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## Return of Private Foundation

OMB No 1545-0052

Department of the Treasury  
Internal Revenue Service

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

Do not enter social security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

|                                                                                                                                                                                                                                                                                                        |                                                                                                                                                  |                                                                                                                                                                                  |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of foundation<br><b>THE AMY ELIZABETH LAUTH FOUNDATION, INC.<br/>C/O ROBERT M. MCNICHOLS</b>                                                                                                                                                                                                      |                                                                                                                                                  | A Employer identification number<br><b>54-1849835</b>                                                                                                                            |
| Number and street (or P.O. box number if mail is not delivered to street address)<br><b>3333 PETERS CREEK ROAD</b>                                                                                                                                                                                     | Room/suite                                                                                                                                       | B Telephone number<br><b>(540) 366-0622</b>                                                                                                                                      |
| City or town, state or province, country, and ZIP or foreign postal code<br><b>ROANOKE, VA 24019</b>                                                                                                                                                                                                   |                                                                                                                                                  | C If exemption application is pending, check here <input type="checkbox"/>                                                                                                       |
| G Check all that apply:<br><input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Final return <input type="checkbox"/> Amended return<br><input type="checkbox"/> Address change <input type="checkbox"/> Name change |                                                                                                                                                  | D 1. Foreign organizations, check here <input type="checkbox"/><br><br>2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation                                                      |                                                                                                                                                  | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>                                                                    |
| I Fair market value of all assets at end of year (from Part II, col (c), line 16)<br><b>\$ 766,571.</b>                                                                                                                                                                                                | J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____ | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>                                                                 |

| Part I Analysis of Revenue and Expenses<br>(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) |
|-----------------------------------------------------------------------------------------------------------------------------------------------------|--|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| 1 Contributions, gifts, grants, etc., received                                                                                                      |  | 93,913.                            |                           | N/A                     |                                                             |
| 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B                                                                 |  |                                    |                           |                         |                                                             |
| 3 Interest on savings and temporary cash investments                                                                                                |  | 170.                               | 170.                      |                         | STATEMENT 1                                                 |
| 4 Dividends and interest from securities                                                                                                            |  | 11,423.                            | 11,423.                   |                         | STATEMENT 2                                                 |
| 5a Gross rents                                                                                                                                      |  |                                    |                           |                         |                                                             |
| b Net rental income or (loss)                                                                                                                       |  |                                    |                           |                         |                                                             |
| 6a Net gain or (loss) from sale of assets not on line 10                                                                                            |  | 2,806.                             |                           |                         |                                                             |
| b Gross sales price for all assets on line 6a                                                                                                       |  | 7,071.                             |                           |                         |                                                             |
| 7 Capital gain net income (from Part IV, line 2)                                                                                                    |  |                                    | 2,806.                    |                         |                                                             |
| 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                                                                                                                                     |  |                                    |                           |                         |                                                             |
| 12 Total. Add lines 1 through 11                                                                                                                    |  | 108,312.                           | 14,399.                   |                         |                                                             |
| 13 Compensation of officers, directors, trustees, etc                                                                                               |  | 0.                                 | 0.                        |                         | 0.                                                          |
| 14 Other employee salaries and wages                                                                                                                |  |                                    |                           |                         |                                                             |
| 15 Pension plans, employee benefits                                                                                                                 |  |                                    |                           |                         |                                                             |
| 16a Legal fees                                                                                                                                      |  |                                    |                           |                         |                                                             |
| b Accounting fees                                                                                                                                   |  | 1,763.                             | 0.                        |                         | 0.                                                          |
| c Other professional fees                                                                                                                           |  |                                    |                           |                         |                                                             |
| 17 Interest                                                                                                                                         |  |                                    |                           |                         |                                                             |
| 18 Taxes                                                                                                                                            |  | 206.                               | 206.                      |                         | 0.                                                          |
| 19 Depreciation and depletion                                                                                                                       |  |                                    |                           |                         |                                                             |
| 20 Occupancy                                                                                                                                        |  |                                    |                           |                         |                                                             |
| 21 Travel, conferences, and meetings                                                                                                                |  |                                    |                           |                         |                                                             |
| 22 Printing and publications                                                                                                                        |  |                                    |                           |                         |                                                             |
| 23 Other expenses                                                                                                                                   |  | 5,384.                             | 4,446.                    |                         | 0.                                                          |
| 24 Total operating and administrative expenses. Add lines 13 through 23                                                                             |  | 7,353.                             | 4,652.                    |                         | 0.                                                          |
| 25 Contributions, gifts, grants paid                                                                                                                |  | 96,440.                            |                           |                         | 96,440.                                                     |
| 26 Total expenses and disbursements. Add lines 24 and 25                                                                                            |  | 103,793.                           | 4,652.                    |                         | 96,440.                                                     |
| 27 Subtract line 26 from line 12:                                                                                                                   |  |                                    |                           |                         |                                                             |
| a Excess of revenue over expenses and disbursements                                                                                                 |  | 4,519.                             |                           |                         |                                                             |
| b Net investment income (if negative, enter -0-)                                                                                                    |  |                                    | 9,747.                    |                         |                                                             |
| c Adjusted net income (if negative, enter -0-)                                                                                                      |  |                                    |                           | N/A                     |                                                             |

