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

2008

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2008, or tax year beginning

, and ending

<input type="checkbox"/> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation			
		<b>A</b> Employer identification number 02-6008422			
<b>Use the IRS label.</b> <b>Otherwise, print or type.</b> <b>See Specific Instructions.</b>		<b>Name of foundation</b> <b>TRUSTEES OF CAMP CARPENTER</b> <b>C/O DOUGLAS A. MCININCH</b>		<b>B</b> Telephone number 603-622-4052	
		<b>Number and street (or P O box number if mail is not delivered to street address)</b> <b>555 CANAL STREET</b>		<b>C</b> If exemption application is pending, check here ► <input type="checkbox"/> <b>D</b> 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>	
		<b>City or town, state, and ZIP code</b> <b>MANCHESTER, NH 03101</b>		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>	
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation					
<b>I</b> Fair market value of all assets at end of year <i>(from Part II, col. (c), line 16)</i> <b>► \$ 1,646,118.</b> <i>(Part I, column (d) must be on cash basis.)</i>		<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			
<b>Part I: Analysis of Revenue and Expenses</b> <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</i>		<b>(a) Revenue and expenses per books</b>	<b>(b) Net investment income</b>	<b>(c) Adjusted net income</b>	<b>(d) Disbursements for charitable purposes (cash basis only)</b>
Revenue	1 Contributions, gifts, grants, etc., received	352.		N/A	
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	11,872.	11,872.		STATEMENT 2
	4 Dividends and interest from securities	15,974.	15,974.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<34,540.>			STATEMENT 1
	b Gross sales price for all assets on line 6a	444,010.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	Gross sales less returns and allowances	RECEIVED			
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	MAY 10 2010				
12 Total. Add lines 1 through 11	<6,342.>	27,846.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	
	14 Other employee salaries and wages	OPEN UT			
	15 Pension plans, employee benefits				
	16a Legal fees	STMT 4			
	b Accounting fees	1,352.	1,352.		0.
	c Other professional fees				
	17 Interest	STMT 5	10,684.	0.	10,684.
	18 Taxes		12,068.	473.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 6	16,183.	11,419.	4,764.
	24 Total operating and administrative expenses. Add lines 13 through 23		40,287.	13,244.	15,448.
25 Contributions, gifts, grants paid		101,759.		101,759.	
26 Total expenses and disbursements. Add lines 24 and 25		142,046.	13,244.	117,207.	
27 Subtract line 26 from line 12		<148,388.>			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		14,602.			
c Adjusted net income (if negative, enter -0-)			N/A		

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		67,820.	86,251.	86,251.
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U S and state government obligations	STMT 7	25,035.	0.	0.
	b Investments - corporate stock	STMT 8	727,751.	660,338.	673,537.
	c Investments - corporate bonds	STMT 9	275,547.	181,685.	182,198.
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment basis ►	704,132.	704,132.	704,132.	704,132.
	Less accumulated depreciation ►				
	15 Other assets (describe ► )				
	16 Total assets (to be completed by all filers)		1,800,285.	1,632,406.	1,646,118.
	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		182,542.	163,051.	
	22 Other liabilities (describe ► )				
	23 Total liabilities (add lines 17 through 22)		182,542.	163,051.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		1,402,708.	1,402,708.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		215,035.	66,647.	
	30 Total net assets or fund balances		1,617,743.	1,469,355.	
	31 Total liabilities and net assets/fund balances		1,800,285.	1,632,406.	

## Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1 1,617,743.
2 Enter amount from Part I, line 27a	2 <148,388.>
3 Other increases not included in line 2 (itemize) ►	3 0.
4 Add lines 1, 2, and 3	4 1,469,355.
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 1,469,355.

