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Form **990-PF**

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

OMB No 1545-0052

2009Department of the Treasury
Internal Revenue Service (77)

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

THE MR & MRS ROBERT N CHAPMAN AND SON ROBERT B CHAPMAN CH

A Employer identification number

20-8233924

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

133 OLD TOWER HILL ROAD

B Telephone number (see page 10 of the instructions)

401-789-0217

City or town, state, and ZIP code

WAKEFIELD

RI

02879

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 ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐

H Check type of organization. ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end
of year (from Part II, col. (c),
line 16) \blacktriangleright \$ 349,840

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

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) (see page 11 of the instructions))

| | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|--|------------------------------|----------------------------|--|
| Revenue | | | | |
| 1 Contributions, gifts, grants, etc., received (attach schedule) | | | | |
| 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B | | | | |
| 3 Interest on savings and temporary cash investments | 177 | 177 | | |
| 4 Dividends and interest from securities | 17,475 | 17,475 | | |
| 5 a Gross rents | | 0 | | |
| b Net rental income or (loss) | 0 | | | |
| 6 a Net gain or (loss) from sale of assets not on line 10 | -40,817 | | | |
| b Gross sales price for all assets on line 6a | 386,619 | | | |
| 7 Capital gain net income (from Part IV, line 2) | | 0 | | |
| 8 Net short-term capital gain | | 0 | | |
| 9 Income modifications | | | | |
| 10 a Gross sales less returns and allowances | 0 | | | |
| b Less Cost of goods sold | 0 | | | |
| c Gross profit or (loss) (attach schedule) | 0 | | | |
| 11 Other income (attach schedule) | 1,896 | 0 | 0 | |
| 12 Total. Add lines 1 through 11 | -21,269 | 17,652 | 0 | |
| Operating and Administrative Expenses | | | | |
| 13 Compensation of officers, directors, trustees, etc. | 0 | | | |
| 14 Other employee salaries and wages | | | | |
| 15 Pension plans, employee benefits | | | | |
| 16 a Legal fees (attach schedule) | 267 | 0 | 0 | 0 |
| b Accounting fees (attach schedule) | 0 | 0 | 0 | 0 |
| c Other professional fees (attach schedule) | 0 | 0 | 0 | 0 |
| 17 Interest | | | | |
| 18 Taxes (attach schedule) (see page 14 of the instructions) | 4,294 | 268 | 0 | 0 |
| 19 Depreciation (attach schedule) and depletion | 0 | 0 | 0 | |
| 20 Occupancy | | | | |
| 21 Travel, conferences, and meetings | | | | |
| 22 Printing and publications | | | | |
| 23 Other expenses (attach schedule) | 70 | 0 | 0 | 0 |
| 24 Total operating and administrative expenses. Add lines 13 through 23 | 4,631 | 268 | 0 | 0 |
| 25 Contributions, gifts, grants paid | 35,000 | | | 35,000 |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 39,631 | 268 | 0 | 35,000 |
| 27 Subtract line 26 from line 12: | | | | |
| a Excess of revenue over expenses and disbursements | -60,900 | | | |
| b Net investment income (if negative, enter -0-) | | 17,384 | | |
| c Adjusted net income (if negative, enter -0-) | | | 0 | |

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Form **990-PF** (2009)

(HTA)