**THE AMY ELIZABETH LAUTH FOUNDATION, INC.**  
**C/O ROBERT M. MCNICHOLS**

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| <b>Part II Balance Sheets</b> <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small> |                                                                                                                                               | Beginning of year                                       | End of year        |                       |
|----------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------|--------------------|-----------------------|
|                                                                                                                                              |                                                                                                                                               | (a) Book Value                                          | (b) Book Value     | (c) Fair Market Value |
| <b>Assets</b>                                                                                                                                | 1 Cash - non-interest-bearing                                                                                                                 |                                                         |                    |                       |
|                                                                                                                                              | 2 Savings and temporary cash investments                                                                                                      | 116,445.                                                | 120,600.           | 120,600.              |
|                                                                                                                                              | 3 Accounts receivable ▶ <span style="float:right">90.</span>                                                                                  |                                                         |                    |                       |
|                                                                                                                                              | Less: allowance for doubtful accounts ▶                                                                                                       | 76.                                                     | 90.                | 90.                   |
|                                                                                                                                              | 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                                                                                       |                                                         |                    |                       |
|                                                                                                                                              | b Investments - corporate stock <span style="float:right">STMT 6</span>                                                                       | 386,855.                                                | 389,718.           | 645,881.              |
|                                                                                                                                              | c Investments - corporate bonds                                                                                                               |                                                         |                    |                       |
|                                                                                                                                              | <b>Liabilities</b>                                                                                                                            | 11 Investments - land, buildings, and equipment basis ▶ |                    |                       |
| Less accumulated depreciation ▶                                                                                                              |                                                                                                                                               |                                                         |                    |                       |
| 12 Investments - mortgage loans                                                                                                              |                                                                                                                                               |                                                         |                    |                       |
| 13 Investments - other                                                                                                                       |                                                                                                                                               |                                                         |                    |                       |
| 14 Land, buildings, and equipment basis ▶                                                                                                    |                                                                                                                                               |                                                         |                    |                       |
| Less accumulated depreciation ▶                                                                                                              |                                                                                                                                               |                                                         |                    |                       |
| 15 Other assets (describe ▶)                                                                                                                 |                                                                                                                                               |                                                         |                    |                       |
| 16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)                                      |                                                                                                                                               | 503,376.                                                | 510,408.           | 766,571.              |
| 17 Accounts payable and accrued expenses                                                                                                     |                                                                                                                                               |                                                         |                    |                       |
| 18 Grants payable                                                                                                                            |                                                                                                                                               |                                                         |                    |                       |
| 19 Deferred revenue                                                                                                                          |                                                                                                                                               |                                                         |                    |                       |
| 20 Loans from officers, directors, trustees, and other disqualified persons                                                                  | 1,984.                                                                                                                                        | 4,497.                                                  | <b>STATEMENT 7</b> |                       |
| 21 Mortgages and other notes payable                                                                                                         |                                                                                                                                               |                                                         |                    |                       |
| 22 Other liabilities (describe ▶)                                                                                                            |                                                                                                                                               |                                                         |                    |                       |
| 23 <b>Total liabilities</b> (add lines 17 through 22)                                                                                        | 1,984.                                                                                                                                        | 4,497.                                                  |                    |                       |
| <b>Net Assets or Fund Balances</b>                                                                                                           | <b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/><br><b>and complete lines 24 through 26 and lines 30 and 31</b> |                                                         |                    |                       |
|                                                                                                                                              | 24 Unrestricted                                                                                                                               |                                                         |                    |                       |
|                                                                                                                                              | 25 Temporarily restricted                                                                                                                     |                                                         |                    |                       |
|                                                                                                                                              | 26 Permanently restricted                                                                                                                     |                                                         |                    |                       |
|                                                                                                                                              | <b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/><br><b>and complete lines 27 through 31.</b>  |                                                         |                    |                       |
|                                                                                                                                              | 27 Capital stock, trust principal, or current funds                                                                                           | 24,819.                                                 | 24,819.            |                       |
|                                                                                                                                              | 28 Paid-in or capital surplus, or land, bldg., and equipment fund                                                                             | 0.                                                      | 0.                 |                       |
|                                                                                                                                              | 29 Retained earnings, accumulated income, endowment, or other funds                                                                           | 476,573.                                                | 481,092.           |                       |
| 30 <b>Total net assets or fund balances</b>                                                                                                  | 501,392.                                                                                                                                      | 505,911.                                                |                    |                       |
| 31 <b>Total liabilities and net assets/fund balances</b>                                                                                     | 503,376.                                                                                                                                      | 510,408.                                                |                    |                       |

**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<br>(must agree with end-of-year figure reported on prior year's return) | 1 | 501,392. |
| 2 Enter amount from Part I, line 27a                                                                                                                            | 2 | 4,519.   |
| 3 Other increases not included in line 2 (itemize) ▶                                                                                                            | 3 | 0.       |
| 4 Add lines 1, 2, and 3                                                                                                                                         | 4 | 505,911. |
| 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 | 505,911. |

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**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<br>P - Purchase<br>D - Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------|--------------------------------------|----------------------------------|
| 1a                                                                                                                                 |                                                  |                                      |                                  |
| b SEE ATTACHED STATEMENT                                                                                                           |                                                  |                                      |                                  |
| c                                                                                                                                  |                                                  |                                      |                                  |
| d                                                                                                                                  |                                                  |                                      |                                  |
| e                                                                                                                                  |                                                  |                                      |                                  |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| a                     |                                            |                                                 |                                              |
| b                     |                                            |                                                 |                                              |
| c                     |                                            |                                                 |                                              |
| d                     |                                            |                                                 |                                              |
| e 7,071.              |                                            | 4,265.                                          | 2,806.                                       |

