



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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					
	2 Savings and temporary cash investments	372,585	324,150		324,150	
	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) ▶ _____ 29,481 Less allowance for doubtful accounts ▶ _____	49,366	29,481		29,481	
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges	1,020	751			751
	10a Investments—U S and state government obligations (attach schedule)					
	b Investments—corporate stock (attach schedule)					
	c Investments—corporate bonds (attach schedule)					
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12 Investments—mortgage loans	1,045,819	1,060,908		1,060,908	
	13 Investments—other (attach schedule)	249,949	249,949		314,944	
	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)	1,718,739	1,665,239		1,730,234		
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 ▶ _____)	1				
	23 Total liabilities (add lines 17 through 22)	1	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	1,585,420	1,585,420			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds	133,318	79,819			
30 Total net assets or fund balances (see instructions)	1,718,738	1,665,239				
31 Total liabilities and net assets/fund balances (see instructions) .	1,718,739	1,665,239				

Part III Analysis of Changes in Net Assets or Fund Balances		
1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,718,738
2 Enter amount from Part I, line 27a	2	-54,499
3 Other increases not included in line 2 (itemize) ▶ _____	3	1,000
4 Add lines 1, 2, and 3	4	1,665,239
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	1,665,239

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			

(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			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
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	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))
2015			
2014			
2013			
2012			
2011			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see 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	592
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	592
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	592
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	751
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	751
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	159
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 159 Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	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? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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	No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
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? <i>If "No," attach explanation</i> .	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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	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 ► Stephanie S Gross Telephone no ► (276) 632-1188			

Located at **►** 815 Mulberry Road Martinsville VA ZIP+4 **►** 24112

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			
16	At any time during calendar year 2016, 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

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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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		No
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 2016? ☐	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ 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		No
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 2016 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 2016). ☐	3b		No
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 2016?	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)? ☐ Yes ☒ No Organizations relying on a current notice regarding disaster assistance check here. ☐ Yes ☒ No 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? ☐ Yes ☒ 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? ☐ Yes ☒ No	5b 6b 7b	No No No
--	--	--

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
Stephanie S Gross 1712 Mulberry Road Martinsville, VA 24112	Pres & Treas 0 00	0		
Jean S Odachowski 1107 Cherokee Trail Martinsville, VA 24112	VP/Sec 0 00	0		

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. ☐ Yes ☒ No

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		

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 The only charitable activity during the tax year was making gifts to charitable organizations	0
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	
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	304,819
b	Average of monthly cash balances.	1b	385,976
c	Fair market value of all other assets (see instructions).	1c	1,090,389
d	Total (add lines 1a, b, and c).	1d	1,781,184
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	
3	Subtract line 2 from line 1d.	3	1,781,184
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	26,718
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,754,466
6	Minimum investment return. Enter 5% of line 5.	6	87,723

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	87,723
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	592
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	592
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	87,131
4	Recoveries of amounts treated as qualifying distributions.	4	1,000
5	Add lines 3 and 4.	5	88,131
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	88,131

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	84,161
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	84,161
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	84,161

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				88,131
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			23,650	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>84,161</u>				
a Applied to 2015, but not more than line 2a			23,650	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				60,511
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (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				
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 2015 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 2017				27,620
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 2011 not applied on line 5 or line 7 (see instructions). . . .				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	82,700
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

13 Total. Add line 12, columns (b), (d), and (e).	13	66,438
(See worksheet in line 13 instructions to verify calculations)		

[illegible]

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

[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

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

Print/Type preparer's name Martha S Cooper	Preparer's Signature	Date	Check if self-employed ☒	PTIN P00611546
Firm's name ▶ MARTHA S COOPER CPA				Firm's EIN ▶
Firm's address ▶ PO BOX 4467 MARTINSVILLE, VA 24115				Phone no (276) 632-7559

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				
Martinsville Fire Dept 65 W Church Street Martinsville, VA 24112	None	None	Charitable	2,000
Ridgeway Fire Department PO Box 4 Ridgeway, VA 24148	None	None	Charitable	2,000
Ridgeway Rescue Squad PO Box 611 Ridgeway, VA 24148	None	None	Charitable	2,000
Collinsville Fire Department PO Box 157 Collinsville, VA 24078	None	None	Charitable	2,000
Axton Fire Department 1522 Centerville Road Axton, VA 24054	None	None	Charitable	2,000
Axton Life Saving Crew PO Box 458 Axton, VA 24054	None	None	Charitable	2,000
FC Rescue Squad PO Box 760 Collinsville, VA 24078	None	None	Charitable	2,000
Horsepasture Fire Department 17815 AL Philpott Hwy Ridgeway, VA 24148	None	None	Charitable	2,000
Horsepasture Rescue Squad PO Box 34 Spencer, VA 24165	None	None	Charitable	2,000
American Red Cross 1081 Spruce Street Martinsville, VA 24112	None	None	Charitable	1,500
Community Storehouse 4201 Greensboro Road Ridgeway, VA 24148	None	None	Charitable	500
Exchange Club of Martinsville PO Box 3291 Martinsville, VA 24115	None	None	Charitable	2,000
Virginia Museum of Natural History 21 Starling Avenue Martinsville, VA 24112	None	None	Charitable	2,500
Citizens Against Family Violence 13 Cleveland Avenue Martinsville, VA 24112	None	None	Charitable	2,000
Paralyzed Veterans of America 7 Mill Brook Road Wilton, NH 03086	None	None	Charitable	1,000
Total ► 3a				82,700