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| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.) | Beginning of year | End of year | |
|-----------------------------|------|--|-------------------|----------------|-----------------------|
| | | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 | Cash—non-interest-bearing | | | |
| | 2 | Savings and temporary cash investments | 18,808 | 3,601 | 3,601 |
| | 3 | Accounts receivable <input type="checkbox"/> 0 | | | |
| | | Less allowance for doubtful accounts <input type="checkbox"/> 0 | 0 | 0 | 0 |
| | 4 | Pledges receivable <input type="checkbox"/> 0 | | | |
| | | Less allowance for doubtful accounts <input type="checkbox"/> 0 | 0 | 0 | 0 |
| | 5 | Grants receivable | | | |
| | 6 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) | 0 | 0 | 0 |
| | 7 | Other notes and loans receivable (attach schedule) <input type="checkbox"/> 0 | | | |
| | | Less allowance for doubtful accounts <input type="checkbox"/> 0 | 0 | 0 | 0 |
| | 8 | Inventories for sale or use | | | |
| | 9 | Prepaid expenses and deferred charges | | | |
| | 10 a | Investments—U S and state government obligations (attach schedule) | 0 | 0 | 0 |
| | b | Investments—corporate stock (attach schedule) | 387,154 | 375,485 | 330,949 |
| | c | Investments—corporate bonds (attach schedule) | 0 | 0 | 0 |
| Liabilities | 11 | Investments—land, buildings, and equipment basis <input type="checkbox"/> 0 | | | |
| | | Less accumulated depreciation (attach schedule) <input type="checkbox"/> 0 | 0 | 0 | 0 |
| | 12 | Investments—mortgage loans | | | |
| | 13 | Investments—other (attach schedule) | 30,605 | 11,345 | 15,290 |
| | 14 | Land, buildings, and equipment basis <input type="checkbox"/> 0 | | | |
| | | Less accumulated depreciation (attach schedule) <input type="checkbox"/> 0 | 0 | 0 | 0 |
| | 15 | Other assets (describe <input type="checkbox"/>) | 0 | 0 | 0 |
| | 16 | Total assets (to be completed by all filers—see the instructions Also, see page 1, item I) | 436,567 | 390,431 | 349,840 |
| | 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 | 0 | 0 | |
| | 21 | Mortgages and other notes payable (attach schedule) | 0 | 0 | |
| | 22 | Other liabilities (describe <input type="checkbox"/>) | 0 | 0 | |
| | 23 | Total liabilities (add lines 17 through 22) | 0 | 0 | |
| | | Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. | | | |
| | 24 | Unrestricted | | | |
| | 25 | Temporarily restricted | | | |
| | 26 | Permanently restricted | 436,567 | 390,431 | |
| | | Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31. | | | |
| | 27 | Capital stock, trust principal, or current funds | | | |
| | 28 | Paid-in or capital surplus, or land, bldg, and equipment fund | | | |
| | 29 | Retained earnings, accumulated income, endowment, or other funds | | | |
| | 30 | Total net assets or fund balances (see page 17 of the instructions) | 436,567 | 390,431 | |
| | 31 | Total liabilities and net assets/fund balances (see page 17 of the instructions) | 436,567 | 390,431 | |

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 | 436,567 |
| 2 | Enter amount from Part I, line 27a | 2 | -60,900 |
| 3 | Other increases not included in line 2 (itemize) <input type="checkbox"/> Reverse Prior Year Timing Difference | 3 | 14,764 |
| 4 | Add lines 1, 2, and 3 | 4 | 390,431 |
| 5 | Decreases not included in line 2 (itemize) <input type="checkbox"/> | 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 | 390,431 |

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 See Attached Statement | | | | |
| b | | | | |
| c | | | | |
| 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 | 0 | 0 | 0 | |
| b | 0 | 0 | 0 | |
| c | 0 | 0 | 0 | |
| d | 0 | 0 | 0 | |
| e | 0 | 0 | 0 | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | | |
| (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 | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) | |
| a | 0 | 0 | 0 | |
| b | 0 | 0 | 0 | |
| c | 0 | 0 | 0 | |
| d | 0 | 0 | 0 | |
| e | 0 | 0 | 0 | |
| 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 | -42,564 |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 | | | 3 | 15,041 |

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 page 18 of the 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 | 9,830 | 393,845 | 0.024959 |
| 2007 | 0 | 495,847 | 0.000000 |
| 2006 | | | 0.000000 |
| 2005 | | | 0.000000 |
| 2004 | | | 0.000000 |
| 2 Total of line 1, column (d) | | | 2 0.024959 |
| 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 0.012480 |
| 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 | | | 4 302,085 |
| 5 Multiply line 4 by line 3 | | | 5 3,770 |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | | | 6 174 |
| 7 Add lines 5 and 6 | | | 7 3,944 |
| 8 Enter qualifying distributions from Part XII, line 4 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 on page 18. | | | 8 35,000 |

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b

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 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments

a 2009 estimated tax payments and 2008 overpayment credited to 2009

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

8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached

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 26 Refunded

Part VII-A Statements Regarding Activities

1 a 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?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the 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.