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<br>as of 12/31/69 | (k) Excess of col. (i)<br>over col. (j), if any | (l) Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |
|---------------------------|--------------------------------------|-------------------------------------------------|-------------------------------------------------------------------------------------------------|
| a                         |                                      |                                                 |                                                                                                 |
| b                         |                                      |                                                 |                                                                                                 |
| c                         |                                      |                                                 |                                                                                                 |
| d                         |                                      |                                                 |                                                                                                 |
| e                         |                                      |                                                 | 2,806.                                                                                          |

|                                                                                                                                                                                 |                                                                                     |   |        |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|---|--------|
| 2 Capital gain net income or (net capital loss)                                                                                                                                 | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 } | 2 | 2,806. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):<br>If gain, also enter in Part I, line 8, column (c).<br>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<br>Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio<br>(col. (b) divided by col. (c)) |
|-------------------------------------------------------------------|---------------------------------------|-------------------------------------------|----------------------------------------------------------|
| 2015                                                              | 74,662.                               | 679,627.                                  | .109857                                                  |
| 2014                                                              | 88,409.                               | 627,900.                                  | .140801                                                  |
| 2013                                                              | 32,915.                               | 527,876.                                  | .062354                                                  |
| 2012                                                              | 68,173.                               | 441,494.                                  | .154414                                                  |
| 2011                                                              | 65,911.                               | 432,309.                                  | .152463                                                  |

|                                                                                                                                                                                |   |          |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|----------|
| 2 Total of line 1, column (d)                                                                                                                                                  | 2 | .619889  |
| 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 | .123978  |
| 4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5                                                                                                 | 4 | 714,781. |
| 5 Multiply line 4 by line 3                                                                                                                                                    | 5 | 88,617.  |
| 6 Enter 1% of net investment income (1% of Part I, line 27b)                                                                                                                   | 6 | 97.      |
| 7 Add lines 5 and 6                                                                                                                                                            | 7 | 88,714.  |
| 8 Enter qualifying distributions from Part XII, line 4                                                                                                                         | 8 | 96,440.  |

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.

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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 <input type="checkbox"/> and enter "N/A" on line 1.<br>Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions) |    |      |     |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b                                                                           |    | 1    | 97. |
| 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    | 97. |
| 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    | 97. |
| 6 Credits/Payments:                                                                                                                                                                                                                    |    |      |     |
| a 2016 estimated tax payments and 2015 overpayment credited to 2016                                                                                                                                                                    | 6a | 374. |     |
| 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  | 374. |     |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached                                                                                                                    | 8  |      |     |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed                                                                                                                                                        | 9  |      |     |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid                                                                                                                                           | 10 | 277. |     |
| 11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 277. Refunded <input type="checkbox"/>                                                                                        | 11 | 0.   |     |

**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)?<br>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  |
| c 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:<br>(1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.                                                                                                 |     |    |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.                                                                                                                                                              |     |    |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS?<br>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  |    |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br>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:<br>• By language in the governing instrument, or<br>• 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) <input checked="" type="checkbox"/> VA                                                                                                                                                                                                   |     |    |
| b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? 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 2016 or the taxable year beginning in 2016 (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  |

N/A

STMT 8

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## THE AMY ELIZABETH LAUTH FOUNDATION, INC.

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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?                                                                       | X   |    |
| Website address ► N/A                                                                                                                                                                        |     |    |
| 14 The books are in care of ► THE FOUNDATION Telephone no. ► 540 366 0622                                                                                                                    |     |    |
| Located at ► 3333 PETERS CREEK ROAD, ROANOKE, VA ZIP+4 ► 24019                                                                                                                               |     |    |
| 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 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? | Yes | No |
| See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►                                                           | 16  | 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                       |     |    |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                               |     |    |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                   |     |    |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                         |     |    |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                |     |    |
| (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                              |     |    |
| b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here                                                                                                                                                                                        | N/A |    |
| ► <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | 1b  |    |
| c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?                                                                                                                                                                                                                                                                                                        |     | X  |
| 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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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. ► , , ,                                                                                                                                                                                                                                                                                                                                                                       | 2b  |    |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                |     |    |
| b If "Yes," did it have excess business holdings in 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) | N/A |    |
| 3b                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |     |    |
| 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 2016?                                                                                                                                                                                                                                                              | 4b  | X  |

Form 990-PF (2016)

THE AMY ELIZABETH LAUTH FOUNDATION, INC.  
C/O ROBERT M. MCNICHOLS

Form 990-PF (2016)

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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

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

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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 |
|------------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| ROBERT M. MCNICHOLS    | PRES/SEC/TREA                                             |                                           |                                                                       |                                       |
| 3333 PETERS CREEK ROAD |                                                           |                                           |                                                                       |                                       |
| ROANOKE, VA 24019      | 1.00                                                      | 0.                                        | 0.                                                                    | 0.                                    |
| MARY ELYN MCNICHOLS    | VICE PRES                                                 |                                           |                                                                       |                                       |
| 3333 PETERS CREEK ROAD |                                                           |                                           |                                                                       |                                       |
| ROANOKE, VA 24019      | 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 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 | 632,042. |
| b | Average of monthly cash balances                                                                            | 1b | 93,624.  |
| c | Fair market value of all other assets                                                                       | 1c |          |
| d | <b>Total</b> (add lines 1a, b, and c)                                                                       | 1d | 725,666. |
| 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  | 725,666. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)   | 4  | 10,885.  |
| 5 | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5  | 714,781. |
| 6 | <b>Minimum investment return.</b> Enter 5% of line 5                                                        | 6  | 35,739.  |

