Form **8879-TE**

IRS *e-file* Signature Authorization for a Tax Exempt Entity

OMB	Nο	1545-0047

For calendar year 2022, or fiscal year beginning

....., 2022, and ending, 20

Do not send to the IRS. Keep for your records. Go to www.irs.gov/Form8879TE for the latest information. 2022

Department of the Treasury Internal Revenue Service Name of filer

THE NETTIE L AND CHARLES L WILEY

EIN or SSN

52-1231771

Name and title of officer or person subject to tax

FOUNDATION LESLIE FRANKLIN

PRESIDENT

Part I	Type of Return and Return Information
Check the box	for the return for which you are using this Form 8879-TE and enter the applicable amount, if any, from the return. Form
8038-CP and F	form 5330 filers may enter dollars and cents. For all other forms, enter whole dollars only. If you check the box on line 1a, 2a,

3a, 4a, 5a, 6a, 7a, 8a, 9a, or 10a below, and the amount on that line for the return being filed with this form was blank, then leave line 1b, 2b, 3b, 4b, 5b, 6b, 7b, 8b, 9b, or 10b, whichever is applicable, blank (do not enter -0-). But, if you entered -0- on the return, then enter -0- on the

appli	cable line below. Do not complete mor <u>e</u>	<u>t</u> han	one line in Part I.		
1a	Form 990 check here	b	Total revenue, if any (Form 990, Part VIII, column (A), line 12)	1b	
2a	Form 990-EZ check here	」 b	Total revenue, if any (Form 990-EZ, line 9)	2b	
3a	Form 1120-POL check here	b	Total tax (Form 1120-POL, line 22)		
	Form 990-PF check here	ь	Tax based on investment income (Form 990-PF, Part V, line 5)	4b	6
	Form 8868 check here	b	Balance due (Form 8868, line 3c)		
	Form 990-T check here	b	Total tax (Form 990-T, Part III, line 4)		
	Form 4720 check here	Ь	Total tax (Form 4720, Part III, line 1)		
	Form 5227 check here	b	FMV of assets at end of tax year (Form 5227, Item D)	8b	
9a	Form 5330 check here	b	Tax due (Form 5330, Part II, line 19)	9b	
10a	Form 8038-CP check here	b	Amount of credit payment requested (Form 8038-CP, Part III, line 2	22) 10b	
Pa	art II Declaration and Sign	atur	e Authorization of Officer or Person Subject to Tax		
of er 2022 complinter acknown the of (directure 1-88 proces	electronic return and accompanying schoolete. I further declare that the amount in mediate service provider, transmitter, or elected as a considerable of the considerable of the considerable of any refund. If applicable, I authorized debit) entry to the financial institution a n, and the financial institution to debit the 8-353-4537 no later than 2 business daysessing of the electronic payment of taxes	edule Part electro ection ze the ccour entre s prices	I am an officer of the above entity or I am a person subject to, (EIN) and that I h as and statements, and, to the best of my knowledge and belief, they are I above is the amount shown on the copy of the electronic return. I construct on originator (ERO) to send the return to the IRS and to receive an of the transmission, (b) the reason for any delay in processing the returned U.S. Treasury and its designated Financial Agent to initiate an electron and indicated in the tax preparation software for payment of the federal tax by to this account. To revoke a payment, I must contact the U.S. Treasury or to the payment (settlement) date. I also authorize the financial institution deceive confidential information necessary to answer inquiries and resolves ion number (PIN) as my signature for the electronic return and, if application is the payment of the deceiver on the electronic return and, if application is the payment of the electronic return and, if application is the payment of the electronic return and, if application is the payment of the electronic return and, if application is the payment of the electronic return and, if application is the payment of the electronic return and, if application is the payment of the electronic return and it is the payment of the electronic return and it is the payment of the payment of the electronic return and it is the payment of the	nave examined a copy of the true, correct, and then to allow my from the IRS (a) an orn or refund, and (c) thic funds withdrawal was owed on this by Financial Agent at the positive in the the issues related to	
	ronic funds withdrawal.	unoat	ion number (i iiv) do iii) dignatare for the electronic retain and, ii applice	ioio, trio correctit to	
PIN:	check one box only				
[X I authorize DEHNERT, CI	LAR	ERO firm name Ent	as my si ter five numbers, but not enter all zeros	ignature
			turn. If I have indicated within this return that a copy of the return is being the IRS Fed/State program, I also authorize the aforementioned ERO to	•	
[filed return. If I have indicated within	this r	respect to the entity, I will enter my PIN as my signature on the tax year eturn that a copy of the return is being filed with a state agency(ies) regumy PIN on the return's disclosure consent screen.	ulating charities as part	
Signa	ture of officer or person subject to tax			5/10/23	
D	art III Cortification and Aut	hon	tication		

ERO's EFIN/PIN. Enter your six-digit electronic filing identification number (EFIN) followed by your five-digit self-selected PIN.

54114822480

Do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2022 electronically filed return indicated above. I confirm that I am submitting this return in accordance with the requirements of Pub. 4163, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.

05/10/23 ERO's signature _

> ERO Must Retain This Form — See Instructions Do Not Submit This Form to the IRS Unless Requested To Do So

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

OMB No. 1545-0047

Do not enter social security numbers on this form as it may be made public. Department of the Treasury Internal Revenue Service Go to www.irs.gov/Form990PF for instructions and the latest information.

