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Return of Private Foundation

OMB No 1545-0052

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

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning , and ending

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation BABSON-WEBBER-MUSTARD FUND		A Employer identification number 04-2307820
	C/O JUDITH RHOME, TRUSTEE		B Telephone number 978-443-3972
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	
	P.O. BOX 559		
City or town, state, and ZIP code SUDBURY, MA 01776		C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,182,857. (Part I, column (d) must be on cash basis.)		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		67,513.	67,513.		STATEMENT 1
4 Dividends and interest from securities		78,269.	78,269.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<118,199.>			
b Gross sales price for all assets on line 6a 905,874.					
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		27,583.	145,782.		
13 Compensation of officers, directors, trustees, etc		27,600.	0.		27,600.
14 Other employee salaries and wages		27,000.	0.		27,000.
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		2,980.	0.		2,980.
c Other professional fees STMT 4		125.	125.		0.
17 Interest					
18 Taxes STMT 5		3,085.	847.		2,238.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		1,801.	0.		1,801.
24 Total operating and administrative expenses. Add lines 13 through 23		62,591.	972.		61,619.
25 Contributions, gifts, grants paid		174,102.			174,102.
26 Total expenses and disbursements. Add lines 24 and 25		236,693.	972.		235,721.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<209,110.>			
b Net investment income (if negative, enter -0-)			144,810.		
c Adjusted net income (if negative, enter -0-)				N/A	

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	
Assets	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments	1,658,821.	1,492,255.	1,492,255.	
	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				
	b Investments - corporate stock STMT 7	2,357,208.	2,492,138.	2,492,138.	
	c Investments - corporate bonds				
Liabilities	11 Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other STMT 8	0.	198,464.	198,464.	
	14 Land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers)	4,016,029.	4,182,857.	4,182,857.	
	17 Accounts payable and accrued expenses				
	18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶)				
	23 Total liabilities (add lines 17 through 22)	0.	0.		
Foundations that follow SFAS 117, check here ▶ ☐	and complete lines 24 through 26 and lines 30 and 31				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒	and complete lines 27 through 31.			
		27 Capital stock, trust principal, or current funds	0.	0.	
		28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
		29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	4,016,029.	4,182,857.			
31 Total liabilities and net assets/fund balances	4,016,029.	4,182,857.			

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	4,016,029.
2 Enter amount from Part I, line 27a	2	<209,110.>
3 Other increases not included in line 2 (itemize) ▶ <u>UNREALIZED GAIN</u>	3	375,938.
4 Add lines 1, 2, and 3	4	4,182,857.
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	4,182,857.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a FIXED INCOME SECURITIES (SEE ATTACHED)	P	VARIOUS	VARIOUS
b EQUITIES - SHORT-TERM (SEE ATTACHED)	P	VARIOUS	VARIOUS
c EQUITIES - LONG-TERM (SEE ATTACHED)	P	VARIOUS	VARIOUS
d			
e			

(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 295,000.	0.	295,000.	0.
b 26,243.	0.	26,813.	<570.>
c 584,631.	0.	702,260.	<117,629.>
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			0.
b			<570.>
c			<117,629.>
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	<118,199.>
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))
2008	239,817.	4,462,031.	.053746
2007	256,415.	4,918,863.	.052129
2006	262,202.	4,716,735.	.055590
2005	260,957.	4,773,828.	.054664
2004	250,137.	4,736,409.	.052812
2 Total of line 1, column (d)			2 .268941
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 .053788
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 4,037,951.
5 Multiply line 4 by line 3			5 217,193.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,448.
7 Add lines 5 and 6			7 218,641.
8 Enter qualifying distributions from Part XII, line 4			8 235,721.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1	1,448.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	2	0.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)	3	1,448.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
3	Add lines 1 and 2	5	1,448.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	6a	4,063.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	6b	
6	Credits/Payments:	6c	4,000.
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6d	
b	Exempt foreign organizations - tax withheld at source	7	8,063.
c	Tax paid with application for extension of time to file (Form 8868)	8	
d	Backup withholding erroneously withheld	9	
7	Total credits and payments. Add lines 6a through 6d	10	6,615.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	11	5,095.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax ☒ 1,520. Refunded ☐		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ MA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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 ► JUDITH RHOME Located at ► 161 DUTTON ROAD, SUDBURY, MA	Telephone no. ► 978-443-3972 ZIP+4 ► 01776		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
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 2009?		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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years ►	☐ Yes ☒ No	
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 ☒ No	
b If "Yes," did it have excess business holdings in 2009 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 2009)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		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))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

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

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

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

☐ Yes ☒ No

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

N/A

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
JUDITH RHOME	TRUSTEE			
161 DUTTON ROAD				
SUDBURY, MA 01776	2.00	9,200.	0.	0.
ROBERT S. HOFFMAN, III	TRUSTEE			
123 BENVENUE STREET				
WELLESLEY, MA 02481	2.00	9,200.	0.	0.
JESSE M. PUTNEY	TRUSTEE			
118 BROADSIDE ROAD				
WOLFEBORO, NH 03894	2.00	9,200.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

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Part 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	

Total. Add lines 1 through 3

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	2,424,673.
b Average of monthly cash balances	1b	1,575,538.
c Fair market value of all other assets	1c	99,232.
d Total (add lines 1a, b, and c)	1d	4,099,443.
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	4,099,443.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	61,492.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,037,951.
6 Minimum investment return. Enter 5% of line 5	6	201,898.