**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  | 35,739. |
| 2a | Tax on investment income for 2016 from Part VI, line 5                                                    | 2a | 97.     |
| b  | Income tax for 2016. (This does not include the tax from Part VI.)                                        | 2b |         |
| c  | Add lines 2a and 2b                                                                                       | 2c | 97.     |
| 3  | Distributable amount before adjustments. Subtract line 2c from line 1                                     | 3  | 35,642. |
| 4  | Recoveries of amounts treated as qualifying distributions                                                 | 4  | 0.      |
| 5  | Add lines 3 and 4                                                                                         | 5  | 35,642. |
| 6  | Deduction from distributable amount (see instructions)                                                    | 6  | 0.      |
| 7  | <b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7  | 35,642. |

**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 | 96,440. |
| 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 | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                 | 4  | 96,440. |
| 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  | 97.     |
| 6 | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4                                                             | 6  | 96,343. |

**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)<br>Corpus | (b)<br>Years prior to 2015 | (c)<br>2015 | (d)<br>2016 |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2016 from Part XI, line 7                                                                                                                       |               |                            |             | 35,642.     |
| 2 Undistributed income, if any, as of the end of 2016                                                                                                                      |               |                            |             |             |
| a Enter amount for 2015 only                                                                                                                                               |               |                            | 0.          |             |
| b Total for prior years:                                                                                                                                                   |               | 0.                         |             |             |
| 3 Excess distributions carryover, if any, to 2016:                                                                                                                         |               |                            |             |             |
| a From 2011                                                                                                                                                                | 44,430.       |                            |             |             |
| b From 2012                                                                                                                                                                | 46,382.       |                            |             |             |
| c From 2013                                                                                                                                                                | 7,288.        |                            |             |             |
| d From 2014                                                                                                                                                                | 57,866.       |                            |             |             |
| e From 2015                                                                                                                                                                | 40,813.       |                            |             |             |
| f Total of lines 3a through e                                                                                                                                              | 196,779.      |                            |             |             |
| 4 Qualifying distributions for 2016 from Part XII, line 4: ► \$                                                                                                            | 96,440.       |                            |             |             |
| a Applied to 2015, 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 2016 distributable amount                                                                                                                                     |               |                            |             | 35,642.     |
| e Remaining amount distributed out of corpus                                                                                                                               | 60,798.       |                            |             |             |
| 5 Excess distributions carryover applied to 2016 (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:                                                                                                                   | 257,577.      |                            |             |             |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5                                                                                                                        |               |                            |             |             |
| 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 2015. Subtract line 4a from line 2a. Taxable amount - see instr                                                                                 |               |                            | 0.          |             |
| f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017                                                              |               |                            |             | 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 2011 not applied on line 5 or line 7                                                                                                 | 44,430.       |                            |             |             |
| 9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a                                                                                              | 213,147.      |                            |             |             |
| 10 Analysis of line 9:                                                                                                                                                     |               |                            |             |             |
| a Excess from 2012                                                                                                                                                         | 46,382.       |                            |             |             |
| b Excess from 2013                                                                                                                                                         | 7,288.        |                            |             |             |
| c Excess from 2014                                                                                                                                                         | 57,866.       |                            |             |             |
| d Excess from 2015                                                                                                                                                         | 40,813.       |                            |             |             |
| e Excess from 2016                                                                                                                                                         | 60,798.       |                            |             |             |

**N/A**

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]

2016.03040 THE AMY ELIZABETH LAUTH FOU 18765 1

## THE AMY ELIZABETH LAUTH FOUNDATION, INC.

Form 990-PF (2016)

C/O ROBERT M. MCNICHOLS

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**Part XV** Supplementary Information (continued)

| <b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>                    |                                                                                                                    |                                      |                                                                                                                |                |
|----------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------------------------------------------|----------------|
| Recipient<br>Name and address (home or business)                                                         | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution<br>**                                                                      | Amount         |
| <b>a Paid during the year</b>                                                                            |                                                                                                                    |                                      |                                                                                                                |                |
| AID FOR INDIVIDUALS BELOW THE FEDERAL<br>POVERTY STANDARD<br>3333 PETERS CREEK ROAD<br>ROANOKE, VA 24019 | NONE                                                                                                               | N/A                                  | DONATION                                                                                                       | 16,405.        |
| SAINT FRANCIS SERVICE DOGS<br>P.O. BOX 19538<br>ROANOKE, VA 24019                                        | NONE                                                                                                               | PUBLIC CHARITY                       | DONATION TO SUPPORT<br>PRISON PUPS PROGRAM IN<br>CONJUNCTION WITH THE<br>BLAND CORRECTIONAL<br>CENTER.         | 50,000.        |
| SML GOOD NEIGHBOR INC.<br>210 SUMMER LANE<br>HUDDLESTON, VA 24104                                        | NONE                                                                                                               | PUBLIC CHARITY                       | DONATION TO SUPPORT<br>NEEDY CHILDREN WITH<br>MEALS DURING THE<br>SUMMER, SUMMER DAY<br>CAMP, PROVIDE          | 1,000.         |
| MARYWOOD APARTMENTS<br>1261 MARYWOOD LANE<br>RICHMOND, VA 23229                                          | NONE                                                                                                               | PUBLIC CHARITY                       | MARYWOOD APARTMENTS<br>ARE BUILT BY ST.<br>MARY'S WOODS, INC., A<br>501(C)3 ORGANIZATION<br>WHOSE PUPOSE IS TO | 1,000.         |
| COMMUNITY SCHOOL<br>7815 WILLIAMSON ROAD<br>ROANOKE, VA 24019                                            | NONE                                                                                                               | PUBLIC CHARITY                       | DONATION - PURCHASE<br>AED                                                                                     | 3,000.         |
| <b>Total</b>                                                                                             | <b>SEE CONTINUATION SHEET(S)</b>                                                                                   |                                      |                                                                                                                | <b>96,440.</b> |
| <b>b Approved for future payment</b>                                                                     |                                                                                                                    |                                      |                                                                                                                |                |
| NONE                                                                                                     |                                                                                                                    |                                      |                                                                                                                |                |
|                                                                                                          |                                                                                                                    |                                      |                                                                                                                |                |
|                                                                                                          |                                                                                                                    |                                      |                                                                                                                |                |
| <b>Total</b>                                                                                             |                                                                                                                    |                                      |                                                                                                                | <b>0.</b>      |