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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 P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a SALE OF PUBLICLY TRADED SECURITIES PER</b>					
<b>b DETAIL</b>			P		
<b>c CAPITAL GAINS DIVIDENDS</b>					
<b>d</b>					
<b>e</b>					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b 443,803.		478,550.	<34,747. >		
c 207.			207.		
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b			<34,747. >		
c			207.		
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	<34,540. >	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income )

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes  No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2007			
2006			
2005			
2004			
2003			
2 Total of line 1, column (d)			2
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4			8

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

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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 Date of ruling letter _____ (attach copy of ruling letter if necessary-see instructions)	1 2 3 4 5	292. 0. 292. 0. 292.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b		
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-)		
3	Add lines 1 and 2		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		
6	<b>Credits/Payments</b>		
a	2008 estimated tax payments and 2007 overpayment credited to 2008	6a 6b 6c 6d	760.
b	Exempt foreign organizations - tax withheld at source		
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld		
7	Total credits and payments Add lines 6a through 6d		760.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		
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
11	Enter the amount of line 10 to be Credited to 2009 estimated tax ►	468.	► 11 Refunded 0.

**Part VII-A Statements Regarding Activities**

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes 1a 1b 1c	No X X X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		
c	Did the foundation file Form 1120-POL for this year?		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ <u>0.</u> (2) On foundation managers. ► \$ <u>0.</u>		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ <u>0.</u>		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	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? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?	4a 4b 5	X X X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	6	X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	7	X
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	8b	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>NH</u>	9	X
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	10	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 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		

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**Part VII-A Statements Regarding Activities (continued)**

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11  X

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 12  X

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► **N/A** 13  X

14 The books are in care of ► **DOUGLAS A. MCININCH** Telephone no ► **603-622-4052**  
Located at ► **555 CANAL STREET, SUITE 710 MANCHESTER, NH** ZIP+4 ► **03101**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► **15** N/A  
and enter the amount of tax-exempt interest received or accrued during the year

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a During the year did the foundation (either directly or indirectly)

(1) Engage in the sale or exchange, or leasing of property with a disqualified person?  Yes  X  No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  Yes  X  No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  X  No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  Yes  X  No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?  Yes  X  No

(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)  Yes  X  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 page 20 of the instructions)?

Organizations relying on a current notice regarding disaster assistance check here ► **N/A**

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 2008? 1c  X

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008?  Yes  X  No

If "Yes," list the years ►

b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  Yes  X  No

b If "Yes," did it have excess business holdings in 2008 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 2008.) 3b  X

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 2008? 4b  X

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

5a During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?
- (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  
 Yes  No  
 Yes  No  
 Yes  No  
 Yes  No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A  
►

5b

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

Yes  No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes  No

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If you answered "Yes" to 6b, also file Form 8870.

Yes  No

N/A

7b

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

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

**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
SEE STATEMENT 11		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

**Part VIII** **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

**Total number of others receiving over \$50,000 for professional services**

► 0

**Part IX-A** **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
<b>Total. Add lines 1 through 3</b>	► 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	1,145,759.
b	Average of monthly cash balances	1b	103,419.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	1,249,178.
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	1,249,178.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	18,738.
5	<b>Net value of noncharitable-use assets</b> . Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,230,440.
6	<b>Minimum investment return</b> . Enter 5% of line 5	6	61,522.

**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	61,522.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	292.
b	Income tax for 2008 (This does not include the tax from Part VI )	2b	
c	Add lines 2a and 2b	2c	292.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	61,230.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	61,230.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	61,230.

**Part XII Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	117,207.
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	117,207.
b	Cash distribution test (attach the required schedule)	5	0.
4	<b>Qualifying distributions</b> . Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	117,207.
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		
6	<b>Adjusted qualifying distributions</b> . Subtract line 5 from line 4		

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

**Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				61,230.
2 Undistributed Income, if any, as of the end of 2007			70,899.	
a Enter amount for 2007 only				
b Total for prior years 2006		36,884.		
3 Excess distributions carryover, if any, to 2008				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part XII, line 4 ► \$ 117,207.			70,899.	
a Applied to 2007, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions) *		36,884.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2008 distributable amount	0.			9,424.
e Remaining amount distributed out of corpus	0.			0.
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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		36,884.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				51,806.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

\* SEE STATEMENT 12



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
DANIEL WEBSTER COUNCIL MANCHESTER, NH SEE ATTACHED DETAIL STATEMENT	NONE	501(C)(3)	OPERATING FUND	117,207.
<b>Total</b>			► 3a	117,207.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			► 3b	0.