Open to Public Inspection

For	calend	lar year 2022 or tax year beginning ,	and ending				
		oundation			A Empl	loyer identification numb	er
		NETTIE L AND CHARLES L WILEY					
		DATION				-1231771	
		nd street (or P.O. box number if mail is not delivered to street addre	ess) Ro	oom/suite	B Telep	phone number (see instruc	tions)
		OX 126 /n, state or province, country, and ZIP or foreign postal code					
		NGTON VA 22480			C If exe	emption application is pend	ling, check here
			rn of a former public cha	arity	D 1 F	oreign organizations, check	here
•	JIICON E	Final return Amended	•	anty			
		Address change Name cha				oreign organizations meetir 5% test, check here and at	_
	21 1 4	<u></u>					. —
H '		ype of organization: X Section 501(c)(3) exempt private				vate foundation status was on 507(b)(1)(A), check her	
Ļ			le private foundation				_
		ket value of all assets at J Accounting method:	X Cash Accr	rual		foundation is in a 60-mon r section 507(b)(1)(B), che	
		ear (from Part II, col. (c), Under (specify)			unde	3ection 307(b)(1)(b), the	ck liele
	ne 16)	\$ 10,097,871 (Part I, column (d), must					(d) Disbursements
P	art I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal	(a) Revenue and expenses per	(b) Net inv		(c) Adjusted net	for charitable
		the amounts in column (a) (see instructions).)	books	incon	ne	income	purposes (cash basis only)
	1	Contributions, gifts, grants, etc., received (attach schedule)					
	2	Check X if the foundation is not required to attach Sch. B					
	3	Interest on savings and temporary cash investments	77,495		77,495	77,495	
	4	Dividends and interest from securities	188,120	18	88,120	188,120	
	5a	Gross rents					
a	b	Net rental income or (loss)					
Ž	6a	Net gain or (loss) from sale of assets not on line 10	269,374				
Revenue	b	Gross sales price for all assets on line 6a 1,368,612					
æ	7	Capital gain net income (from Part IV, line 2)		20	69,374		
	8	Net short-term capital gain				0	
	9	Income modifications					
	10a	Gross sales less returns and allowances					
	b	Less: Cost of goods sold					
	С	Gross profit or (loss) (attach schedule)					
	11	Other income (attach schedule)					
	12	Total. Add lines 1 through 11	534,989	5.	34,989	265,615	
(0	13	Compensation of officers, directors, trustees, etc.	38,000	:	19,000		19,000
benses	14	Other employee salaries and wages					
en	15	Pension plans, employee benefits					
Exp	16a	Legal fees (attach schedule) SEE STMT 1	105		105		
	b	Accounting fees (attach schedule) STMT 2	3,724		1,862		1,862
Ę.	С	Other professional fees (attach schedule)					
Ę	17	Interest					
JiS.	18	Taxes (attach schedule) (see instructions) STMT 3	24,733	:	12,918		
를	19	Depreciation (attach schedule) and depletion STMT 4					
and Administrative	20	Occupancy	1,800				1,800
ס	21	Travel, conferences, and meetings					
au	22	Printing and publications Other expenses (att. sch.) STMT 5					
β	23		60,681		58,550		1,825
atir	24	Total operating and administrative expenses.					• • • • •
Operating		Add lines 13 through 23	129,043		92,435	0	24,487
Q	25	Contributions, gifts, grants paid	402,491		00 405		402,491
	26	Total expenses and disbursements. Add lines 24 and 25	531,534		92,435	0	426,978
	27	Subtract line 26 from line 12:	3 455				
	a	Excess of revenue over expenses and disbursements	3,455		12 FF4		
	b	Net investment income (if negative, enter -0-)		4	42,554	26F 61F	
	С	Adjusted net income (if negative, enter -0-)				265,615	