Form 990-PF (2016)



Phone no. (540) 345-0936

**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](http://www.irs.gov/form990).

OMB No 1545-0047

**2016**

Name of the organization

THE AMY ELIZABETH LAUTH FOUNDATION, INC.  
C/O ROBERT M. MCNICHOLS

Employer identification number

54-1849835

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. Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't 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 doesn't 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) (2016)

|                                                                                                     |                                                     |
|-----------------------------------------------------------------------------------------------------|-----------------------------------------------------|
| Name of organization<br><b>THE AMY ELIZABETH LAUTH FOUNDATION, INC.<br/>C/O ROBERT M. MCNICHOLS</b> | Employer identification number<br><b>54-1849835</b> |
|-----------------------------------------------------------------------------------------------------|-----------------------------------------------------|

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

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4                                        | (c)<br>Total contributions | (d)<br>Type of contribution                                                                                                                                        |
|------------|--------------------------------------------------------------------------|----------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <u>1</u>   | MARY ELYN MCNICHOLS<br>3333 PETERS CREEK ROAD<br>ROANOKE, VA 24019       | \$ 32,341.                 | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions) |
| <u>2</u>   | ROBERT MCNICHOLS<br>3333 PETERS CREEK ROAD<br>ROANOKE, VA 24019          | \$ 16,159.                 | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions) |
| <u>3</u>   | RALPH GREGORY, JR.<br>1077 CANYON BLVD, #210<br>BOULDER, CO 80302        | \$ 18,000.                 | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions) |
| <u>4</u>   | MICHAEL BELLANCA<br>11504 KINGS POND DRIVE<br>PROVIDENCE FORGE, VA 23140 | \$ 5,900.                  | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions) |
| <u>5</u>   | JOHN F BARRETT<br>4917 GREY OAKS VILLAS DRIVE<br>GLEN ALLEN, VA 23056    | \$ 6,700.                  | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions) |
|            |                                                                          | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions)            |

Name of organization

THE AMY ELIZABETH LAUTH FOUNDATION, INC.  
C/O ROBERT M. MCNICHOLS

Employer identification number

54-1849835

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

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(See instructions) | (d)<br>Date received |
|------------------------------|----------------------------------------------|------------------------------------------------|----------------------|
|                              |                                              | \$ _____                                       | _____                |
|                              |                                              | \$ _____                                       | _____                |
|                              |                                              | \$ _____                                       | _____                |
|                              |                                              | \$ _____                                       | _____                |
|                              |                                              | \$ _____                                       | _____                |
|                              |                                              | \$ _____                                       | _____                |
|                              |                                              | \$ _____                                       | _____                |
|                              |                                              | \$ _____                                       | _____                |

Name of organization

THE AMY ELIZABETH LAUTH FOUNDATION, INC.  
C/O ROBERT M. MCNICHOLS

Employer identification number

54-1849835

**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.<br>from<br>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 |
|                           |                                         |                 |                                          |
|                           |                                         |                 |                                          |
|                           |                                         |                 |                                          |

**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,<br>2-story brick warehouse; or common stock, 200 shs. MLC Co. |                                                   | (b) How acquired<br>P - Purchase<br>D - Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|--------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------|--------------------------------------------------|--------------------------------------|----------------------------------|
| 1a                                                                                                                                   | BROOKFIELD BUSINESS PARTNERS LP .339 SHS          | P                                                | 06/20/16                             | 06/23/16                         |
| b                                                                                                                                    | SHIRE PLC SPONS ADR .525 SHS                      | P                                                | 06/03/16                             | 06/06/16                         |
| c                                                                                                                                    | BAXALTA INC COM 125 SHS                           | P                                                | 04/09/14                             | 06/03/16                         |
| d                                                                                                                                    | FORTIVE CORP COM .500 SHS                         | P                                                | 03/27/13                             | 07/08/16                         |
| e                                                                                                                                    | LIBERTY MEDIA CORP E EL COM SER A MEDIA GROUP .50 | P                                                | 05/07/14                             | 04/19/16                         |
| f                                                                                                                                    | CAPITAL GAINS DIVIDENDS                           |                                                  |                                      |                                  |
| g                                                                                                                                    |                                                   |                                                  |                                      |                                  |
| h                                                                                                                                    |                                                   |                                                  |                                      |                                  |
| i                                                                                                                                    |                                                   |                                                  |                                      |                                  |
| j                                                                                                                                    |                                                   |                                                  |                                      |                                  |
| k                                                                                                                                    |                                                   |                                                  |                                      |                                  |
| l                                                                                                                                    |                                                   |                                                  |                                      |                                  |
| m                                                                                                                                    |                                                   |                                                  |                                      |                                  |
| n                                                                                                                                    |                                                   |                                                  |                                      |                                  |
| o                                                                                                                                    |                                                   |                                                  |                                      |                                  |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| a 7.                  |                                            | 7.                                              | 0.                                           |
| b 100.                |                                            | 100.                                            | 0.                                           |
| c 5,771.              |                                            | 4,133.                                          | 1,638.                                       |
| d 24.                 |                                            | 15.                                             | 9.                                           |
| e 9.                  |                                            | 10.                                             | <1.>                                         |
| f 1,160.              |                                            |                                                 | 1,160.                                       |
| g                     |                                            |                                                 |                                              |
| h                     |                                            |                                                 |                                              |
| i                     |                                            |                                                 |                                              |
| j                     |                                            |                                                 |                                              |
| k                     |                                            |                                                 |                                              |
| l                     |                                            |                                                 |                                              |
| m                     |                                            |                                                 |                                              |
| n                     |                                            |                                                 |                                              |
| o                     |                                            |                                                 |                                              |

