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Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning JUL 1, 2015, and ending JUN 30, 2016

Name of foundation
THE STELIO AND BETTY TRACY CORTE CHARITABLE FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)
FIRST COMMUNITY BANK, INC. P.O. BOX 950

City or town, state or province, country, and ZIP or foreign postal code
BLUEFIELD, WV 24701

Room/suite

A Employer identification number
55-6119269

B Telephone number
304-325-7151

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

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

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)
\$ 4,316,639. (Part I, column (d) must be on cash basis)

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	13,168.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	103,186.	103,186.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	25,742.			
	b Gross sales price for all assets on line 6a	582,641.			
	7 Capital gain net income (from Part IV, line 2)		25,742.		
	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	4,235.	0.		STATEMENT 2	
12 Total. Add lines 1 through 11	146,331.	128,928.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	6,238.	6,238.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 3	5,370.	5,370.	0.
	c Other professional fees				
	17 Interest				
	18 Taxes	STMT 4	<1,046.>	127.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 5	11,361.	0.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23		21,923.	11,735.	0.
	25 Contributions, gifts, grants paid		212,494.		212,494.
26 Total expenses and disbursements. Add lines 24 and 25		234,417.	11,735.	212,494.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<88,086.>			
b Net investment income (if negative, enter -0-)		117,193.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing			7,922.	185.	185.
	2 Savings and temporary cash investments					
	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 6			21,148.	50,300.	50,300.
	b Investments - corporate stock STMT 7			1,390,926.	1,388,962.	2,162,346.
	c Investments - corporate bonds STMT 8			879,174.	1,456,090.	1,537,624.
	11 Investments - land, buildings, and equipment basis ▶					
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other STMT 9			1,211,607.	527,154.	566,184.	
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)			3,510,777.	3,422,691.	4,316,639.	
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 ▶ ☐					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☒					
	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			3,510,777.	3,422,691.	
	30 Total net assets or fund balances			3,510,777.	3,422,691.	
	31 Total liabilities and net assets/fund balances			3,510,777.	3,422,691.	

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	3,510,777.
2 Enter amount from Part I, line 27a	2	<88,086.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,422,691.
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	3,422,691.

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			
b SEE ATTACHED STATEMENTS			
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			
b			
c			
d			
e 582,641.		556,899.	25,742.

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			25,742.

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	25,742.
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	275,425.	4,315,712.	.063819
2013	124,186.	3,565,883.	.034826
2012	82,413.	1,881,101.	.043811
2011	91,563.	1,794,358.	.051028
2010	93,988.	1,718,519.	.054691

2 Total of line 1, column (d)	2	.248175
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	.049635
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	4,136,727.
5 Multiply line 4 by line 3	5	205,326.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,172.
7 Add lines 5 and 6	7	206,498.
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	212,494.

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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 ☐ 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 ☒ and enter 1% of Part I, line 27b		1	1,172.
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	1,172.
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	1,172.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	1,564.	
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	1,564.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	392.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax	11	0.	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
d 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	2	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	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	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?	6	X
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	7	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	8b	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	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
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)		X
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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	X	
14 The books are in care of FIRST COMMUNITY BANK, INC Telephone no. 304-325-7151 Located at 211 FEDERAL STREET, BLUEFIELD, WV ZIP+4 24701		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A		
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country	X	

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.

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	X	
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 2015?		X
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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2015 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 2015) N/A		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
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 2015?		X

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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)?

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

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

If "Yes" to 6b, file Form 8870

X**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?

N/A

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
FIRST COMMUNITY BANK, N.A.	TRUSTEE			
P.O. BOX 950				
BLUEFIELD, WV 24701	1.00	6,238.	0.	0.
CATHERINE PAYNE	SELECTION COMMITTEE MEMBER			
500 COUNTRY CLUB DRIVE				
BLUEFIELD, VA 24605	1.00	0.	0.	0.
ELIZABETH PERRY	SELECTION COMMITTEE MEMBER			
730 ATLANTIC ST				
MT PLEASANT, SC 29464	1.00	0.	0.	0.
MILDRED RAYNOR	SELECTION COMMITTEE MEMBER			
2116 FALLON OAKS COURT				
RALEIGH, NC 27608	1.00	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**

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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.

