ST. CATHERINE'S SCHOOL 6001 GROVE AVENUE RICHMOND, VA 23226		PUBLIC CHARITY	GENERAL USE	600.
ST. CHRISTOPHER'S SCHOOL 711 ST. CHRISTOPHER'S ROAD RICHMOND, VA 23220		PUBLIC CHARITY	GENERAL USE	1,500.
Total	SEE CONTINUATION SHEET(S)			10,800.
b Approved for future payment				
NONE				
Total				
				0.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ST. PAUL'S MEMORIAL CHURCH 1700 UNIVERSITY AVENUE CHARLOTTESVILLE, VA 22903		PUBLIC CHARITY	GENERAL USE	750.
ST. STEPHENS' EPISCOPAL CHURCH 6000 GROVE AVENUE RICHMOND, VA 23226		PUBLIC CHARITY	GENERAL USE	1,000.
VIRGINIA HISTORICAL SOCIETY P.O. BOX 7311 RICHMOND, VA 23221		PUBLIC CHARITY	GENERAL USE	500.
WASHINGTON & LEE UNIVERSITY LEXINGTON, VA 24450		PUBLIC CHARITY	GENERAL USE	2,500.
UNIVERSITY OF VIRGINIA HOSPITAL FOR PEDIATRIC INTENSIVE CARE CHARLOTTESVILLE, VA 22908		PUBLIC CHARITY	GENERAL USE	50.
ST. ANDREWS SCHOOL 350 NOXONTOWN RD. MIDDLETOWN, DE 19709		PUBLIC CHARITY	GENERAL USE	1,400.
BYRD THEATER FOUNDATION 2908 W. CARY ST. RICHMOND, VA 23221		PUBLIC CHARITY	GENERAL USE	500.
Total from continuation sheets				6,700.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	
TRUST CO OF VIRGINIA	5,141.	84.	5,057.	5,057.		
TO PART I, LINE 4	5,141.	84.	5,057.	5,057.		

FORM 990-PF	OTHER INCOME			STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME		
2014	314.	0.			
TOTAL TO FORM 990-PF, PART I, LINE 11	314.	0.			

FORM 990-PF	ACCOUNTING FEES				STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
TAX SERVICES FEE	950.	0.			0.	
ACCOUNTING SERVICES FEE	1,485.	0.			0.	
TO FORM 990-PF, PG 1, LN 16B	2,435.	0.			0.	

FORM 990-PF	OTHER PROFESSIONAL FEES				STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
INVESTMENT ADVISORY FEE	2,437.	2,437.			0.	
TO FORM 990-PF, PG 1, LN 16C	2,437.	2,437.			0.	

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ESTIMATED EXCISE TAX - 2015	314.	0.		0.
FOREIGN TAXES ON DIVIDENDS	75.	75.		0.
EXCISE TAX 2014	262.	0.		0.
TO FORM 990-PF, PG 1, LN 18	651.	75.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REGISTRATION FEE	25.	0.		0.
MISC EXPENSES	1.	0.		0.
TO FORM 990-PF, PG 1, LN 23	26.	0.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS		STATEMENT 7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	X		21,900.
TOTAL U.S. GOVERNMENT OBLIGATIONS			21,900.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			
TOTAL TO FORM 990-PF, PART II, LINE 10A			21,900.

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	130,906.	150,732.
TOTAL TO FORM 990-PF, PART II, LINE 10B	130,906.	150,732.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 9

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

FENTON FOUND.C/O EPPA HUNTON,6720 PATTERSON AVE, STE D, RICHMOND, VA 23226

TELEPHONE NUMBER

804-747-4547

FORM AND CONTENT OF APPLICATIONS

NO STATED FORMAT; MUST INCLUDE ORGANIZATION'S TAX EXEMPT FUNCTION.

ANY SUBMISSION DEADLINES

NO

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO

Agt Tr Eppa Hunton - Renton Fdn
December 1, 2015 - December 31, 2015

Account Number: 65-0005-29-1

Earnings Summary

	This Period	This Year
Interest	0.40	1,601.82
Dividends	880.97	3,434.37
Total	\$ 881.37	\$ 5,036.19

Cash Transfers Summary

	This Period	This Year
Cash Transfers	0.00	0.00
Total	\$ 0.00	\$ 0.00

Gain/Loss Summary

	This Period	This Year
Realized Gain/Loss	70.40	132.09
Apprec/Deprec	-3,555.58	-7,476.34
Total	\$ -3,485.18	\$ -7,344.25

List of Assets

Description	Shares	Cost	Market Value	Percent Of Total Market	Projected Annual Income	Current Yield
Cash and Equivalent						
BMO Prime Money Market Fund CII #90	1,333.270	1,333.27	1,333.27	0.72%	2	0.17%
BMO Prime Money Market Fund CII #90 (Invested Income)	6,398.810	6,398.81	6,398.81	3.46%	11	0.17%
Total Cash and Equivalent		\$ 7,732.08	\$ 7,732.08	4.18%	\$ 13	0.17%

