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For calendar year 2015, or tax year beginning 09-01-2015 , and ending 08-31-2016

Name of foundation CARTLEDGE CHARITABLE FOUNDATION INC		A Employer identification number 54-6044831	
Number and street (or P O box number if mail is not delivered to street address) 4235 ELECTRIC ROAD SW		B Telephone number (see instructions) (540) 776-7000	
City or town, state or province, country, and ZIP or foreign postal code ROANOKE, VA 24018		C If exemption application is pending, check here	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		2. Foreign organizations meeting the 85% test, check here and attach computation	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 74,357		E If private foundation status was terminated under section 507(b)(1)(A), check here	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)		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 <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	12	12	12	
	4 Dividends and interest from securities	17	17	17	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-14			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total.Add lines 1 through 11	15	29	29	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	1,750			
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	5,778			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	179			
	24 Total operating and administrative expenses. Add lines 13 through 23	7,707	0		0
	25 Contributions, gifts, grants paid	180,608			180,608
	26 Total expenses and disbursements.Add lines 24 and 25	188,315	0		180,608
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-188,300			
	b Net investment income (if negative, enter -0-)		29		
	c Adjusted net income(if negative, enter -0-)			29	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	5,355	7,037	7,039
	2	Savings and temporary cash investments	255,400	65,833	65,833
	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 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)			
	c	Investments—corporate bonds (attach schedule)	1,500	1,500	1,485
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans	415		
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)	262,670	74,370	74,357	
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 (attach schedule).			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities(add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	262,670	74,370	
	30	Total net assets or fund balances(see instructions)	262,670	74,370	
31	Total liabilities and net assets/fund balances(see instructions)	262,670	74,370		

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)	1 262,670
2	Enter amount from Part I, line 27a	2 -188,300
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 74,370
5	Decreases not included in line 2 (itemize) ▶ _____	5
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 74,370

Part IV

Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase D—Donation (b)	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1a				
b				
c				
d				
e				

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) (l)
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a			
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	
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 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	189,445	133,727	1 416655
2013	179,529	5,791	31 001381
2012	248,252	32,365	7 670385
2011	345,131	93,780	3 680220
2010	313,190	81,543	3 840796

2	Total of line 1, column (d).	2	47 609437
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	9 521887
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	170,006
5	Multiply line 4 by line 3.	5	1,618,778
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	
7	Add lines 5 and 6.	7	1,618,778
8	Enter qualifying distributions from Part XII, line 4.	8	180,608

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 VII

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 ☐ 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
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	
3 Add lines 1 and 2.		3	1
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income.Subtract line 4 from line 3 If zero or less, enter -0-		5	1
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a		
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868).	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d.		7	
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	1
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 2015 estimated tax Refunded		11	

Part VII-A

Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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	1b		No
c Did the foundation file Form 1120-POL for this year?	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$			
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		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? If "Yes," attach a conformed copy of the changes	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		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?	6	Yes	
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	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ _____			
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	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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		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 ▶ N/A	13	Yes	
14	The books are in care of ▶ RANDY LUNDY Telephone no ▶ (540) 776-7000 Located at ▶ 4235 ELECTRIC ROAD SW RONAOKE VA ZIP+4 ▶ 24018			
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	15		
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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶	16	Yes No	No No

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. ▶ ☐	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 2015?	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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 ▶ 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? ☐ 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).	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 2015?	4b		No

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)?		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?	☐ Yes ☐ No		
<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
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	No
<i>If "Yes" to 6b, file Form 8870</i>			
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?		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 (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				
Total number of other employees paid over \$50,000.				

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. ▶

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 _____	
2 _____	
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 N/A	
2 _____	

All other program-related investments. See instructions.	
3 _____	

Total. Add lines 1 through 3 ▶

Part X Minimum Investment Return

(All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,650
b	Average of monthly cash balances.	1b	170,945
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	172,595
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	172,595
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	2,589
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	170,006
6	Minimum investment return. Enter 5% of line 5.	6	8,500

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	8,500
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	1
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	8,499
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	8,499
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	8,499

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	180,608
b	Program-related investments—total from Part IX-B.	1b	
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	180,608
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	180,608