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	201,898.
2a Tax on investment income for 2009 from Part VI, line 5	2a	1,448.
b Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	1,448.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	200,450.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	200,450.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	200,450.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	235,721.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	235,721.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,448.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	234,273.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				200,450.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			68,580.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 235,721.				
a Applied to 2008, but not more than line 2a			68,580.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				167,141.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	0.			
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				33,309.
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 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- b 85% of line 2a**

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- Subtract line 2d from line 2c**

- a "Assets" alternative test - enter:

- (1) Value of all assets

- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)**

- b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c "Support" alternative test - enter:

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(i)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization

- (4) Gross investment income**

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

JUDITH RHOME, 978-443-3972

161 DUTTON ROAD, SUDBURY, MA 01776

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

LETTER OR TELEPHONE

- c Any submission deadlines:

NO

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

LIMITED TO NEEDY RESIDENTS OF MASSACHUSETTS AT CHRISTMAS TIME

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

Recipient Name and address (home or business)	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
a Paid during the year				
SEE ATTACHED LIST 192 VARIOUS ADDRESSES LOCAL TOWNS, MA 01776	UNRELATED		CASH AND EDUCATIONAL BOOKS FOR NEEDY INDIVIDUALS	91,602.
SEE ATTACHED LIST 33 VARIOUS ADDRESSES LOCAL TOWNS, MA 01776	UNRELATED	PUBLICLY SUPPORTED	CASH TO RELIGIOUS ORGS TO HELP THE NEEDY	82,500.
Total			3a	174,102.
b Approved for future payment				
NONE				
Total			3b	0.

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

- | | |
|--|-------------------|
| <p>1 Did the organization directly or indirectly engage in any of the following in any of the following described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | <p>Yes</p> |
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	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
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.

Sign Here

Signature of officer or trustee Justin F. Rhone

Date 11/7/10

TRUSTEE

Preparer's
signature

Joel Aronson
JOEL ARONSON, CPA

Date

09/30/10

☐ Check if self-employed

Preparer's identifying number

Firm's name (or yours if self-employed),
address, and ZIP code

ALEXANDER, ARONSON, FINNING & CO., P.C.
21 EAST MAIN STREET
WESTBORO, MA 01581

FIN ▶

Phone no. 508-366-9100

Form **990-PF** (2009)

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

SOURCE	AMOUNT
BANK OF AMERICA - INTEREST	1.
COMMUNITY BANK AND TRUST	20.
MERRILL LYNCH - INTEREST	67,492.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	67,513.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH - DIVIDENDS	78,269.	0.	78,269.
TOTAL TO FM 990-PF, PART I, LN 4	78,269.	0.	78,269.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	2,980.	0.		2,980.
TO FORM 990-PF, PG 1, LN 16B	2,980.	0.		2,980.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	125.	125.		0.
TO FORM 990-PF, PG 1, LN 16C	125.	125.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAX	2,238.	0.		2,238.
FOREIGN TAX	847.	847.		0.
TO FORM 990-PF, PG 1, LN 18	3,085.	847.		2,238.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK SERVICE CHARGES	155.	0.		155.
POSTAGE	1,126.	0.		1,126.
OFFICE EXPENSE	450.	0.		450.
FILING FEES	70.	0.		70.
TO FORM 990-PF, PG 1, LN 23	1,801.	0.		1,801.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES	2,492,138.	2,492,138.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,492,138.	2,492,138.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	FMV	198,464.	198,464.
TOTAL TO FORM 990-PF, PART II, LINE 13		198,464.	198,464.