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<br>as of 12/31/69 | (k) Excess of col. (i)<br>over col. (j), if any | (l) Losses (from col. (h))<br>Gains (excess of col. (h) gain over col. (k),<br>but not less than "-0-") |
|---------------------------|--------------------------------------|-------------------------------------------------|---------------------------------------------------------------------------------------------------------|
| a                         |                                      |                                                 | 0.                                                                                                      |
| b                         |                                      |                                                 | 0.                                                                                                      |
| c                         |                                      |                                                 | 1,638.                                                                                                  |
| d                         |                                      |                                                 | 9.                                                                                                      |
| e                         |                                      |                                                 | <1.>                                                                                                    |
| f                         |                                      |                                                 | 1,160.                                                                                                  |
| g                         |                                      |                                                 |                                                                                                         |
| h                         |                                      |                                                 |                                                                                                         |
| i                         |                                      |                                                 |                                                                                                         |
| j                         |                                      |                                                 |                                                                                                         |
| k                         |                                      |                                                 |                                                                                                         |
| l                         |                                      |                                                 |                                                                                                         |
| m                         |                                      |                                                 |                                                                                                         |
| n                         |                                      |                                                 |                                                                                                         |
| o                         |                                      |                                                 |                                                                                                         |

|                                                                                                                                                                                     |   |        |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|--------|
| 2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7<br>If (loss), enter "-0-" in Part I, line 7 }                                               | 2 | 2,806. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):<br>If gain, also enter in Part I, line 8, column (c).<br>If (loss), enter "-0-" in Part I, line 8 } | 3 | N/A    |

54-1849835

### 3 Grants and Contributions Paid During the Year (Continuation)

623631  
04-01-16

**Part XV** Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - SML GOOD NEIGHBOR INC.

DONATION TO SUPPORT NEEDY CHILDREN WITH MEALS DURING THE SUMMER, SUMMER  
DAY CAMP, PROVIDE SERVICE-LEARNING INTERNSHIPS TO YOUNG ADULTS AND  
ORGANIZE COMMUNITY RESOURCES TO ADDRESS NEEDS OF CHILDREN OF LOW-INCOME  
FAMILIES.

NAME OF RECIPIENT - MARYWOOD APARTMENTS

MARYWOOD APARTMENTS ARE BUILT BY ST. MARY'S WOODS, INC., A 501(C)3  
ORGANIZATION WHOSE PUPOSE IS TO HELP MEET THE PHYSICAL, SOCIAL AND  
EMOTIONAL NEEDS OF ELDERLY PERSONS. DONATION MADE WAS FOR VAN OPERATING  
EXPENSES.

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

| SOURCE                  | (A)<br>REVENUE<br>PER BOOKS | (B)<br>NET INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME |
|-------------------------|-----------------------------|---------------------------------|-------------------------------|
| BNC BANK                | 15.                         | 15.                             |                               |
| HOMETOWN BANK           | 155.                        | 155.                            |                               |
| TOTAL TO PART I, LINE 3 | 170.                        | 170.                            |                               |

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

| SOURCE            | GROSS<br>AMOUNT | CAPITAL<br>GAINS<br>DIVIDENDS | (A)<br>REVENUE<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME |
|-------------------|-----------------|-------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| FIRST REPUBLIC    | 9,184.          | 0.                            | 9,184.                      | 9,184.                            |                               |
| VANGUARD GROUP    | 3,399.          | 1,160.                        | 2,239.                      | 2,239.                            |                               |
| TO PART I, LINE 4 | 12,583.         | 1,160.                        | 11,423.                     | 11,423.                           |                               |

## FORM 990-PF ACCOUNTING FEES STATEMENT 3

| DESCRIPTION                  | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| BROWN, EDWARDS & CO., LLP    | 1,763.                       | 0.                                |                               | 0.                            |
| TO FORM 990-PF, PG 1, LN 16B | 1,763.                       | 0.                                |                               | 0.                            |