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 \$ (2) On foundation managers \$

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If "Yes," attach a detailed description of the activities

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

4 a 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?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T.

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

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

8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) RI

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

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 on page 27)?

If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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 page 20 of the 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? | 13 | X | |

Website address ☐ _____

14 The books are in care of ☐ Brown, Lisle/Cummings, Inc. Telephone no ☐ 401-421-8900
 Located at ☐ One Turks Head Place, Suite 800 Providence RI ZIP+4 ☐ 02903

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

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

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

| | Yes | No |
|--|-----|-----|
| 1a During the year did the foundation (either directly or indirectly) | | |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> | 1b | 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 2009? | 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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="checkbox"/> 20 _____, 20 _____, 20 _____, 20 _____ | | |
| b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions) | 2b | 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 <input type="checkbox"/> 20 _____, 20 _____, 20 _____, 20 _____ | | |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) | 3b | N/A |
| 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 2009? | 4b | X |

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)? (see page 22 of the instructions)
- (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 page 22 of the instructions)?

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?

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

☐ Yes ☒ No**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?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

5b N/A

6b X

7b X

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

| (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 |
|--|---|---|---|---------------------------------------|
| John A. Marginson One Turks Head Place Providence RI 02903 | Director 10.00 | 0 | 0 | 0 |
| Archibald B. Kenyon, Jr. 133 Old Tower Hill Rd Wakefield RI 02879 | Director 10.00 | 0 | 0 | 0 |
| | .00 | 0 | 0 | 0 |
| | .00 | 0 | 0 | 0 |

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). 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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|---|---------------------|------------------|
| NONE | | 0 |
| | | 0 |
| | | 0 |
| | | 0 |
| | | 0 |
| | | 0 |

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

Part IX-A Summary of Direct Charitable Activities

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

| | Expenses |
|-------|----------|
| 1 N/A | |
| 2 | |
| 3 | |
| 4 | |

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

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

| | Amount |
|--|--------|
| 1 N/A | |
| 2 | |
| All other program-related investments. See page 24 of the instructions | |
| 3 | 0 |
| Total. Add lines 1 through 3 | 0 |

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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 | 297,886 |
| b | Average of monthly cash balances | 1b | 8,799 |
| c | Fair market value of all other assets (see page 24 of the instructions) | 1c | |
| d | Total (add lines 1a, b, and c) | 1d | 306,685 |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | |
| 3 | Subtract line 2 from line 1d | 3 | 306,685 |
| 4 | Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions) | 4 | 4,600 |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4 | 5 | 302,085 |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 15,104 |

Part XI Distributable Amount (see page 25 of the 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 | 15,104 |
| 2a | Tax on investment income for 2009 from Part VI, line 5 | 2a | 174 |
| b | Income tax for 2009 (This does not include the tax from Part VI) | 2b | |
| c | Add lines 2a and 2b | 2c | 174 |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 14,930 |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 | Add lines 3 and 4 | 5 | 14,930 |
| 6 | Deduction from distributable amount (see page 25 of the instructions) | 6 | |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1 | 7 | 14,930 |

Part XII Qualifying Distributions (see page 25 of the 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 | 35,000 |
| 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 | 0 |
| 4 | Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 35,000 |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions) | 5 | 174 |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 34,826 |

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 page 26 of the instructions)