Discretionary Fund - Babson-Webber-Mustard Fund 2009

Babson - Webber Mustard Fund

FIN-04-2307820

12/31/09

1	Rev.	Matthew Fitzgerald	Wellesley Hills Congregational Church	207 Washington St.	Wellesley Hills	MA 02481
2		Sue Poulton, Chair.	St. Paul's Parish	Rockland St.	Wellesley	MA 02481
3	Rev.	Richard Fitzgerald	Elmwood Chapel	503 Washington St.	Wellesley	MA 02481
4	Rev.	Kevin Crispell	Temple Beth Elohim	42 Elmwood Rd.	Wellesley	MA 02481
5	Rabbi	Joel Sisenwine	St. John the Evangelist Parish	10 Bethel Rd.	Wellesley	MA 02481
6	Rev.	Thomas Powers	St. Mary's Episcopal Church	9 Glen Rd.	Wellesley Hills	MA 02481
7	Rev.	Margaret Schwarzer	Wellesley Friends Meeting	258 Concord St.	Newton Lower Falls	MA 02462
8	Ms.	Lorraine Witzburg	St. Andrews Episcopal Church	26 Benvenue St.	Wellesley	MA 02481
9	Rev.	Addison Hall	Trinity Congregational Church	79 Denton Rd.	Wellesley	MA 02482
10	Rev.	Thomas Bentley	St. Paul Lutheran Church	70 Middle St.	Gloucester	MA 01930
11	Pastor	Ann Deneen	Community Church of East Gloucester	1123 Washington St.	Gloucester	MA 01930
12	Mr.	Dean Sidell, Elder	Temple Ahavet Achim	7 Chapel St.	Gloucester	MA 01930
13	Rabbi	Samuel Barth	Orthodox Congregational Church	86 Middle St.	Gloucester	MA 01930
14	Rev.	Peter Aberle	Gloucester United Methodist Church	1120 Washington St.	Gloucester	MA 01930
15	Pastor	Jenny Styers	Calvary Chapel Baptist Church	436 Washington St.	Gloucester	MA 01930
16	Deacons		Independent Christian Church Unitarian	384 Washington St.	Gloucester	MA 01930
17	Rev.	Wendy Fitting	Cape Ann Bible Church	10 Church St.	Gloucester	MA 01930
18	Pastor	Robert Jarvis	The Annequam Village Church	8 Thompson St.	Gloucester	MA 01930
19	Rev.	Deirdre Greenwood White	St. John's Episcopal Church	820 Washington St.	Gloucester	MA 01930
20	Rev.	Richard Simeone	Society of St. Vincent DePaul	48 Middle St.	Gloucester	MA 01930
21	Ms.	Betty Mitchell	Our Lady of Good Voyage	60 Prospect St.	Gloucester	MA 01930
22	Rev.	Eugene Alves	Gloucester Assembly of God	142 Prospect Street	Gloucester	MA 01930
23	Rev.	James Williams	North Shore Bible Church	211 Washington St.	Gloucester	MA 01930
24	Pastor	Jack Brown	North Shore Aids Health Project	65 Eastern Ave.	Essex	MA 01929
25	Ms.	Susan Oleksiw	Hearth	67 Middle St.	Gloucester	MA 01930
26		Gail Druga	First Baptist Church	1640 Washington St.	Boston	MA 02118
27	Rev.	Lois Plinton	Arlington Area/Dept of SS	400 Lexington St.	Waltham	MA 02452
28	Ms.	Alberta Elias	Action, Inc.	30 Mystic St.	Arlington	MA 02474
29	Ms.	Maggi Meffen	Unitarian Universalist Society of W.H.	180 Main Street	Gloucester	MA 01930
30	Mr.	Edward Blackman	Pigeon Cove Chapel	43 Standish Way	W. Yarmouth	MA 02673
31	Rev.	Stephen Cook	Mt. Pleasant Home	309 Washington St.	Wellesley Hills	MA 02481
32	Pastor	Patrick Slyman		155 Granite Street	Rockport	MA 01966
33	Mr.	Merlin Southwick		301 S. Huntington Ave.	Jamaica Plain	MA 02130

Amount \$2,500.00
Total \$82,500.00

IDENTIFICATION #04-2307820

INDIVIDUALS - BABSON-WEBBER-MUSTARD FUND 20 09

Babson - Webber Mustard Fund

FIN 04-2307820

12/31/09

1	Mr. & Mrs. Josiah	Aberle	29 Centennial Ave.	Gloucester	MA	01930
2	Mary Lou	Ackerly	7 Village Rd.	Weston	MA	02493
3	Ana	Aguiar	30 Mystic St.	Arlington	MA	02474
4	Elsa	Alava	5 Whitney St.	Shrewsbury	MA	01545
5	Alan	Alexander	593 R Essex Ave.	Gloucester	MA	01930
6	Misty	Allen	5 Finch Lane	Gloucester	MA	01930
7	Sylvia	Allen	22 High Street #41	Brookline	MA	02445
8	Charlet	Althouse	55 Farwell Street Apt. 7	Newtonville	MA	02460
9	Heidi	Ayer	35 Broughton Road	Marblehead	MA	01945
10	Walter	Bailey	25 Lyman St.	Waltham	MA	02452
11	Bonnie	Barrington	90 Phillips Ave.	Rockport	MA	01966
12	Joyce	Bell	11 Loma Rd.	Mattapan	MA	02126
13	Susan	Bell	51 Beacon Street	Gloucester	MA	01930
14	Lulu	Bigger	2875 Washington Street	Roxbury	MA	02119
15	Mr. & Mrs. Fred	Blankenship	226 Massachusetts Ave.	Boxborough	MA	01719
16	Mr. & Mrs. Brian	Bodensteiner	20 Webster Ave.	Beverly	MA	01915
17	Sherry	Borge	66 Grove St.	Gloucester	MA	01930
18	Cindy	Brandner	7 South Kirby Street	Gloucester	MA	01930
19	Charlotte	Bridgham	9 Pleasant Park Ave. Apt. 2G	Hyannis	MA	02601
20	Mr. & Mrs. Gary	Brown	381/2 Millett Street	Gloucester	MA	01930
21	Mr. & Mrs. William	Bugden	5 Young Ave.	Gloucester	MA	01930
22	Mrs. Patricia	Burienso	600 Washington St.	Gloucester	MA	01930
23	Mr. & Mrs. Tim	Bushfield	47 Beach Road	Gloucester	MA	01930
24	Linda	Cain	143 Colburn Street	Westwood	MA	02090
25	Mr. & Mrs. David	Cantanzaro	108 Maplewood Rd.	Gloucester	MA	01930
26	Julie	Carbin	52 Spring St.	Essex	MA	01929
27	Kris	Carlson	20 Jewett Street #2	Rockport	MA	01966
28	Kayla	Carye	4 Poplar St.	Gloucester	MA	01930
29	Cheryl	Casey	30 Mystic Street	Arlington	MA	02474
30	David	Castellucci	4 Leighton Ct.	Gloucester	MA	01930
31	Mr. & Mrs. Joseph	Castellucci	36 Dunham Road	Beverly	MA	01915
32	Mr. & Mrs. John	Castelluccio	6 Bennett Street Apt. #1	Beverly	MA	01915
33	Monique	Cavanaugh	24A Willow St.	Gloucester	MA	01930
34	Trudy	Chick	88 Pleasant St.	Gloucester	MA	01930
35	Pauline	Ciocarelli	16 Marion Street	Natick	MA	01760
36	Mr. & Mrs. Keith	Conant	8 Hampden Street	Gloucester	MA	01930
37	Carol	Copeland	27 Marathon Street	Arlington	MA	02474
38	Linda	Corliss	17 Wheeler St.	Gloucester	MA	01930
39	David	Cox	42A Dennison St.	Gloucester	MA	01930
40	Helen	Crompton	32 Low St. Apt. 119	Newburyport	MA	01950