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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	4,191,190.
b	Average of monthly cash balances	1b	8,533.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,199,723.
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	4,199,723.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	62,996.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,136,727.
6	Minimum investment return. Enter 5% of line 5	6	206,836.

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	206,836.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1,172.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	485.
c	Add lines 2a and 2b	2c	1,657.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	205,179.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	205,179.
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	205,179.

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	212,494.
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	212,494.
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	1,172.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	211,322.

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.

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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				205,179.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
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				19,073.
f Total of lines 3a through e	19,073.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$				212,494.
a Applied to 2014, 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 2015 distributable amount				205,179.
e Remaining amount distributed out of corpus	7,315.			
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	26,388.			
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				0.
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	26,388.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014	19,073.			
e Excess from 2015	7,315.			

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
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities					
3 Subtract line 2d from line 2c. Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 10

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:

**THE STELIO AND BETTY TRACY CORTE
CHARITABLE FOUNDATION**

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
CONTRIBUTIONS TO PUBLIC CHARITIES (SEE ATTACHED LIST)	NONE	PUBLIC	VARIOUS	212,494.
Total			▶ 3a	212,494.
b <i>Approved for future payment</i>				
NONE				
Total			▶ 3b	0.

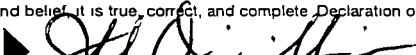
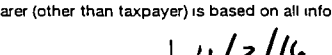
Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No
	 Signature of officer or trustee	11/3/16 Date	TRUST ADMINISTRATIVE Title	OFFICER	
Paid Preparer Use Only	Print/Type preparer's name KRISTIE HANCOCK-CLIFTON, CP	Preparer's signature 	Date 11/1/16	Check ☒ if self-employed	PTIN P01312981
	Firm's name ▶ BROWN, EDWARDS & COMPANY, I.L.P.				Firm's EIN ▶ 54-0504608
	Firm's address ▶ P.O. BOX 1697 BLUEFIELD, WV 24701				Phone no. 304.325.8157

The Stelio and Betty T. Corte Charitable Foundation
#55-6119269
Contributions Paid
June 30, 2016