| | (a) Corpus | (b) Years prior to 2008 | (c) 2008 | (d) 2009 |
|---|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2009 from Part XI, line 7 | | | | 14,930 |
| 2 Undistributed income, if any, as of the end of 2009 | | | | |
| a Enter amount for 2008 only | | | 19,522 | |
| b Total for prior years 20 05 , 20 06 , 20 07 | | 13,986 | | |
| 3 Excess distributions carryover, if any, to 2009 | | | | |
| a From 2004 | 0 | | | |
| b From 2005 | 0 | | | |
| c From 2006 | 0 | | | |
| d From 2007 | 0 | | | |
| e From 2008 | 0 | | | |
| f Total of lines 3a through e | 0 | | | |
| 4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 35,000 | | | | |
| a Applied to 2008, but not more than line 2a | | | 19,522 | |
| b Applied to undistributed income of prior years (Election required—see page 26 of the instructions) | | 13,986 | | |
| c Treated as distributions out of corpus (Election required—see page 26 of the instructions) | 0 | | | |
| d Applied to 2009 distributable amount | | | | 1,492 |
| 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: | | | | |
| 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 | | | | |
| d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions | | 0 | | |
| e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions | | | 0 | |
| f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010 | | | | 13,438 |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) | | | | |
| 8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) | 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 | 0 | | | |
| b Excess from 2006 | 0 | | | |
| c Excess from 2007 | 0 | | | |
| d Excess from 2008 | 0 | | | |
| e Excess from 2009 | 0 | | | |

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 <i>Paid during the year</i> | | | | |
| NORTH KINGSTOWN FOOD PANTRY | N/A | Sec 501 (c)(3) | Distribute food to the economically | 2,500 |
| SOUTH COUNTY COMMUNITY ACTION | N/A | Sec 501(c)(3) | Wide Range of Social Services | 2,500 |
| CHIRST THE KING PARISH | N/A | Religious | Funding Religious Activities | 10,000 |
| ST MARY'S STAR OF THE SEA | N/A | Religious | Funding Religious Activities | 10,000 |
| ST BERNARDS | N/A | Religious | Funding Religious Activities | 10,000 |
| Total | | | ▶ 3a | 35,000 |
| b <i>Approved for future payment</i> | | | | |
| Total | | | ▶ 3b | 0 |

Part XVII 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 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?</p> | Yes | No |
| <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> | | |
| <p>(1) Cash</p> | 1a(1) | X |
| <p>(2) Other assets</p> | 1a(2) | X |
| <p>b Other transactions:</p> | | |
| <p>(1) Sales of assets to a noncharitable exempt organization</p> | 1b(1) | X |
| <p>(2) Purchases of assets from a noncharitable exempt organization</p> | 1b(2) | X |
| <p>(3) Rental of facilities, equipment, or other assets</p> | 1b(3) | X |
| <p>(4) Reimbursement arrangements</p> | 1b(4) | X |
| <p>(5) Loans or loan guarantees</p> | 1b(5) | X |
| <p>(6) Performance of services or membership or fundraising solicitations</p> | 1b(6) | X |
| <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> | 1c | X |
| <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> | | |

[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 |
|--------------------------|--------------------------|---------------------------------|
| | | |
| | | |
| | | |
| | | |
| | | |

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

Date _____

Title _____

Date _____

Preparer's
signature

► E.A. Biatucci, CPA

8/3/2010

Check if self-employed ☒

Preparer's identifying
number (see **Signature** on
page 30 of the instructions)
P00495862

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

ELIZABETH A. BEATRICE, CPA
40 KAREE CT, WAKEFIELD, RI 02879

FIN ▶

Phone no (401) 782-1365

Other Elections

THE MR & MRS ROBERT N CHAPMAN AND SON ROBERT B CHAPMAN CHARITABLE 924

☒**Section 4942(h)(2) Election as to the Treatment of Qualifying Distributions**

Pursuant to IRC Sec. 4942(h)(2) and Reg. 53.4942(a)-3(d)(2), the above referenced foundation hereby elects to treat current year qualifying distributions in excess of the immediately preceding tax year's undistributed income as being made out of:

Tax Year: 2008 Amount: \$13,986.