IDENTIFICATION #04-2307820

INDIVIDUALS - BABSON-WEBBER-MUSTARD FUND 2009

41	Sharon	Crowley-	5 Haskell Ct.	Gloucester	MA	01930
42	Ruby	Curtis-	68 Thurston Point Road	Gloucester	MA	01930
43	Dianna	Darcy-	196 Granite Street	Rockport	MA	01930
44	Mr. & Mrs. Glen	Deckert-	19 Langsford Street	Gloucester	MA	01930
45	Lani	DeJesus-	3 Summit Street	Gloucester	MA	01930
46	Blair	Delicata - (2)	128 North Street Apt. 3	Newton	MA	02460
47	Charlene	Delmar - (2)	96-A Main St.	Gloucester	MA	01930
48	Christoph er	DeStefano-	50 Sandwich St. Apt. 2	Plymouth	MA	02360
49	Marcy	Doma -	16 Dickson Lane	Weston	MA	02493
50	Patricia	Doucette-	26 Revere St.	Gloucester	MA	01930
51	Margaret	Doyle -	69 Summer Street	Gloucester	MA	01930
52	Arlene	Durkee-	190 Essex St.	Gloucester	MA	01930
53	Sally	Early -	108 Cobblestone Lane	Gloucester	MA	01930
54	Jane	Edwards-	34 Rear Marmion Way	Rockport	MA	01966
55	Mrs. Judy	Edwards	30 Mystic St.	Arlington	MA	02174
56	Shari	Eklund	114 Overbrook Drive	Wellesley	MA	02481
57	Brenda	Enslow-	91 Prospect St.	Gloucester	MA	01930
58	Kelly	Farquharson	200 Calumet St.	Roxbury Crossing	MA	02120
59	Kelly	Favazza - (2)	123 Prospect Street	Gloucester	MA	01930
60	Marjorie	Fergusson	10 Church St.	Gloucester	MA	01930
61	Tracy	Fisher -	3 York Rd.	Gloucester	MA	01930
62	Christine	Fitzgerald-	3 Haven Lane	Wayland	MA	01778
63	Mr. & Mrs. Jean	Fleurjuste-	50 Dix St.	Waltham	MA	02453
64	Danielle	Flygare	208A Washington St.	Gloucester	MA	01930
65	George	Fowler	86 Jeffrey's Neck Road	Ipswich	MA	01938
66	Pam	Fox -	10 High Street	Rockport	MA	01966
67	Mr. & Mrs. Justin	Frank-	7 Chapel St.	Gloucester	MA	01930
68	Mr. & Mrs. Joseph	Gattozzi-	175 N. Main St.	Natick	MA	01760
69	Kathy	Gibson-	11 West Union Street	E. Bridgewater	MA	02333
70	Mrs. Joann	Gleason-	28 Highland	Gloucester	MA	01930
71	Mr. Lewis	Goldman - (2)	400 Governor's Park Apt. 27	Winthrop	MA	02149
72	Mr. & Mrs. Andy	Gonzales	37 Cleveland St. 2nd Floor	Gloucester	MA	01930
73	Mrs. Connie	Gossam-	53 Poplar Park	Gloucester	MA	01930
74	Mrs. Michele	Gossom-	40 Bass Ave.	Gloucester	MA	01930
75	Georgia	Gray-	17 Main Street Apt 3	Gloucester	MA	01930
76	Gary	Green-	10 Church St.	Gloucester	MA	01930
77	Charlene	Harper-	60 W. Central St.	Natick	MA	01760
78	Emily	Harvey -	12 Maple Ave.	Westborough	MA	01581
79	Joan	Hawes	90 Friend St.	Gloucester	MA	01930
80	JoAnn	Hawkesworth-	1575 Tremont Street	Boston	MA	02120