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				8,499
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015				
a From 2010.	309,417			
b From 2011.	340,444			
c From 2012.	246,640			
d From 2013.	179,241			
e From 2014.	188,537			
f Total of lines 3a through e.	1,264,279			
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ 180,608				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2015 distributable amount.				8,499
e Remaining amount distributed out of corpus	172,109			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,436,388			
b Prior years' undistributed income Subtract line 4b from line 2b.				
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				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).				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . .	309,417			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	1,126,971			
10 Analysis of line 9				
a Excess from 2011. . . .	340,444			
b Excess from 2012. . . .	246,640			
c Excess from 2013. . . .	179,241			
d Excess from 2014. . . .	188,537			
e Excess from 2015. . . .	172,109			

Part XIV

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b Check box to indicate whether the organization is a:

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	

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Part XV

1 Information Regarding Foundation Managers:

Contributed more than 2% of the total contributions received by the foundation
 (or have contributed more than \$5,000) (See section 507(d)(2))

10% or more of the stock of a corporation (or an equally large portion of the stock of a partnership) in which the foundation has a 10% or greater interest

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

Contributions to preselected charitable organizations and does not accept
makes gifts, grants, etc. (see instructions) to individuals or organizations under

- mail address of the person to whom applications should be addressed

mitted and information and materials they should include

STATEMENT

as by geographical areas, charitable fields, kinds of institutions, or other

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 See Additional Data Table				
Total			3a	180,608
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2015)

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?			Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of				
(1) Cash.	1a(1)			No
(2) Other assets.	1a(2)			No
b Other transactions				
(1) Sales of assets to a noncharitable exempt organization.	1b(1)			No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)			No
(3) Rental of facilities, equipment, or other assets.	1b(3)			No
(4) Reimbursement arrangements.	1b(4)			No
(5) Loans or loan guarantees.	1b(5)			No
(6) Performance of services or membership or fundraising solicitations.	1b(6)			No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c			No
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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	***** Signature of officer or trustee	2016-11-15 Date	***** Title

May the IRS discuss this return with the preparer shown below
 (see instr.)? ☐ Yes ☒ No

May the IRS discuss this return with the preparer shown below

(see instr)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name SCOTT G SLAUGHTER	Preparer's Signature	Date 2016-11-02	Check if self-employed ☐	PTIN P00746765
	Firm's name ☐ JA JOHNSON & CO PC			Firm's EIN ☐ 58-2019316	
	Firm's address ☐ 1016 ROSSER STREET NW CONYERS, GA 300124464			Phone no. ☐ (770) 278-0707	

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address		Title, and average hours per week (b) devoted to position	(c) Compensation(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
GEORGE B CARTLEDGE JR	4235 ELECTRIC ROAD SW ROANOKE,VA 24018	CHAIRMAN OF 0 00	0	0	0
RANDALL LUNDY	4235 ELECTRIC ROAD ROANOKE,VA 24014	SECRETARY 0 00	0	0	0
PAT BENNETT	4235 ELECTRIC ROAD SW ROANOKE,VA 24014	DIRECTOR 0 00	0	0	0
ROBERT G BENNETT	4235 ELECTRIC ROAD ROANOKE,VA 24014	EXECUTIVE VP 0 00	0	0	0
GEORGE B CARTLEDGE III	4235 ELECTRIC ROAD SW ROANOKE,VA 24014	PRESIDENT 0 00	0	0	0

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>				
AM HOME FURNISHINGS HALL OF FAME FD 202 NEAL PLACE HIGH POINT,NC 27262			EDUCATION	2,500
AMERICA FURNITURE HALL OF FAME 202 NEAL PLACE HIGH POINT,NC 27262			EDUCATION	1,000
AMERICAN CANCER SOCIETY 9 EAST CHURCH AVE PO BOX 554 ROANOKE,VA 24003			EDUCATION	5,000
AMERICAN HEART ASSOCIATION ROANOKE VALLEY DIVISION 4504 STARKEY RD SW ROANOKE,VA 24014			EDUCATION	1,000
ANTI-DEFAMATION LEAGUE ATTN BETH KATZNELSON 605 THIRD AVE NEW YORK,NY 10158			EDUCATION	1,000
BLUE RIDGE MARATHON 111 FRANKLIN PLAZA STE 333 ROANOKE,VA 240112111			EDUCATION	500
BLUE RIDGE MOUNTAINS COUNCIL PO BOX 7606 ROANOKE,VA 24019			EDUCATION	2,000
BOYS & GIRLS CLUB OF SW VA 1714 9TH STREET SE ROANOKE,VA 24013			EDUCATION	1,750
BRAIN INJURY SERVICES OF SWVA 3904-B FRANKLIN RD SUITE B ROANOKE,VA 24014			EDUCATION	1,000
CARILION CLINIC FOUNDATION PO BOX 12187 ROANOKE,VA 24023			EDUCATION	10,000
CENTER IN THE SQUARE ONE MARKET SQ SE ROANOKE,VA 24011			EDUCATION	39,500
CHILDREN'S MIRACLE NETWORK HOSPITAL 915 S JEFFERSON STREET ROANOKE,VA 24016			EDUCATION	200
CITY OF HOPE 1055 WILSHIRE BLVD 11TH LOS ANGELES,CA 90017			EDUCATION	250
COMMUNITY SCHOOL 7815 WILLIAMSON ROAD ROANOKE,VA 24019			EDUCATION	250
FIRST FRIDAYS AT FIVE INC PO BOX 21492 ROANOKE,VA 24018			EDUCATION	3,000
Total ▶ 3a				180,608