Balance Sheets Aeached schedules and ancurate in the description column Cash - monitorists bloading 23,930 1,323 1,327 189,770 199,680 199,6	<u>F0</u>	iiii 990	-PF (2022) THE NETTIE II AND CHARLES II WILLET	<u> </u>		Page Z
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Piedges receivable Less: allowance for doubtful accounts		3				
Less: allowance for doubtful accounts 6 Receivables due from officers, directors, mustees, and other disqualified persons (attach schedule) (see instructions) 7 Other nots and loss societate (all schools) SEE WRK 1,500 Less: allowance for doubtful accounts 0 1,500 1,500 1,500 1,500 1,500 1,500 1 inventions for sale or use 9 Prepaid expenses and deferred charges 1 inventions compared expenses and deferred charges 1 inventions – corporate stock (attach schedule) SEE STMT 6 4,136,870 3,733,409 7,106,878 1 inventions— corporate stock (attach schedule) SEE STMT 7 2,270,200 2,750,389 2,668,289 11 investments – corporate stock (attach schedule) SEE STMT 7 2,270,200 2,750,389 2,668,289 11 investments— only related schedule) 12 investments— only related schedule) 13 investments— only related schedule) 14 Land buildings, and equipment basis 15 Other assets (describe SEE STATEMENT 9) 31,477 52,681 52,681 16 Total assets to be completed by all filers— see the instructions Also, see pegap 1, item 1) 6,789,855 6,793,310 17 Accounts payable and accrued expenses 18 Grants payable 19 Prepaid and accrued expenses 10 Deferred revenus 20 Leans from officers, directors, frustees, and other disqualified persons 10 Montpays and other ricks payable (attach schedule) 21 Contract solutions (describe schedule) 22 Other assets with donor restrictions 5 Foundations that of lottle ARSA SC 958, check here and complete lines 24, 25, 29, and 30. 28 Retained earnings, accumulated income, endowment, or other funds 29 Paids-in or capital surplus, or lend, bldg, and equipment fund 20 Paids builtilities and estatestfund balances (see instructions) 1 Total net assets or fund balances (see instructions) 20 Total liabilities and estatestfund balances (see instructions) 30 Total liabilities and estatestfund balances (see instructions) 4 6,789,855 6,793,310 21 Total reasests or fund balances as beginning of year — Part II, column (a), line 29 (must agree with endod-year figure reporate on prov year's return) 21 Column						
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Less accumulated depreciation (attach sch.) STMT 8 13,188 64,238 64,238 77,426		12	Investments – mortgage loans			
Less accumulated depreciation (attach sch.) STMT 8 13,188 64,238 64,238 77,426			Investments – other (attach schedule)			
Total results (describe SEE STATEMENT 9) 31,477 52,681 52,681 52,681 16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, ltem l) 6,789,855 6,793,310 10,097,871 17 Accounts payable and accrued expenses 18 Grants payable and accrued expenses 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Under liabilities (describe 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Control liabilities (describe 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Control liabilities (describe 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Control liabilities (describe 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Control liabilities (describe 20 Loans from officers, directors, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Control liabilities (describe 20 Loans from officers, directors, and other disqualified persons 21 Notes assets with donor restrictions 22 Net assets with donor restrictions 23 Control liabilities and not follow FASB ASC 958, check here and complete lines 26 through 30. 26 Capital stock, trust principal, or current funds 27 Paid-in or capital surplus, or land, bldg, and equipment fund 28 Restance armings, accumulated income, endowment, or other funds 29 Total liabilities and net assets fund balances (see instructions) 6,789,855 6,793,310 Notes instructions) 6,789,855 6,793,310 Notes instructions 20 Total net assets or fund balances at beginning of year – Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return) 1 6,789,855 Control net assets or fund balances at end of year (li		14	Land, buildings, and equipment: basis 77,426			
Total results (describe SEE STATEMENT 9) 31,477 52,681 52,681 52,681 16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, ltem l) 6,789,855 6,793,310 10,097,871 17 Accounts payable and accrued expenses 18 Grants payable and accrued expenses 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Under liabilities (describe 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Control liabilities (describe 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Control liabilities (describe 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Control liabilities (describe 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Control liabilities (describe 20 Loans from officers, directors, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Control liabilities (describe 20 Loans from officers, directors, and other disqualified persons 21 Notes assets with donor restrictions 22 Net assets with donor restrictions 23 Control liabilities and not follow FASB ASC 958, check here and complete lines 26 through 30. 26 Capital stock, trust principal, or current funds 27 Paid-in or capital surplus, or land, bldg, and equipment fund 28 Restance armings, accumulated income, endowment, or other funds 29 Total liabilities and net assets fund balances (see instructions) 6,789,855 6,793,310 Notes instructions) 6,789,855 6,793,310 Notes instructions 20 Total net assets or fund balances at beginning of year – Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return) 1 6,789,855 Control net assets or fund balances at end of year (li			Less: accumulated depreciation (attach sch.) STMT 8 13,188			
17 Accounts payable and accrued expenses		15	Other assets (describe SEE STATEMENT 9)	31,477	52,681	52,681
17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Other liabilities (describe 23 Total liabilities (act dines 17 through 22) 24 Net assets without donor restrictions 25 Net assets with donor restrictions 26 Capital stock, trust principal, or current funds 27 Paid-in or capital surplus, or land, bldg., and equipment fund 28 Retained earnings, accumulated income, endowment, or other funds 29 Total net assets or fund balances (see instructions) 30 Total liabilities and net assets/fund balances (see instructions) 4 Analysis of Changes in Net Assets or Fund Balances 5 Enter amount from Part I, line 27a 5 Other increases not included in line 2 (itemize) 6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 29 6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 29 6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 29 6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 29 6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part III, column (b), line 29 7 Part III assets or fund balances at end of year (line 4 minus line 5) – Part III, column (b), line 29 7 Part III assets or fund balances at end of year (line 4 minus line 5) – Part III, column (b), line 29 8 Part III assets or fund balances at end of year (line 4 minus line 5) – Part III, column (b), line 29 8 Part III assets or fund balances at end of year (line 4 minus line 5) – Part III, column (b), line 29 8 Part III assets or fund balances at end of year (line 4 minus line 5) – Part III, column (b), line 29 8 Part III assets or fund balances at end of year (line 4 minus line 5) – Part III, column (b), line 29 8 Part III assets or fund balances at end of year (line 4 minus line 5) – Part III		16	Total assets (to be completed by all filers – see the			
The state of the s	\perp			6,789,855	6,793,310	10,097,871
19 Deferred revenue 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Other liabilities (describe 23 Total liabilities (add lines 17 through 22) 24 Net assets without donor restrictions 25 Net assets with donor restrictions 26 Capital stock, trust principal, or current funds 27 Paid-in or capital surplus, or land, bldg., and equipment fund 28 Retained earnings, accumulated income, endowment, or other funds 29 Total net assets or fund balances (see instructions) 30 Total liabilities and net assets/fund balances (see instructions) 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 29 (must agree with end-of-year figure reported on prior year's return) 29 Enter amount from Part I, line 27a 30 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 Total net assets or fund balances at end of year (line 4 minus line 5) – Part III, column (b), line 29 6 6 6,793,310		17	Accounts payable and accrued expenses			
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Forn	n 990-PF (2022) THE NET	TIE L AND CHARLES L	MTTEX	2Z-1Z31//1			Page 3
Pa	art IV Capital Gains a	nd Losses for Tax on Investme	ent Income				
	(a) List and describe th 2-story brick ware	e kind(s) of property sold (for example, real es house; or common stock, 200 shs. MLC Co.)	state,	(b) How acquired P – Purchase D – Donation		eate acquired o., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLIC SECURITY	SALES		P	12/	/31/20	12/31/22
b						•	
С							
d							
е							
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	107	r other basis ense of sale		٠,	or (loss)) minus (g))
a	1,368,612			1,099,238			269,374
b							
С							
d							
e							
	Complete only for assets showing	gain in column (h) and owned by the fou	indation on 12/31/69.			(I) Gains (Col	(h) gain minus
	(1) 51.01	(j) Adjusted basis	(k) Exces	ss of col. (i)	(less than -0-) or
	(i) FMV as of 12/31/69	as of 12/31/69	, ,	I. (j), if any		Losses (fr	om col. (h))
a							269,374
b							•
С							
d							
e							
3	, , ,	If (loss), enter -0- in If (loss), enter -0- in If (loss), and (6):	Part I, line 7		2		269,374
	If gain, also enter in Part I, line 8,	column (c). See instructions. If (loss), en	ter -0- in				
				10(1)	3		
_Pa	art V Excise Tax Bas	ed on Investment Income (Sec	tion 4940(a), 49	940(b), or 4948—	see ii	nstruction	s)
1a		escribed in section 4940(d)(2), check he		ter "N/A" on line 1.	┐		
	Date of ruling or determination l	etter: (attach cop	by of letter if neces	sary—see instruction	ns) }	. 1	6,152
b		enter 1.39% (0.0139) of line 27b. Exempt	0 0		[
		?, col. (b)					_
2	Tax under section 511 (domesti	c section 4947(a)(1) trusts and taxable for	oundations only; othe	rs, enter -0-)		2	0
3	Add lines 1 and 2					3	6,152
4		ic section 4947(a)(1) trusts and taxable f		ers, enter -0-)		4	0
5	Tax based on investment inc	ome. Subtract line 4 from line 3. If zero of	r less, enter -0-			5	6,152
6	Credits/Payments:			1			
а		nd 2021 overpayment credited to 2022		a			
b	Exempt foreign organizations -	tax withheld at source	6	b			
С	Tax paid with application for ext	ension of time to file (Form 8868)	6	С			
d	Backup withholding erroneously			d			
7	Total credits and payments. Add	d lines 6a through 6d	 			7	
8	Enter any penalty for underpay	ment of estimated tax. Check here	if Form 2220 is attac	ched		8	285
9		nd 8 is more than line 7, enter amount o	wed			9	6,437
10	Overpayment. If line 7 is more	than the total of lines 5 and 8, enter the	amount overpaid			10	
11		e: Credited to 2023 estimated tax		Refunded		11	