FORM 990-PF, PART XV, CONTRIBUTIONS PAID

ABEL CRISIS PREGNANCY CENTER	100 00	CHARITABLE
ADAMS COUNTY HISTORICAL SOCIETY	25 00	CHARITABLE
ALDERT ROOT ED	5,000 00	EDUCATIONAL
ALLIANCE FOR THE ARTS	4,675 00	CHARITABLE
ASHLEY HALL SCHOOL	48,680 00	EDUCATIONAL
BELIN MEM METH CHURCH	50 00	RELIGIOUS
BENI KEDEM SHRINE	550 00	CHARITABLE
BIBLE IN THE SCHOOLS - BLUEFIELD, WV	500 00	EDUCATIONAL
BLAND COUNTY HISTORICAL SOCIETY	50 00	CHARITABLE
BLESSINGS IN A BACKPACK	500 00	CHARITABLE
BLUE MOUNTAIN PERFORMING ARTS	8,345 00	CHARITABLE
BLUEFIELD COLLEGE	18,382 70	EDUCATIONAL
BLUEFIELD PRESERVATION SOCIETY	1,500 00	CHARITABLE
BLUEFIELD SHRINERS	100 00	CHARITABLE
BLUEFIELD STATE COLLEGE	5,000 00	EDUCATIONAL
BLUEFIELD UNION MISSION	400 00	CHARITABLE
BLUEFIELD VA POLICE DEPT	1,500 00	CHARITABLE
BLUEWELL UNITED METHODIST CHURCH	50 00	RELIGIOUS
BSA TROOP 847	1,500 00	CHARITABLE
BRYSON FANNING FOUNDATION	500 00	CHARITABLE
BUCHANNON PRESBYTERIAN CHURCH	50 00	RELIGIOUS
C FOUNDATION JACKSON HALE	200 00	CHARITABLE
CHRIST EPISCOPAL CHURCH	100 00	RELIGIOUS
COMMUNITY CHRISTMAS TREE	100 00	CHARITABLE
CRAB ORCHARD	300 00	CHARITABLE
NSCDA - WV	125 00	CHARITABLE
DARLINGTON SCHOOL	1,500 00	EDUCATIONAL
DOWNTOWN CHURCH	1 000 00	RELIGIOUS
EAST RIVER SOCCER	1 500 00	CHARITABLE
EBENIZER METH CHURCH	500 00	RELIGIOUS
ENG BLACK	1,000 00	CHARITABLE
FINCASTLE PRESBYTERIAN CHURCH	50 00	RELIGIOUS
FIRST METHODIST CHURCH	10,325 00	RELIGIOUS
FIRST PRESBYTERIAN CHURCH BLUEFIELD	100 00	RELIGIOUS
FIRST PRESBYTERIAN CHURCH WEST UNION	100 00	RELIGIOUS
FOP #80	1,500 00	CHARITABLE
FRIENDS OF CLAYTOR LAKE	1 500 00	CHARITABLE
FRIENDS OF CRAIG PATTON	250 00	CHARITABLE
GLEN B NAZ CHURCH	1,200 00	RELIGIOUS
GRAHAM COMMANDING	1 000 00	CHARITABLE
GRAHAM HIGH SCHOOL	10,400 00	EDUCATIONAL
GRAHAM HISTORICAL SOCIETY	5 605 00	CHARITABLE
GRATEFUL HEARTS MINISTRIES	100 00	RELIGIOUS
HABITAT FOR HUMANITY	2 000 00	CHARITABLE
HOSPICE	100 00	CHARITABLE
HOUSTON UNITED METHODIST CHURCH - KIMBALL	1,300 00	RELIGIOUS
HUMANE SOCIETY OF SAVANNAH	100 00	CHARITABLE
JOHN CHAPMAN CHAPTER - NS DAR	70 00	CHARITABLE
LE CORDON BLEU	2 500 00	CHARITABLE
LOW COUNTRY MINISTRIES	500 00	CHARITABLE
LUTHERAN CHURCH	50 00	CHARITABLE
MADISON BAPTIST CHURCH	50 00	RELIGIOUS
MCDOWELL CO LIBRARY	2,100 00	CHARITABLE
MOUNTIE PTO	1,500 00	EDUCATIONAL
MOUNT VIEW HIGH SCHOOL	1,500 00	EDUCATIONAL
MT PLEASANT ACADEMY	25 00	CHARITABLE
NC VET MED FOUNDATION	500 00	CHARITABLE
NEW COVENANT	200 00	RELIGIOUS
OPERATION HOME	650 00	CHARITABLE
PARKVIEW BAPTIST CHURCH	200 00	RELIGIOUS
PEACH TREE UMC	100 00	RELIGIOUS
PROFESSIONAL FIREFIGHTERS	1,000 00	CHARITABLE
REG ALTER EDUCATION	10 000 00	EDUCATIONAL
ROCKY GAP PENT CHURCH	50 00	RELIGIOUS
ROOT PTA	1,456 00	EDUCATIONAL
SALVATION ARMY	800 00	CHARITABLE
SECOND CHANCE FOR CATS	500 00	CHARITABLE
SECOND CHANCE LEARNING CENTER - 14 WESTWOOD MEDICAL PARK	400 00	EDUCATIONAL
SHARE OUR SIZZY LOW COUNTRY	1,000 00	CHARITABLE
SOUPER BOWL	100 00	CHARITABLE
SOUTHWEST VA COMMUNITY COLLEGE - RICHLANDS, VA	17,500 00	EDUCATIONAL
ST JUDE	500 00	CHARITABLE
ST PAUL UNITED METH CHURCH	100 00	RELIGIOUS
ST PHILLIPS CHURCH	500 00	RELIGIOUS
STIARS AP CH	100 00	RELIGIOUS
SUSAN KOEMAN FOUNDATION	300 00	CHARITABLE
TAILORED ENRICHED KIDS	1,140 00	CHARITABLE
TOWN OF BLUEFIELD VA	3,500 00	CHARITABLE
TOWN OF TAZEWELL VA	250 00	CHARITABLE
TOYS FOR TOTS	500 00	CHARITABLE
UGA ATHLETICS	1,300 00	CHARITABLE
UNITED METHODIST CHURCH	100 00	RELIGIOUS
UNIVERSITY OF GEORGIA	350 00	EDUCATIONAL
UNIVERSITY MARY WASHINGTON	8,500 00	CHARITABLE
VFW POST	50 00	CHARITABLE
VT ATHLETIC FUND - BLACKSBURG, VA	4,040 00	CHARITABLE
WADE CENTER	1,500 00	CHARITABLE
WHITE MEMORIAL	600 00	CHARITABLE
YOUNG LIFE	7,000 00	CHARITABLE