Signed

Archibald B. Kenyon, Trustee

Date

Signed

John A Marginson, Trustee

Date

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

| Totals. | | | | | | | | | | | | |
|-----------------------------|-------------------------------|---------------------------|-----------|-----------|--------------------------------------|---------------|--------------------|-------------|--------------------------------|--------------------------------|------------------|------------------|
| Index | Check "X" if Sale of Security | Description | CUSIP # | Purchaser | Check "X" if Purchaser is a Business | Date Acquired | Acquisition Method | Gross Sales | | Cost, Other Basis and Expenses | | Net Gain or Loss |
| | | | | | | | | Date Sold | Price | Cost or Other Basis | Valuation Method | |
| 1 | X | 1,000 SH OF AFLAC, INC | 001055102 | | | 1/30/2009 | P | 4/17/2009 | 26,574 | 20,912 | | |
| 2 | X | 1,500 SH OF AMERICAN INTL | 026874800 | | | 5/20/2009 | P | 7/9/2009 | 8,181 | 10,321 | | |
| 3 | X | 1,330.996 SH OF AQUILA 3 | 03841H109 | | | 2/27/2009 | P | 11/19/2009 | 11,844 | 11,861 | | |
| 4 | X | 1,250 SH OF BANK OF AMER | 060505104 | | | 1/2/2009 | P | 7/8/2009 | 14,807 | 18,046 | | |
| 5 | X | 1,100 SH OF BANK OF AMER | 060505815 | | | 2/9/2009 | P | 6/10/2009 | 16,937 | 7,986 | | |
| 6 | X | 550 SH OF BARCLAYS SER 4 | 06739H511 | | | 5/15/2009 | P | 10/20/2009 | 12,780 | 9,615 | | |
| 7 | X | 750 SH OF BARCLAYS PLC | 06739H776 | | | 4/28/2009 | P | 11/17/2009 | 15,935 | 10,538 | | |
| 8 | X | 600 SH OF BARNES & NOBLE | 067774109 | | | 11/17/2009 | P | 12/14/2009 | 11,288 | 13,206 | | |
| 9 | X | 100 SH OF CANADIAN NATL R | 136375102 | | | 8/14/2008 | P | 7/16/2009 | 4,240 | 5,270 | | |
| 10 | X | 1,040 SH OF CEMEX SAB | 151290889 | | | 10/1/2008 | P | 8/17/2009 | 10,651 | 9,383 | | |
| 11 | X | 300 SH OF CHESAPEAKE ENR | 165167107 | | | 10/14/2008 | P | 10/1/2009 | 8,127 | 7,217 | | |
| 12 | X | CITIGROUP INC | 172967101 | | | 7/30/2009 | P | 7/30/2009 | 3 | 0 | | |
| 13 | X | 1,200 SH OF G E CO | 369604103 | | | 3/12/2009 | P | 6/18/2009 | 13,994 | 15,299 | | |
| 14 | X | 1,500 SH OF HARTFORD FINL | 416515104 | | | 11/3/2008 | P | 5/15/2009 | 22,396 | 22,940 | | |
| 15 | | 350 SH OF NUSTAR ENERGY | 67058H102 | | | 12/31/2008 | P | 2/12/2009 | 16,043 | 14,296 | | |
| 16 | X | 250 SH OF PROSHARES TR | 74347R883 | | | 7/8/2009 | P | 8/31/2009 | 10,763 | 15,121 | | |
| 17 | X | 1,000 SH OF ROYAL BK SCOT | 780097747 | | | 7/30/2009 | P | 8/27/2009 | 8,621 | 12,452 | | |
| 18 | X | 1,250 SH OF ROYAL BK SCOT | 780097754 | | | 8/4/2009 | P | 1/7/2009 | 13,955 | 12,891 | | |
| 19 | X | 675 SH OF SOUTHERN COPP | 84265V105 | | | 4/17/2009 | P | 12/22/2009 | 21,684 | 14,315 | | |
| 20 | X | 1,000 SH OF TEXTRON INC | 883203101 | | | 4/6/2009 | P | 8/25/2009 | 14,489 | 12,538 | | |
| 21 | X | 400 SH OF US STEEL CORP | 912909108 | | | 11/26/2008 | P | 4/28/2009 | 10,579 | 11,992 | | |