Pa	rt VI-A Statements Regarding Activities			
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it		Yes	No
	participate or intervene in any political campaign?	1a		X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the			
	instructions for the definition	1b		_X_
	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.			
С	Did the foundation file Form 1120-POL for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:			
	(1) On the foundation. \$ (2) On foundation managers. \$			
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed			
	on foundation managers. \$			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		_X_
	If "Yes," attach a detailed description of the activities.			
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? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		_X_
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:			
	● By language in the governing instrument, or			
	• By state legislation that effectively amends the governing instrument so that no mandatory directions that			
	conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV	7	Х	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions.			
	VA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General	-	v	
_	(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 2022 or the tax year beginning in 2022? See instructions for Part XIII. If "Yes,"			х
40	complete Part XIII Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their	9		
10	names and addresses	10		х
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the	10		
• •	meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions	11		х
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified			
-	person had advisory privileges? If "Voe." attach atatement. Coe instructions	12		x
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	х	
	Website address WWW.WILEYFDN.ORG			
14	The books are in care of THE FOUNDATION Telephone no. 804-4	38-	5656	5
	P. O. BOX 126			
	Located at IRVINGTON VA ZIP+4 22480			
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			
16	At any time during calendar year 2022, did the foundation have an interest in or a signature or other authority		Yes	No
	over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of			
	the foreign country			

_Pa	art VI-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?			X
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified	1a(1)		
	person?	1a(2)		X
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)		X
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)		X
	(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)?	1a(5)		X
	(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.)	1a(6)		X
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 N/A	1b		
С	Organizations relying on a current notice regarding disaster assistance, check here			
d	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 2022? N/A	1d		
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)):			
а	At the end of tax year 2022, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for			
	tax year(s) beginning before 2022?	2a		X
	If "Yes," list the years 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2)			
	(relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to			
	all years listed, answer "No" and attach statement – see instructions.) N/A	2b		
С	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.			
	20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
	during the year?	3a		X
b	If "Yes," did it have excess business holdings in 2022 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 Form 4720, Schedule C, to determine if the			
	foundation had excess business holdings in 2022.) N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable			
	purposes?	4a		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 2022?	4b		X

Pa	rt VI-B Statements Regarding Activities for Which Form	1720 May Be R	equired (conti	nued)			- <u>J</u>
5a	During the year did the foundation pay or incur any amount to:	_				Yes	No
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 49	45(e))?			5a(1)		Х
	(2) Influence the outcome of any specific public election (see section 4955); or to						
	indirectly, any voter registration drive?				5a(2)		X
	(3) Provide a grant to an individual for travel, study, or other similar purposes?				5a(3)		Х
	(4) Provide a grant to an organization other than a charitable, etc., organization d						
	(4)(A)? See instructions				5a(4)		X
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or experience of the control of the contro						
	the prevention of cruelty to children or animals?				5a(5)		X
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under	the exceptions desc	cribed				
	in Regulations section 53.4945 or in a current notice regarding disaster assistance	? See instructions		N/A	5b		
С	Organizations relying on a current notice regarding disaster assistance, check her						
d	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from						
	maintained expenditure responsibility for the grant?			N/A	5d		
	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 pers	sonal				
	benefit contract?				6a		X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal control of the foundation of the year, pay premiums, directly or indirectly, on a personal control of the foundation of the year, pay premiums, directly or indirectly, on a personal control of the year, pay premiums, directly or indirectly, on a personal control of the year, pay premiums, directly or indirectly, on a personal control of the year, pay premiums, directly or indirectly, on a personal control of the year, pay premiums, directly or indirectly, on a personal control of the year, pay premiums, directly or indirectly, on a personal control of the year, pay premiums, directly or indirectly, on a personal control of the year, pay premiums, directly or indirectly, on a personal control of the year, pay premiums, directly or indirectly, on a personal control of the year, pay premiums, directly or indirectly, and the year, pay premiums are the year.	onal benefit contract	?		6b		Х
	If "Yes" to 6b, file Form 8870.						
7a	At any time during the tax year, was the foundation a party to a prohibited tax shell	ter transaction?			7a		X
b	If "Yes," did the foundation receive any proceeds or have any net income attributal				7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,00						
	excess parachute payment(s) during the year?				8		X
Pa	irt VII Information About Officers, Directors, Trustees, Fo				es,		
	and Contractors						
1 L	ist all officers, directors, trustees, and foundation managers and their comp	ensation. See inst	ructions.				
	(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		pense ad er allowar	
SE	E STATEMENT 10						
2	Compensation of five highest-paid employees (other than those included or	line 1 – see instr	uctions). 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		pense ad er allowai	
NO	NE						
Total	number of other employees paid over \$50,000	•	•	•			0