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	11,872.	
4 Dividends and interest from securities			14	15,974.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	<34,540.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		<6,694.>	0.
13 Total. Add line 12, columns (b), (d), and (e)			13		<6,694.>
(See worksheet in line 13 instructions to verify calculations )					

## **Relationship of Activities to the Accomplishment of Exempt Purposes**

TRUSTEES OF CAMP CARPENTER  
C/O DOUGLAS A. MCININCH

**Form 990-PF (2008)**

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Page 13

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of.

- (1) Cash
- (2) Other assets

- b Other transactions**
  - (1) Sales of assets to a noncharitable exempt organization**
  - (2) Purchases of assets from a noncharitable exempt organization**
  - (3) Rental of facilities, equipment, or other assets**
  - (4) Reimbursement arrangements**
  - (5) Loans or loan guarantees**
  - (6) Performance of services or membership or fundraising solicitations**

**c Sharing of facilities, equipment, mailing lists, other assets, or paid employees**

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes  No

**b If "Yes," complete the following schedule**

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Section Here

**Signature of officer or trustee**

~~5/3/2012~~

Date \_\_\_\_\_ Title \_\_\_\_\_

## Products

Sign Here		Date	Time	
Preparer's signature		<i>Alison S. Perrella, CPA</i>		Date 04/27/10
Preparer's signature		Check if self- employed		<input checked="" type="checkbox"/>
Paid Preparer's Use Only		Preparer's identifying number		
Firm's name (or yours if self-employed), address, and ZIP code		ALISON S. PERRELLA, CPA, PLLC 82 PALOMINO LANE, UNIT 704 BEDFORD, NH 03110-6448		EIN <input type="checkbox"/>
				Phone no 603-666-5535

**Form 990-PF (2008)**

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY	PURCHASED	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD		
		(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SALE OF PUBLICLY TRADED SECURITIES PER DETAIL						
443,803.	478,550.	0.	0.	<34,747. >		
CAPITAL GAINS DIVIDENDS FROM PART IV					207.	
TOTAL TO FORM 990-PF, PART I, LINE 6A					<34,540. >	

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
BANKNORTH INVESTMENT MANAGEMENT GROUP	11,872.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	11,872.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT 3	
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BANKNORTH INVESTMENT MANAGEMENT GROUP	16,181.	207.	15,974.
TOTAL TO FM 990-PF, PART I, LN 4	16,181.	207.	15,974.

## FORM 990-PF

## ACCOUNTING FEES

## STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,352.	1,352.		0.
TO FORM 990-PF, PG 1, LN 16B	1,352.	1,352.		0.

## FORM 990-PF

## TAXES

## STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE FILING FEES	75.	75.		0.
FEDERAL TAXES FORM 990-PF	530.	0.		0.
FEDERAL PENALTY FORM 4720	11,065.	0.		0.
FOREIGN TAX ON INVESTMENT INCOME	398.	398.		0.
TO FORM 990-PF, PG 1, LN 18	12,068.	473.		0.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	10,711.	10,711.		0.
OFFICER AND DIRECTOR BOND	708.	708.		0.
LIABILITY INSURANCE				
CHARITABLE USE PROPERTY	4,764.	0.		4,764.
TO FORM 990-PF, PG 1, LN 23	16,183.	11,419.		4,764.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT

7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
25000 US TREASURY NOTE 3% 2/15/08	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF

CORPORATE STOCK

STATEMENT

8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
1300 CISCO SYSTEMS	7,759.	21,190.
400 MEDTRONIC	6,169.	12,568.
900 MICROSOFT	14,036.	17,496.
500 EXXON	18,636.	39,915.
300 DANAHER CORP	6,896.	16,983.
500 STRYKER CORP	8,419.	19,975.
250 FEDEX CORP	0.	0.
750 AFLAC INCORPORATED	23,435.	34,380.
400 EXPRESS SCRIPTS INC	0.	0.
300 3M CO	17,463.	17,262.
500 UNITED HEALTH GROUP INC	11,501.	13,300.
550 AMERICAN EXPRESS CO	20,739.	10,202.
250 QUESTAR CORP	4,118.	8,172.
1200 STAPLES INC	0.	0.
500 UNITED TECHNOLOGIES	21,803.	26,800.
525 CHURCH & DWIGHT CO	13,867.	29,463.
350 ECOLAB, INC	0.	0.
350 FRANKLIN RESOURCES	0.	0.
700 MARATHON OIL	0.	0.
450 PROCTER & GAMBLE	24,067.	27,819.
400 AMERICAN INTERNATIONAL GRP, INC	0.	0.
1500 EMC CORPORATION	21,075.	15,705.
300 AMGEN INC	0.	0.
850 CVS CORP	0.	0.
270 CITIGROUP	0.	0.
500 FISERV INC	22,135.	18,185.
1450 ISHARES TR MSCI EAFE INDEX FD	101,577.	65,047.
300 NIKE INC CL B	0.	0.
500 NOVARTIS AG ADR	28,930.	24,880.
700 TEXAS INSTRUMENTS	0.	0.
650 BANK AMERICA CORP	33,605.	9,152.

700 BEMIS INC	0.	0.
1000 CONSTELLATION BRANDS	0.	0.
600 EBAY INC	20,766.	8,376.
600 PETSMART INC	0.	0.
500 XTO ENERGY INC	21,692.	17,635.
240 AT&T INC.	6,741.	6,840.
200 APACHE CORPORATION	14,255.	14,906.
50 APOLLO GROUP CL A	3,827.	3,831.
370 AUTODESK INC	7,018.	7,271.
200 AUTO DATA PROCESSING INC	7,650.	7,868.
670 BARCLAYS PLC ADR	5,816.	6,566.
180 CHEVRON CORP	12,688.	13,315.
150 COLGATE PALMOLIVE	10,204.	10,281.
340 WALT DISNEY CO	7,568.	7,715.
180 HOME DEPOT INC	4,251.	4,144.
260 ILLINOIS TOOL WKS INC	8,880.	9,113.
590 INTEL CORP	8,407.	8,649.
320 JP MORGAN CHASE & CO	9,501.	10,089.
190 JOHNSON & JOHNSON CO	11,141.	11,368.
180 LEGG MASON INC	3,596.	3,944.
130 MCDONALDS CORP	7,957.	8,085.
100 MOHAWK INDS INC	4,115.	4,297.
100 MONSANTO CO NEW	6,780.	7,035.
200 PEPSICO INC	10,934.	10,954.
210 PHILIP MORRIS INTL	8,925.	9,137.
180 QUEST DIAGNOSTIC INC	9,056.	9,344.
210 SEMPRA ENERGY COMMON	8,437.	8,952.
260 STATE STREET CORP	9,389.	10,226.
180 VERIZON COMMUNICATIONS	5,992.	6,102.
225 WALGREEN CO	5,364.	5,551.
160 YUM BRANDS INC	4,851.	5,040.
150 WALMART STORES INC	8,307.	8,409.
TOTAL TO FORM 990-PF, PART II, LINE 10B	660,338.	673,537.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
25000 FEDERAL HOME LN BK 4/11/2013	0.	0.
25000 GE COMPANY 5% 2/1/2013	25,445.	25,282.
25000 PFIZER INC 3.3% 3/2/2009	25,173.	25,085.
25000 FEDERAL FARM CREDIT BK 4.75% 4/20/11	0.	0.
25000 HOUSEHOLD FINANCE 4.75% 5/15/09	25,621.	24,991.
25000 LEHMAN BROS HLDGS 4.375% 11/30/2010	0.	0.
25000 FEDERAL HME LN BK 3.75% 8/15/08	0.	0.
25000 FED FARM CREDIT BK 4.18% 9/22/10	24,856.	26,336.
25000 HOUSEHOLD FINANCE 4.125% 12/08	0.	0.
25000 TARGET CORP 5.4% 10/08	0.	0.
25000 WASHINGTON MUTUAL 4% 1/09	0.	0.