c/o Rev. Wendy Fitting

IDENTIFICATION #04-2307820

INDIVIDUALS - BABSON-WEBBER-MUSTARD FUND 2009

81	Shirley	Henderson --				
82	Mrs. Henry	Hilton--	72 Cedar Ave.	Natick	MA	01760
83	Margaret	Hilton--	67 Prospect St.	Gloucester	MA	01930
84	Catherine	Hobbs--	88 Pleasant Street Apt. 112	Gloucester	MA	01930
85	Roxy	Holsher--	64 Veterans Way	Gloucester	MA	01930
86	Mr. Tail	Jamir--	174 East Main Street	Gloucester	MA	01930
87	Mr. & Mrs. Robert	Johnson--	144 Hancock St.	Auburndale	MA	02466
88	Mr. & Mrs. Bryan	Johnson--	317 Washington St.	Gloucester	MA	01930
89	Mrs. Jilda	Johnson--	P.O. Box 905	Gloucester	MA	01930
90	Mrs. Yvette	Johnson--	608 Washington St. Apt. 4	Wellesley	MA	02482
91	Ruth	Katsikas--	71 Village Way	Brookline	MA	02147
92	Kim	Keefe	84 Washington St.	Gloucester	MA	01930
93	James	Kelly--	30 Mystic St.	Arlington	MA	02474
94	Mr. & Mrs. Patrick	Keely--	5 Tidal Lane	Hyannis	MA	02601
95	Linda	Lachowicz--	9 Chapel St.	Gloucester	MA	01930
96	Mr. & Mrs. Chris	Lane	102 Pleasant St., 3rd Floor	Gloucester	MA	01930
97	Mr. & Mrs. Gary	Lane	1 Beauport Ave.	Gloucester	MA	01930
98	Sandra	Lane	47 Willow Street	Gloucester	MA	01930
99	Thelma	Leary--	245 Essex St. Apt. 19	Beverly	MA	01915
100	Mr. & Mrs. Robert	Leibensperger--	41 Hardy Pond Rd.	Waltham	MA	02451
101	Mr. & Mrs. Don	Lodge--	5 Sadler St.	Gloucester	MA	01930
102	Suzette	Lomba--	384 Washington St.	Gloucester	MA	01930
103	Glima	Lopez	50 Veterans Way	Gloucester	MA	01930
104	Janet	Lopez--	30 Mystic St./DCF Arlington	Arlington	MA	02174
105	Mr. & Mrs. Jonathan	Lovelace--	30 Mystic St./DCF Arlington	Arlington	MA	02174
106	Mrs. Roselene	Luma	152 Atlantic Ave.	Gloucester	MA	01930
107	Mr. & Mrs. Daniel	Mahoney--	115 Charles St.	Waltham	MA	02453
108	Aliyah	Mamoud--	157 Granite St.	Rockport	MA	01986
109	Bill	Mayhew--	112 Thornton St. Apt. 3	Revere	MA	02151
110	Joan	McDougal--	22 Pleasant St	N. Natick	MA	01760
111	Kathie	McElwain--	20 Sharon Lane	Falmouth	MA	02536
112	Leslie	McFarland--	740 Washington St.	Gloucester	MA	01930
113	Mrs. Eleanor	McGregor	P.O. Box 174	Essex	MA	01929
114	Linda	McKay--	16 Irving St. 2R	Watertown	MA	02472
115	Lillian	Mendez--	38 Friend Street	Gloucester	MA	01930
116	Mr. & Mrs. Herb	Messick--	30 Mystic St./DCF Arlington	Arlington	MA	02174
117	Mr. & Mrs. Frank	Miaskiewicz--	P.O. Box 2506	S. Hamilton	MA	01982
118	Mrs. William	Mills--	23 Summer Street	Gloucester	MA	01930
119	Ibel	Moccia--	44 Milville St.	Salem	MA	03079
120	Mr. & Mrs. Brian	Moore--	65 Farm Hill Road	Wrentham	MA	02093
			1 Hawthorne Rd.	Gloucester	MA	01930