## FORM 990-PF TAXES STATEMENT 4

| DESCRIPTION                 | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| FOREIGN TAX WITHHELD        | 206.                         | 206.                              |                               | 0.                            |
| TO FORM 990-PF, PG 1, LN 18 | 206.                         | 206.                              |                               | 0.                            |

| FORM 990-PF                       | OTHER EXPENSES               |                                   |                               | STATEMENT                     | 5  |
|-----------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|----|
| DESCRIPTION                       | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |    |
| DAVENPORT MANAGEMENT FEE          | 0.                           | 0.                                |                               |                               | 0. |
| FIRST REPUBLIC MANAGEMENT<br>FEES | 4,446.                       | 4,446.                            |                               |                               | 0. |
| MISCELLANEOUS EXPENSE             | 188.                         | 0.                                |                               |                               | 0. |
| MEMBERSHIP FEE                    | 750.                         | 0.                                |                               |                               | 0. |
| TO FORM 990-PF, PG 1, LN 23       | 5,384.                       | 4,446.                            |                               |                               | 0. |

| FORM 990-PF                             | CORPORATE STOCK |  | STATEMENT            | 6 |
|-----------------------------------------|-----------------|--|----------------------|---|
| DESCRIPTION                             | BOOK VALUE      |  | FAIR MARKET<br>VALUE |   |
| SEE ATTACHED                            | 389,718.        |  | 645,881.             |   |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 389,718.        |  | 645,881.             |   |

FORM 990-PF      LOANS PAYABLE TO OFFICERS, DIRECTORS, ETC.      STATEMENT      7

## LENDER'S NAME AND TITLE

ROBERT M. MCNICHOLS, PRESIDENT

| DATE OF<br>NOTE | MATURITY<br>DATE | INTEREST<br>RATE | TERMS OF REPAYMENT |
|-----------------|------------------|------------------|--------------------|
|                 |                  | .00%             |                    |

SECURITY PROVIDED BY BORROWER

PURPOSE OF LOAN

EXCISE TAXES/PROF FEES

| DESCRIPTION OF CONSIDERATION | FMV OF<br>CONSIDERATION | ORIGINAL<br>LOAN AMOUNT | BALANCE DUE |
|------------------------------|-------------------------|-------------------------|-------------|
| CASH                         | 4,497.                  | 0.                      | 4,497.      |

TOTAL TO FORM 990-PF, PART II, LINE 20, COLUMN B

4,497.

FORM 990-PF      LIST OF SUBSTANTIAL CONTRIBUTORS      STATEMENT      8  
PART VII-A, LINE 10

NAME OF CONTRIBUTOR

ADDRESS

MARY ELYN MCNICHOLS

3333 PETERS CREEK ROAD  
ROANOKE, VA 24019

ROBERT MCNICHOLS

3333 PETERS CREEK ROAD  
ROANOKE, VA 24019

RALPH GREGORY JR.

1077 CANYON BLVD., #210  
BOULDER, CO 80302

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|             |                                          |           |   |
|-------------|------------------------------------------|-----------|---|
| FORM 990-PF | GRANT APPLICATION SUBMISSION INFORMATION | STATEMENT | 9 |
|             | PART XV, LINES 2A THROUGH 2D             |           |   |

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NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

---

DENISE WHITE - VP OPERATIONS, COORDINATED SERVICES MANAGEMENT INC.  
3333 PETERS CREEK ROAD  
ROANOKE, VA 24019

TELEPHONE NUMBER

---

540-563-4565

FORM AND CONTENT OF APPLICATIONS

---

FORM PROVIDED TO APPLICANT.

ANY SUBMISSION DEADLINES

---

NOVEMBER OF CURRENT YEAR TO BE ELIGIBLE FOR SECRET SANTA PROGRAM.

RESTRICTIONS AND LIMITATIONS ON AWARDS

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GRANTEE MUST BE BELOW FEDERAL POVERTY LEVEL STANDARDS.

The Amy Elizabeth Lauth Foundation, Inc.  
Attachment to Form 990-PF, Part II, Line10b