Part VII Information About Officers, Directors, Trustees, Foundation Managers		Page
and Contractors (continued)		
3 Five highest-paid independent contractors for professional services. See instructions. If	none, enter "NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		
Part VIII-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as torganizations and other beneficiaries served, conferences convened, research papers produced, etc.	he number of	Expenses
1 N/A		
2		
·		
3		
4		
*		
Part VIII-B Summary of Program-Related Investments (see instructions)		
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
1 N/A		
2		
All other program-related investments. See instructions. 3		
3		

Total. Add lines 1 through 3 ...

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, Part IX see instructions.) Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: Average monthly fair market value of securities 10,545,072 1a Average of monthly cash balances 239,084 1b Fair market value of all other assets (see instructions) 113,661 С 1c Total (add lines 1a, b, and c) 10,897,817 1d Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) <u>1e</u> Acquisition indebtedness applicable to line 1 assets 2 2 10,897,817 3 3 Subtract line 2 from line 1d Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see 163,467 10,734,350 5 Net value of noncharitable-use assets. Subtract line 4 from line 3 5 536,718 Minimum investment return. Enter 5% (0.05) of line 5. 6 Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations Part X and certain foreign organizations, check here | and do not complete this part.) 536,718 Minimum investment return from Part IX, line 6 Tax on investment income for 2022 from Part V, line 5 6,152 2a 2a Add lines 2a and 2b 2c 6,152 С Distributable amount before adjustments. Subtract line 2c from line 1 530,566 3 3 Recoveries of amounts treated as qualifying distributions 4 4 530,566 5 Add lines 3 and 4 5 Deduction from distributable amount (see instructions) 6 6 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, 530,566 7 line 1. Part XI Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 426,978 1a Program-related investments – total from Part VIII-B b 1b 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., 3 Amounts set aside for specific charitable projects that satisfy the: Suitability test (prior IRS approval required) 3a Cash distribution test (attach the required schedule) 3b b 426,978 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part XII, line 4 ...

Pa	rt XII Undistributed Income (see instructions)				<u> </u>
	·	(a)	(b)	(c)	(d)
		Corpus	Years prior to 2021	2021	2022
1	Distributable amount for 2022 from Part X, line 7				530,566
2	Undistributed income, if any, as of the end of 2022:				
а	Enter amount for 2021 only			44,371	
b	Total for prior years: 20 , 20 , 20				
3	Excess distributions carryover, if any, to 2022:				
а	From 2017	-			
b	From 2018	-			
С	From 2019	-			
d	From 2020	_			
е	From 2021				
	Total of lines 3a through e				
4	Qualifying distributions for 2022 from Part XI,				
	line 4: \$ 426,978			44 251	
	Applied to 2021, but not more than line 2a			44,371	
b	Applied to undistributed income of prior years				
	(Election required – see instructions)				
С	Treated as distributions out of corpus (Election				
	required – see instructions)				302 607
	Applied to 2022 distributable amount				382,607
	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2022				
	(If an amount appears in column (d), the same amount must be shown in column (a).)				
6	Enter the net total of each column as				
U	indicated below:				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
	Prior years' undistributed income. Subtract				
	line 4b from line 2b				
С	Enter the amount of prior years' undistributed				
	income for which a notice of deficiency has				
	been issued, or on which the section 4942(a)				
	tax has been previously assessed				
d	Subtract line 6c from line 6b. Taxable				
	amount – see instructions				
е	Undistributed income for 2021. Subtract line				
	4a from line 2a. Taxable amount – see				
	instructions				
f	Undistributed income for 2022. Subtract lines				
	4d and 5 from line 1. This amount must be				
	distributed in 2023				147,959
7	Amounts treated as distributions out of corpus				
	to satisfy requirements imposed by section				
	170(b)(1)(F) or 4942(g)(3) (Election may be				
	required—see instructions)				
8	Excess distributions carryover from 2017 not				
	applied on line 5 or line 7 (see instructions)				
9	Excess distributions carryover to 2023.				
	Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9:				
а	Excess from 2018	-			
b	Excess from 2019	-			
С	Excess from 2020	-			
d	Excess from 2021	-			
е	Excess from 2022				