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 Paid during the year				
HAMPDEN-SYDNEY COLLEGE PO BOX 637 HAMPDENSYDNEY,VA 23943			EDUCATION	11,500
HARRISON MUSEUM OF AFRICAN CULTURE ONE MARKET SQ SE PO BOX 12544 ROANOKE,VA 240262544			EDUCATION	250
HARVESTER PERFORMANCE CENTER 450 FRANKLIN STREET ROCKY MT,VA 24151			EDUCATION	10,000
HIDDEN VALLEY HIGH SCHOOL ATTN JAIME GIANNI 5000 TITAN TRAIL ROANOKE,VA 24018			EDUCATION	1,175
HOLY TRINITY GREEK ORTHODOX CHURCH 2626 CHURCHILL DR NW ROANOKE,VA 24012			EDUCATION	1,000
HOSPICE OF RANDOLPH PO BOX 9 ASHEBORO,NC 272040009			EDUCATION	500
JMU FOUNDATION MU ADVANCEMENT GIFTS AND RECORDS MSC 3603 HARRISONBURG,VA 22807			EDUCATION	500
JUNIOR GOLF FOUNDATION OF VIRGINIA 377 DENSMORE ROAD NW ROANOKE,VA 24017			EDUCATION	500
JUNIOR LEAGUE OF ROANOKE VALLEY 541 LUCK AVE SUITE 317 ROANOKE,VA 24016			EDUCATION	1,000
JUVENILE DIABETES RESEARCH FOUNDATI 3959 ELECTRIC RD SUITE 2 ROANOKE,VA 24018			EDUCATION	2,500
KENDALL BAYNE FOUNDATION PO BOX 8103 ROANOKE,VA 24014			EDUCATION	500
MILL MOUNTAIN THEATRE ONE MARKET SQUARE SE ROANOKE,VA 24011			EDUCATION	5,000
NORTH CROSS SCHOOL 4254 COLONIAL AVE SW ROANOKE,VA 24018			EDUCATION	14,000
OPERA ROANOKE 20 CHURCH AVE THIRD FLOO ROANOKE,VA 24011			EDUCATION	500
PATRICK HENRY ATHLETICS BOOSTERS AS PO BOX 4251 ROANOKE,VA 24015			EDUCATION	500
Total ▶ 3a				180,608

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 PTSA - AFTER PROM C/O SUSAN MINI 2127 LAUREL WOODS DRIVER SALEM,VA 24153			EDUCATION	250
RESCUE MISSION 402 4TH STREET SE ROANOKE,VA 24013			EDUCATION	8,333
ROANOKE CATHOLIC SCHOOL ATTN AFTER PROM COMMITTEE 621 NORTH JEFFERSON ST ROANOKE,VA 24016			EDUCATION	250
ROANOKE COUNTY POLICE FOUNDATION ATTN COMMDR KEVIN SLOUGH 5925 COVE RD ROANOKE,VA 24019			EDUCATION	250
ROANOKE GREEK FESTIVAL 30 HUNTINGTON BLVD NE ROANOKE,VA 24012			EDUCATION	1,000
ROANOKE REGIONAL PARTNERSHIP 111 FRANKLIN PLAZA STE 3 ROANOKE,VA 24011			EDUCATION	5,000
ROANOKE VALLEY GOLF HALL OF FAME PO BOX 13253 ROANOKE,VA 24032			EDUCATION	100
SAW HABITAT FOR HUMANITY INC DEVELOPMENT COORDINATOR SAW HABITAT FOR HUMANITY STAUNTON,VA 244023188			EDUCATION	1,000
SCIENCE MUSEUM OF WESTERN VIRGINIA ONE MARKET SQUARE SE SUITE 4 ROANOKE,VA 24011			EDUCATION	6,000
SCRUGGS VOLUNTEER RESCUE SQUAD PO BOX 844 HARDY,VA 241010844			EDUCATION	200
SECOND PRESBYTERIAN CHURCH 214 MOUNTAIN AVE ROANOKE,VA 24016			EDUCATION	10,000
SML WOMEN'S CLUB ATTN DENISE DEWALT PO BOX 912 MONETA,VA 24121			EDUCATION	50
SPECIAL OLYMPICS VIRGINIA ATTN TRACY MORRIS 348 CAMPBELL AVE ROANOKE,VA 24016			EDUCATION	500
STEWARTSVILLE-CHAMBLISSBURG VOL FIR 7797 JORDANTOWN ROAD VINTON,VA 24179			EDUCATION	300
SUSAN G KOMEN VIRGINIA BLUE RIDGE 4910 VALLEY VIEW BLVD SU ROANOKE,VA 24012			EDUCATION	1,000
Total ▶ 3a				180,608