TOTAL

212,493 70

THE STELIO AND BETTY TRACY CORTE
CHARITABLE FOUNDATION

CONTINUATION FOR 990-PF, PART IV
55-6119269 PAGE 1 OF 1

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	(c) Date acquired	(d) Date sold
		P - Purchase D - Donation	(mo., day, yr.)	(mo., day, yr.)
1a	60 SH CHEMOURS CO	P		08/10/15
b	345.781 SH T. ROWE MID-CAP VALUE #77	P	VARIOUS	08/07/15
c	100,000 FHLMC 1.25% 6/27/18	D		09/28/15
d	125,000 FNMA .50% 9/28/15	D		09/28/15
e	75,000 MICROSOFT CORP NTS 1.625% 9/25/15	P		09/25/15
f	50,000 GE CAP CORP 4.3% 10/15/15	D		10/15/15
g	.32 SH FOUR CORNERS PPTY TR INC	P		11/19/15
h	40,000 BERKSHIRE HATHAWAY FIN CORP 2.45% 12/15/15	D		12/15/15
i	133 SH FOUR CORNERS PPTY INC	P		12/15/15
j	50,000 BARCLAYS BANK PLC NTS DEATH PUT 3.00% 1/20	P		01/20/16
k	1,250 SH COLUMBIA PIPELINE GROUP INC	P		04/22/16
l	62 SH ADT CORP	D		05/10/16
m	75,000 FHLMC .50% 5/13/16	P		05/13/16
n	CAPITAL GAINS DIVIDENDS			
o				

	(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	666.		522.	144.
b	10,000.		8,526.	1,474.
c	100,000.		99,851.	149.
d	125,000.		125,439.	<439.>
e	75,000.		74,409.	591.
f	50,000.		50,009.	<9.>
g	6.		5.	1.
h	40,000.		39,759.	241.
i	2,819.		1,888.	931.
j	50,000.		50,001.	<1.>
k	31,867.		30,273.	1,594.
l	2,604.		1,246.	1,358.
m	75,000.		74,971.	29.
n	19,679.			19,679.
o				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			144.
b			1,474.
c			149.
d			<439.>
e			591.
f			<9.>
g			1.
h			241.
i			931.
j			<1.>
k			1,594.
l			1,358.
m			29.
n			19,679.
o			

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	25,742.
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

Schedule B

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

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2015

Name of the organization

**THE STELIO AND BETTY TRACY CORTE
CHARITABLE FOUNDATION**

Employer identification number

55-6119269

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 foundationCheck 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, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) 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), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled 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 totaling \$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 its Form 990-PF, Part I, line 2, 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) (2015)

Name of organization

**THE STELIO AND BETTY TRACY CORTE
CHARITABLE FOUNDATION**

Employer identification number

55-6119269

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
<u>1</u>	<u>ROTARY CLUB OF BLUEFIELD, VA</u> <u>P.O. BOX 127</u> <u>BLUEFIELD, VA 24605</u>	\$ <u>12,668.</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

THE STELIO AND BETTY TRACY CORTE
CHARITABLE FOUNDATION

Employer identification number

55-6119269

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

Employer identification number

**THE STELIO AND BETTY TRACY CORTE
CHARITABLE FOUNDATION**

55-6119269**Part III**

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. 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 info once) ► \$
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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FIRST COMMUNITY BANK TRUST HAWTHORN ASSOCIATIES RABINA REALTY INC K-1	122,853.	19,679.	103,174.	103,174.	
	12.	0.	12.	12.	
TO PART I, LINE 4	122,865.	19,679.	103,186.	103,186.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
HAWTHORNE ASSOCIATES RABINA REALTY INC. K-1	4,235.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	4,235.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROWN, EDWARDS & COMPANY PREPARATION OF FORM 990-PF	5,370.	5,370.		0.
TO FORM 990-PF, PG 1, LN 16B	5,370.	5,370.		0.