Pa	rt XIII Private Operating Fou	ndations (see ins	structions and Par	t VI-A, question 9)		
1a	If the foundation has received a ruling or d	etermination letter that	it is a private operation	g		
	foundation, and the ruling is effective for 20)22, enter the date of t	the ruling			
b	Check box to indicate whether the foundation	on is a private operati	ng foundation describe	ed in section 49	42(j)(3) or 494	2(j)(5)
2a	Enter the lesser of the adjusted net	Tax year		Prior 3 years		(e) Total
	income from Part I or the minimum	(a) 2022	(b) 2021	(c) 2020	(d) 2019	(0)
	investment return from Part IX for					
	each year listed					
b	85% (0.85) of line 2a					
С	Qualifying distributions from Part XI,					
	line 4, for each year listed					
d	Amounts included in line 2c not used directly					
	for active conduct of exempt activities					
е	Qualifying distributions made directly					
	for active conduct of exempt activities.					
	Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the					
	alternative test relied upon:					
а	"Assets" alternative test – enter:					
	(1) Value of all assets					
	(2) Value of assets qualifying under					
	section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test – enter 2/3					
	of minimum investment return shown in					
•	Part IX, line 6, for each year listed Support" alternative test – enter:					
С	(1) Total support other than gross					
	investment income (interest,					
	dividends, rents, payments on					
	securities loans (section					
	512(a)(5)), or royalties)					
	(2) Support from general public					
	and 5 or more exempt organizations as provided in					
	section 4942(j)(3)(B)(iii)					
	(3) Largest amount of support from					
	an exempt organization					
	(4) Gross investment income					
Pa	rt XIV Supplementary Informa			the foundation had	l \$5,000 or more	in assets at
	any time during the ye		tions.)			
1	Information Regarding Foundation Mar	_				
а	List any managers of the foundation who h			•	ne foundation	
	before the close of any tax year (but only if \mathbf{N}/\mathbf{A}	tney have contributed	more than \$5,000). (3	See section $507(a)(2)$.)		
b	List any managers of the foundation v	who own 10% or me	ore of the stock of a	corporation (or an eq	ually large portion (of the
b	ownership of a partnership or other entity)				daily large portion (or trie
	N/A	of which the loundation	irrias a 1070 or greate	i interest.		
2	Information Regarding Contribution, Gr	ant. Gift. Loan. Scho	olarship. etc Progra	ms:		
	Check here if the foundation only makes contributions to preselected charitable organizations and does not accept					
	unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions,					
	complete items 2a, b, c, and d. See instruc	ctions.		•		
а	The name, address, and telephone numbe		the person to whom ap	oplications should be add	ressed:	
	THE FOUNDATION 804-4					
	PO BOX 126 IRVINGTON	VA 22480				
b	The form in which applications should be s SEE WEBSITE	ubmitted and informati	ion and materials they	should include:		
С	Any submission deadlines:					
٦	SEE WEBSITE Any restrictions or limitations on awards, so	uch as by goographics	al areas charitable field	de kinde of institutions of	r other	
d	factors:	Jon as by geographica	ii aicas, Giaillable IIEI	as, niius oi ilisillullolis, C	o Juici	

SEE WEBSITE

Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Purpose of grant or show any relationship to status of Amount any foundation manager contribution recipient Name and address (home or business) or substantial contributor Paid during the year BETHEL UNITED METHODIST CHURCH P. O. BOX 118 NONE 501(C)3 LIVELY VA 22507 PRESCHOOL 20,000 BOYS & GIRLS CLUB OF THE NN P. O. BOX 564 501(C)3 NONE KILMARNOCK VA 22482 EDUCATION CHILDREN'S 20,000 BRIDGEWATER 402 COLLEGE ST NONE 501(C)3 BRIDGEWATER VA 22812 SCHOLARSHIPS 4,000 CHESAPEAKE ACADEMY P. O. BOX 8 NONE 501(C)3 **IRVINGTON VA 22480** CHILDREN'S **PROGRAMS** 13,000 CHRISTOPHER NEWPORT UNIVERSITY 1 AVENUE OF THE ARTS 501(C)3 NONE NEWPORT NEWS VA 23606 SCHOLARSHIP 3,000 COLLEGE OF WILLIAM AND MARY P.O. BOX 8795 NONE 501(C)3 WILLIAMSBURG VA 23287 SCHOLARSHIP 1,500 HEALTHY HARVEST FOOD BANK P. O. BOX 735 NONE 501(C)3 WARSAW VA 22572 CHILDREN'S HEALTH 22,500 JAMES MADISON UNIVERSITY 738 S MASON ST., MSC 3516 NONE 501(C)3 HARRISONBURG VA 22807 SCHOLARSHIPS 4,000 KIWANIS KIDS P. O. BOX 2073 NONE 501(C)3 KILMARNOCK VA 22482 CHILDREN'S **PROGRAMS** 1,000 LANCASTER COMMUNITY LIBRARY P. O. BOX 850 NONE 501(C)3 KILMARNOCK VA 22482 CHILDREN'S PROGRAMS 6,000 Total 402,491 3a **b** Approved for future payment N/A Total 3b

Р		Analysis of Income-Producing Acti	vities				
	art XV-A		1				
Ent	er gross amo	ounts unless otherwise indicated.	Unrelated	d business income	Excluded	by section 512, 513, or 514	(e)
1	Program ser	rvice revenue:	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions.)
1	•				+ +	+	
					+ +		
		-			+ +		
					+ +	+	
					+ +		
	e f				+ +		
		nd contracts from government agencies			+ +	+	
2					+ +		
		dues and assessments savings and temporary cash investments			14	77,495	
					14	188,120	
					+	100,120	
3		come or (loss) from real estate:					
	a Debt-fina	anced property			+ +		
6	b Not deb	t-financed property			+ +		
		come or (loss) from personal property			+ +	+	
					18	269,374	
		s) from sales of assets other than inventory			+ 10	209,374	
9 40	Crass profit	or (loss) from special events			+ +		
	Other reven	or (loss) from sales of inventory			+ +		
' '					+ +		
		-			+ +		
		-			+ +		
					+ +		
	е					524 000	
12	Subtotal Ad	d columns (b) (d) and (a)		()	5 4 A G S G I	
12	Subtotal. Add	d columns (b), (d), and (e)			0	534,989	534 986
13	Total. Add li	ine 12, columns (b), (d), and (e)					534,989
13 (Se	Total. Add li	ine 12, columns (b), (d), and (e)				13	
13 (Se P	Total. Add li worksheet art XV-B	ine 12, columns (b), (d), and (e)	complishme	nt of Exempt P	urposes	13	534,989
13 (Se P	Total. Add li	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,989
13 (Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e)	complishme	ent of Exempt P	urposes	13	534,989
13 Se P	Total. Add li worksheet art XV-B	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,989
13 Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,98
13 Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,98
13 (Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,989
13 (Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,989
13 (Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,989
Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,98
13 Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,98
13 Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,98
13 Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,98
13 Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,989
13 Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,989
13 Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,98
Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,98
Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,98
Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,98
13 Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,989
13 (Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,989
13 (Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,989
13 (Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,989
Se P	Total. Add li worksheet art XV-B ine No.	ine 12, columns (b), (d), and (e) in line 13 instructions to verify calculations.) Relationship of Activities to the Ac Explain below how each activity for which income is	complishme	ent of Exempt P	urposes	13	534,989