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				
American Cancer Society PO Box 1101 Martinsville, VA 24114	None	None	Charitable	500
Easter Seals PO Box 27888 Richmond, VA 23261	None	None	Charitable	500
Grace Network PO Box 3902 Martinsville, VA 24115	None	None	Charitable	1,500
Henry County Food Pantry 3289 Riverside Drive Bassett, VA 24055	None	None	Charitable	1,000
Patrick Henry Comm College Foundati 645 Patriots Avenue Martinsville, VA 24112	None	None	Charitable	2,000
Piedmont Arts Association 215 Starling Avenue Martinsville, VA 24112	None	None	Charitable	1,500
Marine Toys for Tots Foundation PO Box 4002036 Des Moines, IA 50340	None	None	Charitable	500
Special Olympics Virginia PO Box 90019 Richmond, VA 23225	None	None	Charitable	500
Boy Scouts of America PO Box 3461 Martinsville, VA 24115	None	None	Charitable	500
Girl Scouts of Virginia Skyline 3663 Peters Creek Rd NW Roanoke, VA 24019	None	None	Charitable	500
Children Incorporated PO Box 72848 North Chesterfield, VA 23235	None	None	Charitable	500
Marc Workshop Inc PO Box 3749 Martinsville, VA 24115	None	None	Charitable	1,000
College Mentors for Kids 212 W 10th St Suite B260 Indianapolis, IN 46202	None	None	Charitable	2,000
Martinsville-HC Crime Stoppers PO Box 3382 Martinsville, VA 24115	None	None	Charitable	1,000
First Baptist Church of South Bosto 815 N Main Street South Boston, VA 24592	None	None	Charitable	1,000
Total ►				82,700
3a				

Form 990FP 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>				
SafetyNet PO Box 4482 Martinsville, VA 24115	None	None	Charitable	1,500
Winns Creek Baptist Church 3088 Howard P Anderson Road Halifax, VA 24558	None	None	Charitable	1,000
Boys' Home Inc 306 Boys Home Road Covington, VA 24426	None	None	Charitable	1,500
Blue Ridge Volunteer Rescue Squad PO Box 310 Blue Ridge, VA 24064	None	None	Charitable	250
Martinsville Volunteer Fire Dept PO Box 211 Martinsville, VA 24114	None	None	Charitable	2,000
Multiple Sclerosis Foundation 1117 Perimeter Ctr W Suite E101 Atlanta, GA 30338	None	None	Charitable	3,000
Piedmont Virginia Dental Health Fou 407 Starling Avenue Martinsville, VA 24112	None	None	Charitable	1,000
Franklin County Rescue Squad PO Box 147 Rocky Mount, VA 24151	None	None	Charitable	500
Southwestern Va Second Harvest Food 1025 Electric Road Salem, VA 24153	None	None	Charitable	500
Brenner Children's Hospital PO Box 571021 WinstonSalem, NC 27157	None	None	Charitable	500
AARP Foundation PO Box 93207 Long Beach, CA 90809	None	None	Charitable	500
American Heart Association 4217 Park Place Court Glen Allen, VA 23060	None	None	Charitable	500
Bassett Volunteer Fire Department PO Box 469 Bassett, VA 24055	None	None	Charitable	1,000
Charity League of Martinsville VA PO Box 3613 Martinsville, VA 24115	None	None	Charitable	500
Intergrated Center Science Medicine 315 Hospital Dr Suite 206 Martinsville, VA 24112	None	None	Charitable	5,000
Total ► 3a				82,700