TRUSTEES OF CAMP CARPENTER C/O DOUGLAS A

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25000	BERKSHIRE HATHAWAY	4.125%	1/15/2010	25,342.	25,256.
10000	U.S.T. BONDS	5%	8/15/2011	11,128.	11,137.
10000	FED FARM CREDIT BK	3.875%	8/25/11	10,597.	10,631.
10000	U.S.T. NOTE	4.125%	8/31/2012	11,113.	11,062.
10000	FED HOME LOAN MGE	5.0%	1/30/14	11,139.	11,190.
10000	FED HOME LOAN MGE	4.75%	11/17/15	11,271.	11,228.
<b>TOTAL TO FORM 990-PF, PART II, LINE 10C</b>				<b>181,685.</b>	<b>182,198.</b>

FORM 990-PF

OTHER NOTES AND LOANS PAYABLE

STATEMENT 10

LENDER'S NAME		TERMS OF REPAYMENT		SECURITY PROVIDED BY BORROWER	
BANK OF NEW HAMPSHIRE		PRINCIPAL AND INTEREST MONTHLY		INVESTMENT SECURITIES	
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	INTEREST RATE	PURPOSE OF LOAN	
05/02/00	05/02/10	285,000.	8.97%	PURCHASE PROPERTY USED BY DANIEL WEBSTER COUNCIL	
RELATIONSHIP OF LENDER					
NONE					
DESCRIPTION OF CONSIDERATION				FMV OF CONSIDERATION	BALANCE DUE
CASH				0.	163,051.
TOTAL TO FORM 990-PF, PART II, LINE 21, COLUMN B					
163,051.					

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ALLAN R. CLARK C/O REI SERVICE CORP ST MANCHESTER, NH 03104	TREASURER 0.00	0.	0.	0.
RICHARD E. MILLS 26 BAYSHORE DRIVE MEREDITH, NH 03253	CHAIRMAN 0.00	0.	0.	0.
DAVID EATON 814 ELM STREET MANCHESTER, NH 03101	TRUSTEE 0.00	0.	0.	0.
DOUGLAS A. MCININCH 555 CANAL ST. SUITE 710 MANCHESTER, NH 03101	SECRETARY 0.00	0.	0.	0.
DEBORAH BLONDIN 9 FIELDSTONE DRIVE BOW, NH 03304	TRUSTEE 0.00	0.	0.	0.
WALTER MILNE 5 HIGHVIEW CIRCLE MANCHESTER, NH 03104	TRUSTEE 0.00	0.	0.	0.
JAY TAYLOR 17 MORNINGSIDE DR HOOKSETT, NH 03106	TRUSTEE 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

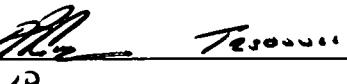
FORM 990-PF

ELECTION UNDER REGULATIONS SECTION  
53.4942(A)-3(D)(2) TO APPLY  
EXCESS QUALIFYING DISTRIBUTIONS  
TO PRIOR YEAR'S UNDISTRIBUTED INCOME

STATEMENT 12

AN ELECTION IS MADE BY THE TRUSTEES OF CAMP CARPENTER TO TREAT \$36,884 OF THE 2008 DISTRIBUTIONS AS MADE OUT OF THE UNDISTRIBUTED INCOME OF THE 2006 TAX YEAR. THIS ELECTION IS MADE PURSUANT TO THE PROVISIONS OF REGULATION SECTION 53.4942(A)-3(D)(2).