FORM 990-PF	TAXES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHOLDING	127.	127.		0.
EXCISE TAXES (REFUNDS)	<1,173.>	0.		0.
TO FORM 990-PF, PG 1, LN 18	<1,046.>	127.		0.

FORM 990-PF	OTHER EXPENSES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER	11,292.	0.		0.
CHECK CHARGE	69.	0.		0.
TO FORM 990-PF, PG 1, LN 23	11,361.	0.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS		STATEMENT	6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FEDERATED GOVT OBL FUNDS	X		50,300.	50,300.
TOTAL U.S. GOVERNMENT OBLIGATIONS			50,300.	50,300.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			50,300.	50,300.

FORM 990-PF

CORPORATE STOCK

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ACCENTURE PLC	4,007.	11,329.
TYCO INTERNATIONAL PLC	1,970.	5,325.
TRANSOCEAN LTD	11,234.	3,698.
AT&T INC COM	1,303.	43,210.
ABBOTT LABS COM	12,360.	15,724.
ABBVIE COMMON STOCK	13,401.	24,764.
ALTRIA GROUP INC COM	26,758.	92,062.
APPLE INC COM	19,492.	23,422.
BERKSHIRE HATHAWAY INC NEW	23,388.	43,437.
BRISTOL MYERS SQUIBB CO COM	63,069.	132,390.
CHEVRON CORP NEW COM	17,543.	25,159.
CISCO SYSTEMS INC COM	35,289.	25,821.
CITIGROUP INC COMMON STOCK	10,796.	1,738.
COCA COLA CO COM	4,256.	36,264.
DANAHER CORP DEL COM	22,376.	60,600.
DARDEN RESTAURANTS INC COM	15,319.	25,336.
DEERE & CO COM	12,218.	16,208.
DOMINION RES INC VA NEW COM	61,658.	140,274.
DU PONT E I DE NEMOURS & CO COM	10,209.	19,440.
EMERSON ELEC CO COM	103.	26,080.
EXXON MOBIL CORP COM	14,478.	93,740.
FIRST CENTURY BANKSHARES INC COM	203,550.	98,210.
FIRST CMNTY BANCSHARES INC COM	55,944.	16,965.
GENERAL ELECTRIC CO COM	14,029.	26,758.
GENERAL MLS INC COM	6,489.	14,264.
INTEL CORP COM	16,872.	13,120.
INTERNATIONAL BUSINESS MACHS COM	12,800.	15,178.
ISHARES TRUST MSCI EMERGING	11,594.	10,308.
ISHARES TR INDEX MSCI EAFE IDX	11,171.	11,164.
JP MORGAN CHASE & CO	42,255.	41,944.
KRAFT HEINZ CO USD COMMON STOCK	4,886.	14,688.
JOHNSON & JOHNSON COM	30,175.	78,845.
LOWES COS INC COM	7,227.	23,751.
MARATHON OIL CORP COM	15,488.	15,010.
MARATHON PETE CORP COMMON STOCK	10,477.	37,960.
MASTERCARD INC CL A	39,609.	88,060.
MCDONALDS CORP COM	22,919.	60,170.
MERCER REALTY INC	60,000.	94,875.
MERCK & CO NEW	15,336.	23,044.
METLIFE INC COM	2,006.	1,434.
MICROSOFT CORP COM	39,003.	46,053.
MONDELEZ INT INC COMMON STOCK	9,075.	22,755.
NIKE INC CL B	31,971.	29,808.
NISOURCE INC COM	18,115.	33,150.
ORACLE CORP COM	6,567.	16,372.
PEPSICO INC COM	4,495.	31,782.
PFIZER INC COM	28,052.	37,006.