Equities

Ishares MiscI EAFE ETF	129.000	7,999.33	7,574.88	4.09%	208	2.76%
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Withdrawal Summary

	This Period	This Year
Expenses	-200.05	-2,437.25
Miscellaneous Payment	0.00	-13,000.00
Total	\$ -200.05	\$ -15,437.25

Non-Cash Summary

	This Period	This Year
Non-Cash Changes	0.00	-43.51
Total	\$ 0.00	\$ -43.51



The TRUST COMPANY of Virginia

Agt Tr Eppa Hunton - Fenton Fdn
December 1, 2015 - December 31, 2015

Account Number: 65-0005-29-1

List of Assets

Description	Shares	Cost	Market Value	Percent Of Total Market	Projected Annual Income	Current Yield
Ishares International Select Dividend ETF	257,000	8,290.45	7,378.47	3.98%	374	5.08%
Ishares Tr Core Mscitotal	151,000	8,313.43	7,471.48	4.03%	209	2.81%
Select Sector Spdr Tr Matls	26,000	927.98	1,128.92	0.61%	25	2.24%
Select Sector Spdr Tr Health Care	107,000	3,833.97	7,707.21	4.16%	110	1.43%
Select Sector Spdr Tr Consumer Staples	102,000	3,453.00	5,149.98	2.78%	130	2.53%
Select Sector Spdr Tr Consumer Discretionary	90,000	3,505.07	7,034.47	3.80%	100	1.43%
Select Sector Spdr Tr Energy	63,000	3,657.41	3,800.16	2.05%	128	3.39%
Select Sector Spdr Tr Financial	360,000	5,276.77	8,578.80	4.63%	167	1.95%
Select Sector Spdr Tr Intl	114,000	4,247.74	6,043.14	3.26%	129	2.15%
Select Sector Spdr Tr Technology	247,000	6,442.73	10,579.01	5.71%	189	1.79%
Select Sector Spdr Tr Unls	12,000	387.72	519.36	0.28%	19	3.67%
Vanguard FTSE Emerging Markets ETF	135,000	5,169.05	4,415.85	2.38%	143	3.26%
Vanguard Index Fds REIT ETF	39,000	1,724.45	3,109.47	1.68%	121	3.92%
Vanguard Index Fds Vanguard Mid-Cap ETF	42,000	3,221.70	5,044.62	2.72%	146	2.90%
Vanguard Index Fds Vanguard Small-Cap ETF	44,000	3,248.56	4,868.16	2.63%	139	2.87%
Wisdomtree International Equity Fund	162,000	7,756.54	7,547.58	4.08%	267	3.55%
Total Equities		\$ 77,455.90	\$ 97,951.56	52.89%	\$ 2,604	2.67%
Fixed Income						
Ssga Active ETF Tr Spdr Dobleline Total Return Tactical ETF	320,000	15,821.54	15,552.00	8.40%	453	2.92%
US Treasury Bond 8.000% Dtd 11/15/91 Due 11/15/2021	20,000,000	2,100.00 2,3875.00	26,718.80	14.43%	1,600	5.99%

Agt Tr Eppa Hunton - Fenton Fdn
December 1, 2015 - December 31, 2015

Account Number: 65-0005-29-1

List of Assets

<i>Description</i>	<i>Shares</i>	<i>Cost</i>	<i>Market Value</i>	<i>Percent Of Total Market</i>	<i>Projected Annual Income</i>	<i>Current Yield</i>
Vanguard Bd Index Fd Inc Intermediate Term Bd ETF	225.000	18,821.59	18,688.50	10.09%	501	2.68%
Vanguard Bd Index Fd Inc Short Term Bd ETF	233.000	18,806.78	18,539.81	10.01%	242	1.31%
Total Fixed Income		37,628.37 \$ 79,499.11	37,228.31 \$ 79,499.11	42.93% 42.93%	743 \$ 2,796	2.00% 3.52%
Total Assets		164,514.89 \$ 185,182.75	164,514.89 \$ 185,182.75	100.00% 100.00%	5,413 \$ 5,413	2.93% 2.93%

Purchase Activity

<i>Date</i>	<i>Description</i>	<i>Unit Price</i>	<i>Broker Commission</i>	<i>Other Costs</i>	<i>Cash</i>
12/31/15	BMO Prime Money Market Fund CLI #90	1.000	0.00	0.00	-1,022.16
12/31/15	Purchases (7) 12/01/15 To 12/31/15	1.000	0.00	0.00	-1,022.16
	Total Cash and Equivalent				\$ -1,022.16
	Total Purchases				\$ -1,022.16