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

		Organizations										
1	Did the orga	nization directly or indire	ectly engage	in any of the follow	ving with	any other	organization des	scribed			Yes	No
	in section 50	01(c) (other than section	n 501(c)(3) o	rganizations) or in s	section 52	27, relating	g to political					
	organizations											
а	Transfers fro	om the reporting founda	tion to a nor	ncharitable exempt	organizat	ion of:						
				•	-					1a(1)		Х
												<u> </u>
h	Other transa	ssets										
			hle evernt 1	organization						1b(1)		X
	(1) Sales Ol (2) Durches	assets to a noncharita	ncharitable a	organization						10(1)		X
	(2) Puichas	es of assets from a no	nonaniable e	xempi organization						1b(2)		_ <u>x</u>
	(3) Kental C	of facilities, equipment, o	orner asse	as						1b(3)		<u>x</u>
	(4) Reimbur	rsement arrangements								1b(4)		
	(5) Loans o	r loan guarantees								1b(5)		_X_
	(6) Performa	ance of services or me	mbership or	fundraising solicitat	tions					1b(6)		_ <u>X</u> _
		acilities, equipment, mai								1c		<u>X</u>
d	If the answe	r to any of the above is	"Yes," comp	plete the following so	chedule.	Column (k) should always	show the fair m	arket			
,	value of the	goods, other assets, or	services giv	en by the reporting	foundation	on. If the f	oundation receiv	ed less than fai	r market			
	value in any	transaction or sharing	arrangement	, show in column (c	d) the val	ue of the	goods, other ass	ets, or services	received.			
(a) Line no.	(b) Amount involved	(c) Nam	ne of noncharitable exemp	ot organization	on	(d) Desci	iption of transfers, tra	ansactions, and sharin	g arrangemer	nts	
N/A												
		ation directly or indirectl										_
	described in	section 501(c) (other th	nan section 5	501(c)(3)) or in secti	ion 527?					. TY	es X	No
		nplete the following sch										
	(a) Name of organization		(b) Type of o	organization			(c) Descrip	tion of relationship			
N	/A											
	Under per	nalties of perjury, I declare tha	t I have examine	ed this return, including a	accompanyi	ng schedules	s and statements, an	d to the best of my	knowledge and belief	it is true,		
		nd complete. Declaration of pr								discuss this re	eturn	
Sian									,	arer show <u>n b</u> e		_ 1
Sign									See instruction		Yes	No
lere					1			ed to me				
	<u> </u>					<u> </u>		RESIDENT			_	
	Signature of	of officer or trustee				Date	Title		1		ı	
	Print/Typ	oe preparer's name			Preparer's	s signature			Dat	е	Check	if
)aid											self-emp	ployed
Paid	C DW	IGHT CLARKE										
Prepa	Firm's n	ame DEHNE	RT, CI	ARKE & CO)., P	.c.			PTIN P	00188	399	
Jse C	Firm's a	nddress P.O.	BOX 42	20					Firm's EIN 2	0-121	2674	4
			GTON,	VA 22480	<u> </u>					04-43	8-56	656

Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Purpose of grant or show any relationship to status of Amount any foundation manager contribution recipient Name and address (home or business) or substantial contributor Paid during the year RAPPAHANNOCK ART LEAGUE 19 N MAIN ST NONE 501(C)3 KILMARNOCK VA 22482 CHILDRES'S **PROGRAMS** 6,500 LANCASTER COUNTY VA EDUCATION FDN. P. O. BOX 928 NONE 501(C)3 KILMARNOCK VA 22482 EDUCATION 67,000 LANCASTER VIRGINIA HIST. SOCIETY P. O. BOX 97 NONE 501(C)3 LANCASTER VA 22503 CHILDREN'S **PROGRAMS** 10,000 NATIONAL CHILD SAFETY COUNCIL 8293 MARY BALL ROAD NONE 501(C)3 LANCASTER VA 22503 CHILDREN'S **PROGRAMS** 500 NORTHERN NECK FAMILY YMCA 39 WILLIAM B. GRAHAM COUR NONE 501(C)3 KILMARNOCK VA 22482 CHILDREN'S **PROGRAMS** 86,500 NORTHERN NECK FREE HEALTH CLINIC P. O. BOX 1694 NONE 501(C)3 KILMARNOCK VA 22482 **HEALTH** 50,000 RADFORD UNIVERSITY P.O. BOX 6922 NONE 501(C)3 RADFORD VA 24142 SCHOLARSHIPS 4,500 RAPPAHANNOCK COMMUNITY COLLEGE 12745 COLLEGE DR NONE 501(C)3 SALUDA VA 23149 SCHOLARSHIP 2,223 REEDVILLE FISHERMANS MUSEUM 504 MAIN ST NONE 501(C)3 REEDVILLE VA 22539 CHILDREN'S **PROGRAMS** 4,000 SAFE LOVE MENTORING P.O. BOX 1263 NONE 501(C)3 KILMARNOCK VA 22482 CHILDREN'S HEALTH 3,000 Total 3a **b** Approved for future payment N/A 3b Total

Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Purpose of grant or show any relationship to status of Amount any foundation manager contribution recipient Name and address (home or business) or substantial contributor Paid during the year STEAMBOAT ERA MUSEUM P. O. BOX 132 NONE 501(C)3 **IRVINGTON VA 22480** CHILDREN'S **PROGRAMS** 20,000 THREE RIVERS HEALTHY FAMILIES P. O. BOX 40 NONE 501(C)3 SALUDA VA 23149 CHILDREN'S HEALTH 20,000 UNIVERSITY OF VIRGINIA P.O. BOX 400204 NONE 501(C)3 CHARLOTTESVILLE VA 22904 SCHOLARSHIP 3,184 SOUTHSIDE COLLEGE OF HEALTH SERVICE 430 CLAIRMOUNT CT #200 NONE 501(C)3 SCHOLARSHIPS COLONIAL HEIGHTS VA 23834 3,500 OLD DOMINION UNIVERSITY 5115 HAMPTON BLVD NONE 501(C)3 NORFOLK VA 23529 SCHOLARSHIPS 8,584 LIBERTY UNIVERSITY 1971 UNIVERSITY BLVD NONE 501(C)3 LYNCHBURG VA 24515 SCHOLARSHIPS 14,000 NC STATE UNIVERSITY 1601 E MARKET ST NONE 501(C)3 GREENSBORO NC 27411 SCHOLARSHIPS 1,000 J SARGENT REYNOLDS COMM COLLEGE 1651 E PARHAM RD NONE 501(C)3 RICHMOND VA 23228 SCHOLARSHIPS 1,500 NORFOLK STATE UNIVERSITY 501(C)3 700 PARK AVE NONE NORFOLK VA 23504 SCHOLARSHIPS 1,500 Total 3a Approved for future payment N/A Total 3b

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Statement 1 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total		Net _Investment		Adjusted Net		Charitable Purpose	
LEGAL FEES	\$	105	\$	105	\$		\$	
TOTAL	\$	105	\$	105	\$	0	\$	0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	 Total	_Inv	Net /estment	usted Net	_	haritable Purpose
ACCOUNTING	\$ 3,724	\$	1,862	\$ 	\$	1,862
TOTAL	\$ 3,724	\$	1,862	\$ 0	\$	1,862

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	 Total		Net vestment	Adjusted Net		Charitable Purpose	
REAL ESTATE TAXES FOREIGN DIVIDEND TAX 990-PF TAX	\$ 1,158 11,760 11,815	\$	1,158 11,760	\$		\$	
TOTAL	\$ 24,733	\$	12,918	\$	0	\$	0

Statement 4 - Form 990-PF, Part I, Line 19 - Depreciation

	Description						
Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life_	Current Year Depreciation	Net Investment Income	Adjusted Net Income
WEB DESIGN 1/31/07 \$ COPIER & MONITOR	10,232	10,232		3 \$		\$	\$
6/30/07	1,155	1,155	S/L	5			

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Statement 4 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

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Desc	rın	tion	
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Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life_	Current Year Depreciation	Net Investment Income	Adjusted Net Income
COMPUTER UPGRADE 11/09/07 \$ LAPTOP	528	5 528	S/L	5 \$	3	\$	\$
7/08/14	1,273	1,273	S/L	5			
TOTAL \$	13,188	13,188		Ş	0	\$0	\$0

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total		Net Investment	Adjusted Net	haritable Purpose
	\$	\$		\$	\$
EXPENSES					
DUES		25			25
INVESTMENT & ADVISORY FEE	58,	550	58,550		
POSTAGE		148			148
WEB SITE EXPENSE	1,	259			1,259
OFFICE		393			393
MISCELLANEOUS		306			
TOTAL	\$ 60,	681 \$	58,550	\$ 0	\$ 1,825

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CORPORATE STOCK & EQUITIES	\$ 4,136,870	\$ 3,733,409	COST	\$ 7,106,878
TOTAL	\$ 4,136,870	\$ 3,733,409		\$ 7,106,878

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Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CORPORATE BONDS	\$ 2,270,200	\$ 2,750,389	COST	\$ 2,668,289
TOTAL	\$ 2,270,200	\$ 2,750,389		\$ 2,668,289

Statement 8 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	Co	End ost / Basis_	Accumulated preciation	 Net FMV
COMPUTER EQUIPMENT AND WEBSITE LAND	\$ 64,238	\$	13,188 64,238	\$ 13,188	\$ 13,188 64,238
TOTAL	\$ 64,238	\$	77,426	\$ 13,188	\$ 77,426

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Statement 9 - Form 990-PF, Part II, Line 15 - Other Assets

Description		Beginning of Year		End of Year		Fair Market Value	
ESTATE PERSONAL PROPERTY FOR SALE EDUCATION LOAN RECEIVABLE	\$	3,960 27,517	\$	3,960 48,721	\$	3,960 48,721	
TOTAL	\$	31,477	\$	52,681	\$	52,681	

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Statement 10 - Form 990-PF, Part VII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average _Hours_	Compensation	Benefits	Expenses
CATHARINE B MOORE PO BOX 126 IRVINGTON VA 22480	SECRETARY	2.00	7,600	0	0
GLORIA C CONLEY PO BOX 126 IRVINGTON VA 22480	VICE PRES.	2.00	7,600	0	0
WILLIAM B HUBBARD 439 BEACH RD IRVINGTON VA 22480	TREASURER	2.00	7,600	0	0
LESLIE FRANKLIN PO BOX 126 IRVINGTION VA 22480	PRESIDENT	2.00	7,600	0	0
PHILLIP WILLIAMS PO BOX 126 IRVINGTON VA 22480	HISTORIAN	2.00	7,600	0	0

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	Form 990-PF, Part XIV, Line 2b - Application Format and Required Contents						
		Description					
SEE	WEBSITE						
		Form 990-PF, Part XIV, Line 2c - Submission Deadlines					
		Description					
SEE	WEBSITE						
		Form 990-PF, Part XIV, Line 2d - Award Restrictions or Limitations					
		Description					
SEE	WEBSITE						