Form 990FP 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				
Martinsville-Henry Co Family YMCA 3 Starling Avenue Martinsville, VA 24112	None	None	Charitable	1,000
Dyers Store Volunteer Fire Dept 3230 Chatham Road Martinsville, VA 24112	None	None	Charitable	1,000
Fieldale Volunteer Fire Dept PO Box 352 Fieldale, VA 24089	None	None	Charitable	1,000
Judicial Watch PO Box 96234 Washington, DC 20077	None	None	Charitable	500
Leukemia Lymphoma Society-VA Chapte 5540 Falmouth St Richmond, VA 23230	None	None	Charitable	500
Ronald McDonald House of Durham 506 Alexander Ave Durham, NC 27705	None	None	Charitable	1,000
The Salvation Army PO Box 5024 Martinsville, VA 24115	None	None	Charitable	2,000
Young America's Foundaton 11480 Park Drive 6th Floor Reston, VA 20191	None	None	Charitable	500
Boys Girls Clubs of The Blue Ridge 26 W Church Street Level 2 Martinsville, VA 24112	None	none	Charitable	500
Boys Town 200 Flanagan Blvd Boys Town, NE 68010	None	GOV	Charitable	500
Bassett Rescue Squad PO Box 510 Bassett, VA 24055	None	None	Charitable	1,000
Duke Children's Hospital Health Cen PO Box 90581 Durham, NC 27708	None	None	Charitable	500
Free Clinic of Franklin County Inc PO Box 764 Rocky Mount, VA 24151	None	None	Charitable	1,000
Christmas Cheer PO Box 540 Martinsville, VA 24114	None	None	Charitable	1,000
Disabled American Veterans PO Box 14301 Cincinnati, OH 45250	None	None	Charitable	1,000
Total ► 3a				82,700

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				
Martinsville Area Community Foundat PO Box 1124 Martinsville, VA 24114	None	None	Charitable	2,500
MHS After Prom 351 Commonwealth Blvd Martinsville, VA 24112	None	None	Charitable	300
Kiwanis Club of Martinsville PO Box 5242 Martinsville, VA 24115	None	None	Charitable	500
Smith River Sports Complex 1000 Irisburg Road Axton, VA 24054	None	None	Charitable	1,000
Snow Creek Rescue Squad 7040 Snow Creek Road Penhook, VA 24137	None	none	Charitable	500
Spencer-Penn Center 475 Spencer-Penn Road Spencer, VA 24165	None	None	Charitable	500
St Jude Children's Research Hospita PO Box 50 Memphis, TN 38101	None	None	Charitable	500
Mother's Against Drunk Driving PO Box 152275 Irving, TX 75015	None	None	Charitable	150
Stepping Stones Inc 600 Northside Drive Martinsville, VA 24112	None	None	Charitable	500
Ronald McDonald House SW VA 2224 South Jefferson St Roanoke, VA 24014	None	None	Charitable	1,000
Consumer Reports Foundation PO Box 96552 Washington, DC 20090	None	None	Charitable	1,000
Total ► 3a				82,700

TY 2016 Accounting Fees Schedule**Name:** Marjorie Sutton Memorial Foundation**EIN:** 54-1526922**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Professional Fees	1,200	0	0	1,200

TY 2016 Investments - Other Schedule**Name:** Marjorie Sutton Memorial Foundation**EIN:** 54-1526922**Software ID:** 16000303**Software Version:** 2016v3.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Mutual Funds	AT COST	249,949	314,944

TY 2016 Legal Fees Schedule**Name:** Marjorie Sutton Memorial Foundation**EIN:** 54-1526922**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Henry County Circuit Court-Drady Loan	41	41	0	41

TY 2016 Other Expenses Schedule**Name:** Marjorie Sutton Memorial Foundation**EIN:** 54-1526922**Software ID:** 16000303**Software Version:** 2016v3.0**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Management Fees	35,975	35,975		
Office Supplies	195			195

TY 2016 Other Income Schedule**Name:** Marjorie Sutton Memorial Foundation**EIN:** 54-1526922**Software ID:** 16000303**Software Version:** 2016v3.0**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other Investment Income	56,624	56,624	

TY 2016 Other Increases Schedule**Name:** Marjorie Sutton Memorial Foundation**EIN:** 54-1526922**Software ID:** 16000303**Software Version:** 2016v3.0

Description	Amount
Recovery of 2014 donation	1,000

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

TY 2016 Other Notes/Loans Receivable Long Schedule

Name: Marjorie Sutton Memorial Foundation

EIN: 54-1526922

Software ID: 16000303

Software Version: 2016v3.0

Borrower's Name	Relationship to Insider	Original Amount of Loan	Balance Due	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Security Provided by Borrower	Purpose of Loan	Description of Lender Consideration	Consideration FMV
Edward Drady- Personal Note		12,840	11,828	2007-02	2010-03		1200 00 %				
Terry Gross- Personal Note		14,000	2,582	2012-11	2017-11		500 00 %				
Helen Adkins- Personal Note		36,000	15,071	2013-02	2028-02		400 00 %				

TY 2016 Taxes Schedule**Name:** Marjorie Sutton Memorial Foundation**EIN:** 54-1526922**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2015 Federal Form 990-PF Taxes	776	776		
Registration fee	25			25
Tax Adjustment by IRS for Prior years	25	25		