EIN - 54-1849835

For Year Ended December 31, 2016

|                                                   | Beginning of Year | End of Year |                   |
|---------------------------------------------------|-------------------|-------------|-------------------|
|                                                   | Book Value        | Book Value  | Fair Market Value |
| Accenture PLC Ireland - 135 shs                   | 6,580 97          | 6,580 97    | 15,812 55         |
| Alcoa Inc - 65 shs                                | 7,072 32          | 2,047 43    | 1,825 20          |
| Amazon com Inc - 28 shs                           | 5,651 11          | 5,651 11    | 20,996 36         |
| American Airlines Group Inc - 165 shs             | 4,867 49          | 4,867 49    | 7,703 85          |
| American Tower Corp - 155 shs                     | 8,093 21          | 8,093 21    | 16,380 40         |
| Amensourcebergen Corp - 145 shs                   | 6,964 45          | 6,964 45    | 11,337 55         |
| Amgen Inc - 45 shs                                | 4,223 03          | 4,223 03    | 6,579 45          |
| Anheuser Busch Inbev - 65 shs                     | 3,687 06          | 3,687 06    | 6,853 60          |
| Anthem Inc - 65 shs                               | 3,852 36          | 3,852 36    | 9,345 05          |
| Apple Inc - 86 shs                                | 932 47            | 932 47      | 9,960 52          |
| Arconic Inc - 195 shs                             | -                 | 5,024 89    | 3,615 30          |
| AT&T Inc - 198 shs                                | 6,425 82          | 6,425 82    | 8,420 94          |
| Automatic Data Processing Inc - 90 shs            | 3,641 00          | 3,641 00    | 9,250 20          |
| Baxalta International Inc - 125 shs               | 4,132 58          | -           | -                 |
| Baxter International Inc - 125 shs                | 5,091 95          | 5,091 95    | 5,542 50          |
| Berkshire Hathaway Inc - 95 shs                   | 7,058 70          | 7,058 70    | 15,483 10         |
| Brookfield Asset Management, Inc - 517 shs        | 9,595 49          | 9,595 49    | 17,066 17         |
| Brookfield Business Partners LP - 10 shs          | -                 | 213 87      | 240 60            |
| Capital One Financial Corp - 175 shs              | 8,450 02          | 8,450 02    | 15,267 00         |
| Carmax - 275 shs                                  | 6,789 29          | 6,789 29    | 17,707 25         |
| Celgene Corp - 130 shs                            | 8,734 51          | 8,734 51    | 15,047 50         |
| Chevron Corporation - 65 shs                      | 4,452 78          | 4,452 78    | 7,650 50          |
| Cisco Systems Inc - 290 shs                       | 7,372 39          | 7,372 39    | 8,763 80          |
| Citigroup Inc - 145 shs                           | 7,322 61          | 7,322 61    | 8,617 35          |
| CME Group Inc - 130 shs                           | 9,909 98          | 9,909 98    | 14,995 50         |
| Cummins Inc - 45 shs                              | 6,106 22          | 6,106 22    | 6,150 15          |
| Danaher Corporation - 155 shs                     | 5,027 21          | 3,834 29    | 12,065 20         |
| Disney Walt Company - 80 shs                      | 2,751 54          | 2,751 54    | 8,337 60          |
| Express Scripts Hldg Company - 135 shs            | 9,114 55          | 9,114 55    | 9,286 65          |
| Exxon Mobil Corp - 100 shs                        | 4,486 53          | 4,486 53    | 9,026 00          |
| Fortive Corp Com - 77 shs                         | -                 | 1,177 64    | 4,129 51          |
| General Electric Company - 245 shs                | 5,603 60          | 5,603 60    | 7,742 00          |
| General Motors Company - 230 shs                  | 4,987 64          | 4,987 64    | 8,013 20          |
| Google, Inc CL C - 11 shs                         | 2,876 12          | 2,876 12    | 8,490 02          |
| Google, Inc CL A - 11 shs                         | 2,891 34          | 2,891 34    | 8,716 95          |
| Hershey Company - 80 shs                          | 7,294 34          | 7,294 34    | 8,274 40          |
| Johnson & Johnson - 90 shs                        | 5,878 25          | 5,878 25    | 10,368 90         |
| JP Morgan Chase & Company - 125 shs               | 5,890 13          | 5,890 13    | 10,786 25         |
| Liberty Broadband Corp A - 17 shs                 | 756 58            | 756 58      | 1,231 82          |
| Liberty Broadband Corp C - 46 shs                 | 1,988 82          | 1,988 82    | 3,407 22          |
| Liberty Media Corp Del Com Ser A Braves - 7 shs   | -                 | 166 87      | 143 43            |
| Liberty Media Corp Del Com Ser A Media - 17 shs   | -                 | 335 16      | 532 95            |
| Liberty Media Corp - 70 shs                       | 2,363 96          | 1,852 07    | 2,416 40          |
| Liberty Media Corp Del Com Ser C Braves - 14 shs  | -                 | 264 54      | 288 26            |
| Liberty Media Corp Del Com Ser C Media - 35 shs   | -                 | 666 42      | 1,096 55          |
| Liberty Media Corp Del - 140 shs                  | 4,514 64          | 3,583 69    | 4,748 80          |
| Markel Corp - 22 shs                              | 6,281 05          | 6,281 05    | 19,899 00         |
| Monsanto Company - 75 shs                         | 8,122 77          | 8,122 77    | 7,890 75          |
| Nestle S A Spnsd Adr - 170 shs                    | 11,067 84         | 11,067 84   | 12,195 80         |
| Parker-Hannafin Corp - 65 shs                     | 5,762 25          | 5,762 25    | 9,100 00          |
| Pepsico, Inc - 85 shs                             | 4,879 00          | 4,879 00    | 8,893 55          |
| Powershares QQQ Tr Unit - 200 shs                 | 22,153 30         | 22,153 30   | 23,696 00         |
| Praxair, Inc - 65 shs                             | 3,393 30          | 3,393 30    | 7,617 35          |
| Qualcomm Inc - 90 shs                             | 3,697 66          | 3,697 66    | 5,868 00          |
| Schlumberger Limited - 100 shs                    | 10,488 93         | 10,488 93   | 8,395 00          |
| Shire PLC Spons ADR - 18 shs                      | -                 | 3,420 72    | 3,066 84          |
| Smucker JM Company - 90 shs                       | 7,026 52          | 7,026 52    | 11,525 40         |
| Starbucks Corp - 170 shs                          | 5,790 36          | 5,790 36    | 9,438 40          |
| United Technologies Corp - 75 shs                 | 3,167 17          | 3,167 17    | 8,221 50          |
| Valeant Pharm Intl Inc - 55 shs                   | 6,332 23          | 6,332 23    | 798 60            |
| Vanguard Star Fund - 2,085 577 shs                | 37,704 03         | 39,964 14   | 49,386 46         |
| Vanguard Total Stk Mkt Index Fund - 1,057 969 shs | 30,072 65         | 31,199 10   | 59,330 90         |
| Visa Inc - 140 shs                                | 2,719 59          | 2,719 59    | 10,922 80         |
| Wells Fargo & Co - 180 shs                        | 4,762 86          | 4,762 86    | 9,919 80          |
| Total (rounded)                                   | 386,855           | 389,718     | 645,881           |