THIS DECLARATION IS MADE AND SIGNED BY THE ORGANIZATION TREASURER

SIGNATURE:  \_\_\_\_\_  
DATE: 5/3/2010

TRUSTEES OF CAMP CARPENTER  
DECEMBER 31, 2008  
FORM 990-PF

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<u>Quantity</u>	<u>Description</u>	<u>Acq Date</u>	<u>Sale Date</u>	<u>Proceeds</u>	<u>Cost</u>	<u>Gain/Loss</u>
25,000	FED FARM CREDIT BK 4.75% 4/20/2011	04/14/2004	01/17/2008	25,000.00	24,921.87	78.13
25,000	FEDERAL HME LN BK 4.875% 4/11/2013	04/08/2003	02/15/2008	25,000.00	24,952.00	48.00
25,000	U S TREASURY NOTE 3.00% 2/15/2008	04/14/2004	02/15/2008	25,000.00	25,035.16	(35.16)
25,000	WASHINGTON MUTUAL 4.000%	1/30/2006	07/21/2008	22,912.50	24,534.25	(1,621.75)
25,000	FEDERAL HME LN BK 3.750%	04/19/2005	08/15/2008	24,835.94	24,835.94	-
25,000	LEHMAN BROS HLDGS 4.375%	01/13/2004	09/03/2008	22,987.50	25,275.25	(2,287.75)
400	AMERICAN INTERNATIONAL GRP INC	04/16/2005	09/18/2008	2,485.27	20,455.20	(17,969.93)
25,000	TARGET CORP 5.4% 10/1/2008	1/30/2006	10/01/2008	25,000.00	25,282.50	(282.50)
270	CITIGROUP INC	05/16/2006	11/26/2008	904.82	13,392.00	(12,487.18)
25,000	HOUSEHOLD FIN CO 4.125% 12/15/2008	1/30/2006	12/15/2008	24,649.25	24,649.25	-
300	AMGEN INC	08/29/2006	12/31/2008	17,157.05	20,619.00	(3,461.95)
700	BEMIS INC	02/20/2007	12/31/2008	16,978.90	24,264.10	(7,285.20)
850	CVS CAREMARK CORPORATION	02/07/2006	12/31/2008	22,690.11	24,191.00	(1,500.89)
1,000	CONSTELLATION BRANDS	02/20/2007	12/31/2008	15,429.91	24,070.00	(8,640.09)
50	DANAHER CORP SHS BEN INT	07/14/2000	12/31/2008	2,733.69	1,149.37	1,584.32
350	ECOLAB INC	07/22/2004	12/31/2008	11,880.05	10,958.50	921.55
400	EXPRESS SCRIPTS INC	12/19/2002	12/31/2008	23,666.55	4,766.00	18,900.55
250	FEDEX CORP	02/26/2001	12/31/2008	15,213.99	10,291.40	4,922.59
350	FRANKLIN RESOURCES	10/29/2004	12/31/2008	20,735.25	21,178.50	(443.25)
700	MARATHON OIL CORP	04/06/2004	12/31/2008	17,249.16	11,606.00	5,643.16
600	NIKE INC. CLASS B	02/07/2006	12/31/2008	29,795.65	25,079.88	4,715.77
600	PETSMART INC	08/22/2007	12/31/2008	10,332.00	20,184.00	(9,852.00)
310	QUESTAR CORP	07/10/2003	12/31/2008	9,854.84	5,105.70	4,749.14
1,200	STAPLES INC	10/09/2003	12/31/2008	21,028.80	20,288.67	740.13
700	TEXAS INSTRUMENTS	02/07/2006	12/31/2008	9,981.94	21,464.87	(11,482.93)
	FHLMC CLASS ACTION SETTLEMENT	VARIABLES	VARIABLES	300.23	300.23	300.23
	TOTAL LONG TERM					
				443,803.40	478,550.41	(34,747.01)

PART IV  
CAPITAL GAINS AND LOSSES

## QUALIFYING DISTRIBUTIONS

TRUSTEES OF CAMP CARPENTER  
DECEMBER 31, 2008  
FORM 990-PF

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### PAGE 7 - PART XII - QUALIFYING DISTRIBUTIONS

Qualifying Distributions Made to or for the benefit of Daniel Webster Council, A 501(c)(3) organization, or in connection with real estate owned for use by Daniel Webster Council in its charitable purposes.

	<u>Date</u>	<u>Amount</u>
<i>Property Used by Daniel Webster Council - 1500 Bodwell Road, Manchester, NH:</i>		
Interest Payments - Loan on Charitable Use Property	Various	10,684.00
Liability Insurance - Charitable Use Property	10/29/2008	4,764.00
Manchester Water Works 1/22/08	1/22/2008	9.00
Daniel Webster Council - Engineering Work	1/22/2008	40,000.00
Daniel Webster Council	9/4/2008	1,750.00
Daniel Webster Council	12/1/2008	<u>60,000.00</u>
Total Qualifying Distributions		<u>117,207.00</u>

STATEMENT  
QUALIFYING DISTRIBUTIONS