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 Paid during the year				
TAUBMAN MUSEUM OF ART 110 SALEM AVE SE ROANOKE,VA 24011			EDUCATION	3,000
THE AMERICAN CANCER SOCIETY 2840 ELECTRIC RD SUITE 1 ROANOKE,VA 24018			EDUCATION	2,500
THE RESCUE MISSION DRUMSTICK DASH PO BOX 11525 ROANOKE,VA 24022			EDUCATION	2,500
THE SQUARE SOCIETY 5TH FLOOR ONE MARKET SQUARE SE ROANOKE,VA 24011			EDUCATION	2,000
THE VIRGINIA COLLEGE FUND 4900 AUGUSTA AVE SUITE 101 RICHMOND,VA 23230			EDUCATION	1,500
THE VIRGINIA TECH FOUNDATION INC OFFICE OF UNIVERSITY DEVELOPMENT 201 PACK BUILDING 0336 BLACKSBURG,VA 24061			EDUCATION	500
VA BLUE RIDGE AFFILIATE SUSAN G KO 4910 VALLEY VIEW BLVD S ROANOKE,VA 24012			EDUCATION	1,000
VA FOUNDATION FOR INDEPENDENT COLLEGE 8010 RIDGE ROAD SUITE B RICHMOND,VA 23229			EDUCATION	4,000
VIRGINIA LUTHERAN HOMES 3807 BRANDON AVENUE SUITE 2440 ROANOKE,VA 24018			EDUCATION	1,000
VIRGINIA TECH ATHLETIC FUND PO BOX 10307 BLACKSBURG,VA 240629985			EDUCATION	5,000
VT-FOUNDATION 2 RIVERSIDE CIRCLE SUITE M140 ROANOKE,VA 24016			EDUCATION	500
WE SKELTON 4-H EDU CONF CTR 775 HERMITAGE ROAD WIRTZ,VA 24184			EDUCATION	1,000
WAYNE THEATRE ALLIANCE PO BOX 1821 WAYNESBORO,VA 22980			EDUCATION	2,500
YMCA OF ROANOKE VALLEY PO BOX 2130 ROANOKE,VA 24009			EDUCATION	1,000
Total ▶ 3a				180,608

TY 2015 Accounting Fees Schedule

Name: CARTLEDGE CHARITABLE FOUNDATION
INC

EIN: 54-6044831

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	1,750			

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

TY 2015 Gain/Loss from Sale of Other Assets Schedule

Name: CARTLEDGE CHARITABLE FOUNDATION
INC

EIN: 54-6044831

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
FHML BONDS	2000-01	PURCHASE	2016-04			14			-14	

TY 2015 Investments Corporate Bonds Schedule

Name: CARTLEDGE CHARITABLE FOUNDATION
INC

EIN: 54-6044831

Name of Bond	End of Year Book Value	End of Year Fair Market Value
RIDGEWORTH	1,500	1,485

TY 2015 Other Expenses Schedule

Name: CARTLEDGE CHARITABLE FOUNDATION
INC

EIN: 54-6044831

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
LEGAL NOTICE	179			

TY 2015 Taxes Schedule

Name: CARTLEDGE CHARITABLE FOUNDATION
INC

EIN: 54-6044831

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL INCOME TAXES	5,778			