IDENTIFICATION #04-2307820

INDIVIDUALS - BABSON-WEBBER-MUSTARD FUND 2009

121	Phyllis	Moore	27 Pigeon Hill Street #2	Rockport	MA	01966
122	Robert	Moore	45D Willowood Rd.	Gloucester	MA	01930
123	Marjorie	Morse	31 Gee Ave.	Gloucester	MA	01930
124	Sandi	Mountain	31 Prospect St.	Gloucester	MA	01930
125	Walter	Murphy	48 Harrison Ave.	Gloucester	MA	01930
126	Mr. & Mrs. Jerry	Nelson	63 Myrtle St.	Norfolk	MA	02056
127	Mr. & Mrs. Lance	Nelson	63 Myrtle St.	Norfolk	MA	02056
128	Mr. Ron	Nilsson	P.O. Box 616	Gloucester	MA	01930
129	Nathaniel	Nunez	288 Main Street	Gloucester	MA	01930
130	Mrs. Rene	Young-O'Hanley	3 Young's Rd.	Gloucester	MA	01930
131	Michael	Orlando	49 Poplar Park	Gloucester	MA	01930
132	Mr. & Mrs. Fred	Orozco	91 Lake St.	Waltham	MA	02451
133	Heidi	O'Shea	16 King St.	Rockport	MA	01966
134	Chrisanta	deLeon/Orvalle	18 Norumbega Terrace #12	Waltham	MA	02453
135	Mrs. Hertha	Page	45 Marshall Rd.	Wellesley	MA	02482
136	Barbara	Parisien	7 Gilbert Court	Gloucester	MA	01930
137	Mr. & Mrs. Doug	Parsons	1067 Washington St.	Gloucester	MA	01930
138	Lori	Paterno	7 Riggs Street	Gloucester	MA	01930
139	Elizabeth	Patino	232 Prospect St.	Ashland	MA	01721
140	Mr. & Mrs. Brandon	Penrose	22 Kimball Ave.	Wenham	MA	01984
141	Mary Beth	Pereira	29 Langsford St.	Gloucester	MA	01930
142	Mr. & Mrs. Manuel	Peres	20 Patriot Circle	Gloucester	MA	01930
143	Mrs. Wilma	Perkins	315 Weston Drive Apt. B-4	Wellesley	MA	02482
144	Alisha	Pinkham	33 Cherry Street	Gloucester	MA	01930
145	Mr. & Mrs. Ben	Potter	136 Essex St. Apt. 106	S. Hamilton	MA	01982
146	Mrs. Ethel	Price	1209 The Heights of Cape Ann	Gloucester	MA	01930
147	Mr. & Mrs. Ernest	Prouty	9 Idlewood Drive	S. Yarmouth	MA	02664
148	Mr. Robert	Puff	37 Gloucester Ave.	Gloucester	MA	01930
149	Mrs. Mary	Rail	27 Lovering Heights	Medway	MA	02053
150	Mrs. Rose	Rail	6 Pine Tree Rd.	Wellesley	MA	02482
151	Veronica	Raymond	11 Doanne Road	Gloucester	MA	01930
152	Mr. & Mrs. John	Reilly	950 Heights@Cape Ann #1021	Gloucester	MA	01930
153	Mrs. Gail	Rennie	103 Henderson	Needham	MA	02492
154	Camellia	Rich	167 Magnolia Ave.	Gloucester	MA	01930
155	Brenda	Richard	86 Maplewood Ave	Gloucester	MA	01930
156	Anna Marie	Cutler Richwine	990 Washington St. Apt. 7	Norwood	MA	02062
157	Karen	Rideout	9 Greenlawn Ave. Apt 1R	So. Grafton	MA	01560
158	Dorothy	Robinson	4 Bishop St.	Jamaica Plain	MA	02130
159	Mr. & Mrs. Markus	Rolph	11 Victor Ave.	Beverly	MA	01915
160	Bambi	Rosario	1020 Alewife Circle	So. Yarmouth	MA	02664
			Swan Pond Village			

IDENTIFICATION #04-2307820

INDIVIDUALS - BABSON-WEBBER-MUSTARD FUND 2009

161	Joyce	Rowe	P.O. Box 832	Gloucester	MA	01930
162	Cherane	Roy	71 Barton Rd.	Wellesley	MA	02481
163 Mrs.	Jean	Rudenauer	167 Great Rd.	Maynard	MA	01754
164 Mr. & Mrs.	Jason	Ruzek	9 Chapel St.	Gloucester	MA	01930
165	Andrea	Sadler	4 Leighton Court	Gloucester	MA	01930
166 Mrs.	Eugenie	Sampson	3 Leverett Lane	Gloucester	MA	01930
167 Ms.	Brieana	Saunders	29 East Main Street	Gloucester	MA	193001930
168 Mrs.	Marie	Schofield	13 Barton Road	Wellesley	MA	02481
169	Cheryl	Sholds	43A Squam Road	Rockport	MA	01966
170 Mrs.	Lois	Showalter	1900 Beacon St.	Brookline	MA	02445
(171)	Marianne	Smith	16 Pleasant St.	Wellesley	MA	02482
172	Diane	Sperry	133 Essex Ave.	Gloucester	MA	01930
173	Sandy	Stillman	42 Willowood	Gloucester	MA	01930
174	Sylvia	Stillman	99 Prospect St. Apt. 30	Gloucester	MA	01930
175 Mr. & Mrs.	John	Storer	80 Myrtle St. Apt. 1	Waltham	MA	02453
176	Michelle	Stratton	428 Broadway	Raynham	MA	02767
177 Mr. & Mrs.	Dennis	Tarr	24 Myrtle St.	Beverly	MA	01915
178 Mrs.	Karen	Thompson	106 Main St. Apt. 301.	Wayland	MA	01778
179	Shirley	Thompson	19 Shepherd St. Apt. 2	Gloucester	MA	01930
180	Roxanne	Tierl	P.O. Box 338	Rockport	MA	01966
181 Mr. & Mrs.	Robert	Tidsley	114 Dwinell St.	West Roxbury	MA	02132
182	Peter	Todd	120 Granite Street	Rockport	MA	01966
183	Christine	Tupper	143 A Main Street	Rockport	MA	01966
184	Rene	Villarreal	20 Parker Road	Dedham	MA	02028
185	Heidi	Waller	9 Magnolia Ave	Gloucester	MA	01930
186	Marianne	Walles	30 Mystic St.	Arlington	MA	02174
187 Mrs.	Alice	Walsh	57 Regina Drive	Leominster	MA	01453
188 Mrs.	Marjorie	Walsh	52 Halsey Ave.	Wellesley	MA	02482
189	Victoria	Walton	1 Webster St. Apt. 2L	Gloucester	MA	01930
190	Avilla	Wass	4 Millbrook Park	Rockport	MA	01966
191	Alyce	Wherren	23 Riverside Rd.	Gloucester	MA	01930
192 Mr. & Mrs.	Robert	William	5 Broadway Ave.	Rockport	MA	01966

c/o Patrick Slyman

Total 2008	199
Delete	61
Add	54
Total 2009	192

Amount	\$450.00
Total	\$86,400.00
	1,800
	88,200

Checks not recorded above (4 checks)

IDENTIFICATION #04-2307820

Books for needy individuals 3,402



Account No.
818-96752

Taxpayer No.
04-2307820

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JUDITH F RHOME TTEE

2009 TAX REPORTING STATEMENT

Your Tax Reporting Statement information that follows is a personal summary of your account activity and is not reported to the IRS.