PHILIP MORRIS INTL INC	19,035.	40,688.
PROCTER & GAMBLE CO COM	29,999.	64,349.
SCHLUMBERGER LTD COM	13,935.	31,632.
SPECTRA ENERGY CORP COM	30,057.	36,630.
TECO ENERGY INC COM	50,400.	55,280.
TEVA PHARMACEUTICAL INDS LTD ADR	23,890.	20,092.
3M CO COM	69.	35,024.
UNITED TECHNOLOGIES CORP COM	14,265.	20,510.
VERIZON COMMUNICATIONS INC COM	36,666.	34,286.
VODAFONE GROUP PLC COMMON STOCK	1,061.	7,352.
WAL-MART STORES INC COM	37,825.	44,542.
WELLS FARGO & CO NEW COM	30,428.	3,266.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,388,962.	2,162,346.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
APPLE INC NOTES 1.052% 5/5/17	125,394.	125,295.
ATLANTIC RICHFIELD CO DEB 8.25% 2/1/22	20,676.	25,239.
BANK OF AMERICA CORP 2.00% 1/11/18	40,047.	40,256.
BEAM INC 8.625% 11/15/21	21,319.	24,618.
BOEING COMPANY DEB 8.625% 11/15/31	21,789.	31,502.
BRISTOL-MYERS SQUIBB CO NTS 7.15% 6/15/23	23,295.	33,009.
CATERPILLAR FINL SERV CORP 2.20% 10/15/18	100,002.	100,519.
COCA COLA ENTERPRISES DEB 8.00% 9/15/22	20,142.	26,472.
DISNEY WALT CO MTNS 1.125% 2/15/17	45,108.	45,111.
FHLB .70% 12/29/16	24,938.	25,027.
FHLB 1.10% 11/28/18	69,987.	70,033.
FAMC 1.02% 7/3/17	45,096.	45,177.
FHLMC 1.50% 6/27/19	74,850.	76,368.
FNMA 1.25% 9/28/16	39,981.	40,079.
FNMA .875% 8/28/17	50,106.	50,138.
FHLMC 1.00% 9/29/17	75,096.	75,358.
FHLMC .75% 1/12/18	19,910.	20,034.
FHLMC .875% 10/14/16	40,078.	40,051.
GOLDMAN SACHS GROUP INC 2.375% 1/22/18	75,513.	76,008.
INTEL CORP NTS 1.35% 12/15/17	14,976.	15,089.
MICHIGAN BELL TELEPH CO DEB 7.875% 1/15/22	20,031.	24,620.
MNTN STATES TELEP & TELEG DEB 7.375 5/1/30	18,886.	19,700.
NEW JERSEY BELL TELEPH DEB 8.00% 6/1/22	20,437.	25,116.
PACIFIC BELL TELEPH CO BOND 7.125% 3/15/26	41,000.	58,043.
PROCTER & GAMBLE	160,173.	160,174.
TEXACO CAPITAL INC DEB 8.00% 8/1/32	20,289.	28,658.
UNITED PARCEL SERV OF AMERI 8.375% 4/1/30	21,214.	29,935.
UNITED TECH CORP 1.80% 6/1/17	100,755.	100,765.
WVST HSP 4.125% 9/1/16	50,001.	50,283.
WESTPAC BANKING CORP 2.00% 7/15/17	55,001.	54,947.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,456,090.	1,537,624.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
HAWTHORN ASSOCIATES, LP	COST	280,550.	250,000.
COHEN & STEERS RALTYS FD #1262	COST	29,592.	30,657.
EURO PAC GROWTH CL F SHS	COST	1,787.	1,848.
AMER FD FUNDMNTL CL F SHS	COST	8,954.	10,303.
HARBOR FD INTL FD INSTL	COST	39,195.	47,686.
NEUBERGER BERMAN EQUITY FDS GENESIS FD	COST	29,638.	30,265.
T ROWE PRICE MID-CAP GROWTH FUND #47	COST	36,046.	65,621.
T ROWE PRICE MID-CAP VALUE FUND #77	COST	22,349.	34,461.
VANGUARD/WELLINGTON FD INC	COST	21,405.	27,222.
VANGUARD 500 INDEX ADMIRAL	COST	57,400.	67,883.
ACCRUED INTEREST PURCHASED	COST	238.	238.
TOTAL TO FORM 990-PF, PART II, LINE 13		527,154.	566,184.

FORM 990-PF

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

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

CATHERINE PAYNE
500 COUNTRY CLUB DRIVE
BLUEFIELD, VA 24605

TELEPHONE NUMBER

276-326-4233

FORM AND CONTENT OF APPLICATIONS

NONE

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

AT LEAST ONE-HALF OF THE BENEFITS AWARDED EACH YEAR WILL BE PAID TO
AGENCIES AND ORGANIZATIONS EXISTING OR OPERATING IN SOUTHERN WEST VIRGINIA
AND/OR SOUTHWEST VIRGINIA.