The Capital Gain and Loss Transaction section is provided to facilitate your review and the preparation of your tax return. In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that an election was in effect to amortize the premium paid on the purchase of taxable bonds. The gain (loss) information may not include return of capital, sales load deferral or wash sales adjustments. RICs (which may include mutual funds and unit investment trusts) may reclassify principal distributions as capital gains. The Cost Basis for these securities may not have been adjusted on your statement to reflect such reclassifications. Please refer to information provided by the RIC and discuss with your tax advisor. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

Data from Forms 1099 (reportable Dividend and Interest) is also repeated in this summary for your convenience. Additionally, we have included items such as margin interest and select account fees if applicable. Please discuss the deductibility of these items with your tax advisor. For select clients, we have also included a summary of Visa charges and checking activity.

Merrill Lynch is neither a tax return preparer or tax advisor. Please see your tax advisor for more information.

2009 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
SHORT TERM CAPITAL GAINS								
HEINZ H J CO PV 25CT	67.0000	01/13/09	11/04/09			2,701.07	2,418.70	282.37
	58.0000	04/14/09	11/04/09			2,338.24	1,941.26	396.98
	29.0000	07/13/09	11/04/09			1,169.12	1,038.49	130.63
	25.0000	10/13/09	11/04/09			1,007.87	1,005.75	2.12
Security Subtotal						7,216.30	6,404.20	812.10
Short Term Capital Gains Subtotal						7,216.30	6,404.20	812.10
SHORT TERM CAPITAL LOSSES								
ALLSTATE CORP DEL COM	800.0000	11/11/08	06/29/09			19,027.04	20,409.10	(1,382.06)
Short Term Capital Losses Subtotal						19,027.04	20,409.10	(1,382.06)
NET SHORT TERM CAPITAL GAIN (LOSS)								
								(569.96)
LONG TERM CAPITAL GAINS								
CD IMPERIAL CAPITAL BK	95000.0000	03/04/08	12/22/09			95,000.00	95,000.00	0.00

GABSON-WEBBER - MUSTARD FUND
EIN- 04 2307820
12/31/09



Account No.
818-96752

Taxpayer No.
04-2307820

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JUDITH F RHOME TTEE

2009 TAX REPORTING STATEMENT

2009 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Year-to-Date Amortization/Accretion Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
CD FIFTH THIRD BK	200000.0000	11/12/08	11/19/09		200,000.00	200,000.00	0.00
ABBOTT LABS	700 0000	03/12/85	03/11/09		32,194.67	2,082.92	30,111.75
JPMORGAN CHASE & CO	1320.0000	11/09/99	06/29/09		45,196.82	39,414.60	5,782.22
	1320.0000	11/04/02	06/29/09		45,196.82	39,882.29	5,314.53
Security Subtotal					90,393.64	79,296.89	11,096.75
Long Term Capital Gains Subtotal					417,588.31	376,379.81	41,208.50

LONG TERM CAPITAL LOSSES

AMER EXPRESS COMPANY	1200.0000	11/20/06	05/14/09		28,501.00	72,301.52	(43,800.52)
	500.0000	11/20/06	05/14/09		11,882.64	30,125.64	(18,243.00)
Security Subtotal					40,383.64	102,427.16	(62,043.52)
FAIRPOINT COMMUNICATIONS	37 0000	11/02/07	05/14/09		25.20	418.50	(393.30)
HEINZ H J CO PV 25CT	1100.0000	08/21/06	03/11/09		34,559.00	45,856.73	(11,297.73)
	100 0000	08/21/06	03/11/09		3,141.73	4,169.30	(1,027.57)
	2200.0000	08/21/06	05/14/09		78,216.09	91,724.75	(13,508.66)
	100.0000	08/21/06	05/14/09		3,549.85	4,169.30	(619.45)
	689.0000	08/21/06	11/04/09		27,779.75	28,726.52	(946.77)
	800.0000	08/21/06	11/04/09		32,271.14	33,354.46	(1,083.32)
	411.0000	08/21/06	11/04/09		16,569.21	17,135.86	(566.65)
	44.0000	10/11/06	11/04/09		1,773.83	1,856.80	(82.97)
	42 0000	01/11/07	11/04/09		1,693.20	1,938.30	(245.10)
	40.0000	04/11/07	11/04/09		1,612.57	1,896.00	(283.43)
	45.0000	07/11/07	11/04/09		1,814.14	2,103.75	(289.61)
	46.0000	10/11/07	11/04/09		1,854.46	2,121.06	(266.60)
	46 0000	01/11/08	11/04/09		1,854.46	2,137.16	(282.70)



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JUDITH F RHOME TTEE

2009 TAX REPORTING STATEMENT

2009 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Year-to-Date Amortization/Accretion Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
HEINZ H J CO PV 25CT	46.0000	04/11/08	11/04/09		1,854.46	2,148.20	(293.74)
	48.0000	07/11/08	11/04/09		1,935.09	2,380.32	(445.23)
	53.0000	10/13/08	11/04/09		2,136.66	2,368.04	(231.38)
Security Subtotal					212,615.64	244,086.55	(31,470.91)
JPMORGAN CHASE & CO	1000.0000	11/11/98	06/29/09		34,233.76	38,574.35	(4,340.59)
	320.0000	11/11/98	06/29/09		10,956.80	12,343.80	(1,387.00)
	1000.0000	11/15/04	06/29/09		34,240.02	39,697.28	(5,457.26)
Security Subtotal					79,430.58	90,615.43	(11,184.85)
LOWE'S COMPANIES INC	1882.0000	11/02/07	11/04/09		36,439.38	50,201.46	(13,762.08)
	1618.0000	11/02/07	11/04/09		31,338.63	43,159.39	(11,820.76)
Security Subtotal					67,778.01	93,360.85	(25,582.84)
VERIZON COMMUNICATNS COM	500.0000	11/02/07	06/29/09		15,440.48	22,492.74	(7,052.26)
	1500.0000	11/02/07	06/29/09		46,339.31	67,478.22	(21,138.91)
Security Subtotal					61,779.79	89,970.96	(28,191.17)
Long Term Capital Losses Subtotal					462,012.86	620,879.45	(158,866.59)
NET LONG TERM CAPITAL GAIN (LOSS)							(117,658.09)
TOTAL CAPITAL GAINS AND LOSSES					905,844.51	1,024,072.56	(118,228.05)
TOTAL REPORTABLE GROSS PROCEEDS					905,873.59		
DIFFERENCE					(29.08) *		

Note: Capital gains and losses in this statement are not reported to the IRS.

* Difference reflects items that are included in the reportable gross proceeds section of your statement but are not included in the gain/loss section (e.g., liquidation of fractional shares and the proceeds from certain tender offers). It also reflects items that are included in the gain/loss section of your statement but not in the reportable gross proceeds section (e.g., option premium received).



Account No.
818-96752

Taxpayer No.
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JUDITH F RHOME TTEE

2009 TAX REPORTING STATEMENT

REALIZED CAPITAL GAIN AND LOSS SUMMARY

SHORT TERM GAINS	SHORT TERM LOSSES	LONG TERM GAINS	LONG TERM LOSSES
812.10	(1,382.06)	41,208.50	(158,866.59)
TOTAL			

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3 month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

Part II	Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)	
Type or print File by the extended due date for filing the return. See instructions	Name of Exempt Organization BABSON-WEBBER-MUSTARD FUND C/O JUDITH RHOME, TRUSTEE	Employer identification number 04-2307820
	Number, street, and room or suite no. If a P.O. box, see instructions P.O. BOX 559	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SUDBURY, MA 01776	

Check type of return to be filed (File a separate application for each return)

- ☐ Form 990
 ☐ Form 990-EZ
 ☐ Form 990 T (sec 401(a) or 408(a) trust)
 ☐ Form 1041-A
 ☐ Form 5227
 ☐ Form 8870
☐ Form 990-BL
☒ Form 990-PF
☐ Form 990 T (trust other than above)
☐ Form 4720
☐ Form 6069

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

JUDITH RHOME

- The books are in the care of ☒ **161 DUTTON ROAD - SUDBURY, MA 01776**
 Telephone No ☒ **978-443-3972** FAX No. ☐
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for
- 4 I request an additional 3-month extension of time until **NOVEMBER 15, 2010**
- 5 For calendar year **2009**, or other tax year beginning _____, and ending _____
- 6 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension
INFORMATION NEEDED TO FILE A RETURN IS NOT YET AVAILABLE.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$ 8,063.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$ 8,063.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☒ *Jail Anam* Title ☒ *CAA* Date ☒ *8/13/10*

Form 8868 (Rev. 4-2009)

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Type or print File by the due date for filing your return. See instructions	Name of Exempt Organization BABSON-WEBBER-MUSTARD FUND C/O JUDITH RHOME, TRUSTEE	Employer identification number 04-2307820
	Number, street, and room or suite no. If a P O box, see instructions P.O. BOX 559	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions SUDBURY, MA 01776	

Check type of return to be filed(file a separate application for each return):

- | | | |
|---|--|------------------------------------|
| ☐ Form 990 | ☐ Form 990-T (corporation) | ☐ Form 4720 |
| ☐ Form 990-BL | ☐ Form 990-T (sec 401(a) or 408(a) trust) | ☐ Form 5227 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 6069 |
| ☒ Form 990-PF | ☐ Form 1041-A | ☐ Form 8870 |

JUDITH RHOME

- The books are in the care of ► **161 DUTTON ROAD - SUDBURY, MA 01776**

Telephone No ► **978-443-3972**

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover

- 1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for
► ☒ calendar year **2009** or
► ☐ tax year beginning , and ending

- 2 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	8,063.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	4,063.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	\$	4,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.**

Form **8868** (Rev. 4-2009)