| 22 | X | 300 SH OF WYETH | 983024100 | | | 4/11/2008 | P | 1/27/2009 | 12,919 | 13,763 | | |
| 23 | X | 500 SH OF AEGON NV PFD | N00927348 | | | 9/14/2007 | P | 2/27/2009 | 3,047 | 12,500 | | |
| 24 | X | 300 SH OF AES TR III | 00808N202 | | | 5/15/2007 | P | 2/27/2009 | 9,247 | 15,330 | | |
| 25 | X | 31 605 SH OF AQUILA 3 PK | 03841H109 | | | 7/2/2008 | P | 1/19/2009 | 18,656 | 18,716 | | |
| 26 | X | 400 SH OF AVON PROD, INC | 054303102 | | | 11/5/2007 | P | 2/27/2009 | 7,036 | 16,300 | | |
| 27 | X | 400 SH OF CVS CAREMARK | 126650100 | | | 1/7/2008 | P | 5/15/2009 | 12,269 | 15,556 | | |
| 28 | X | 300 SH OF CHESAPEAKE EN | 165167107 | | | 8/1/2008 | P | 10/1/2009 | 8,127 | 17,176 | | |
| 29 | X | 3,653 SH OF CITIGROUP INC | 172967101 | | | 8/10/2007 | P | 9/16/2009 | 15,115 | 12,500 | | |
| 30 | X | 500 SH OF ENTERPRISE PRO | 293792107 | | | 6/3/2008 | P | 7/30/2009 | 13,533 | 15,788 | | |
| 31 | X | 500 SH OF PENN WEST | 707885109 | | | 1/15/2008 | P | 2/9/2009 | 5,556 | 19,346 | | |
| 32 | X | 1,000 SH OF WINDSTREAM | 97381W104 | | | 12/26/2006 | P | 2/27/2009 | 7,223 | 14,262 | | |
| Amount | | | | | | | | | | | | |
| Long Term CG Distributions | | | | | | | | | | | | |
| Short Term CG Distributions | | | | | | | | | | | | |
| Securities | | | | | | | | | | 370,576 | 413,140 | -42,564 |
| Other sales | | | | | | | | | | 16,043 | 14,296 | 1,747 |
| | | | | | | | | Gross Sales | Cost, Other Basis and Expenses | | Net Gain or Loss | |
| | | | | | | | | Date Sold | Gross Sales Price | Cost or Other Basis | Valuation Method | |
| | | | | | | | | 4/17/2009 | 26,574 | 20,912 | | |
| | | | | | | | | 7/9/2009 | 8,181 | 10,321 | | |
| | | | | | | | | 11/19/2009 | 11,844 | 11,861 | | |
| | | | | | | | | 7/8/2009 | 14,807 | 18,046 | | |
| | | | | | | | | 6/10/2009 | 16,937 | 7,986 | | |
| | | | | | | | | 10/20/2009 | 12,780 | 9,615 | | |
| | | | | | | | | 11/17/2009 | 15,935 | 10,538 | | |
| | | | | | | | | 12/14/2009 | 11,288 | 13,206 | | |
| | | | | | | | | 7/16/2009 | 4,240 | 5,270 | | |
| | | | | | | | | 8/17/2009 | 10,651 | 9,383 | | |
| | | | | | | | | 10/1/2009 | 8,127 | 7,217 | | |
| | | | | | | | | 7/30/2009 | 3 | 0 | | |
| | | | | | | | | 6/18/2009 | 13,994 | 15,299 | | |
| | | | | | | | | 5/15/2009 | 22,396 | 22,940 | | |
| | | | | | | | | 2/12/2009 | 16,043 | 14,296 | | |
| | | | | | | | | 8/31/2009 | 10,763 | 15,121 | | |
| | | | | | | | | 8/27/2009 | 8,621 | 12,452 | | |
| | | | | | | | | 1/7/2009 | 13,955 | 12,891 | | |
| | | | | | | | | 12/22/2009 | 21,684 | 14,315 | | |
| | | | | | | | | 8/25/2009 | 14,489 | 12,538 | | |
| | | | | | | | | 4/28/2009 | 10,579 | 11,992 | | |
| | | | | | | | | 1/27/2009 | 12,919 | 13,763 | | |
| | | | | | | | | 2/27/2009 | 3,047 | 12,500 | | |
| | | | | | | | | 2/27/2009 | 9,247 | 15,330 | | |
| | | | | | | | | 1/19/2009 | 18,656 | 18,716 | | |
| | | | | | | | | 2/27/2009 | 7,036 | 16,300 | | |
| | | | | | | | | 5/15/2009 | 12,269 | 15,556 | | |
| | | | | | | | | 10/1/2009 | 8,127 | 17,176 | | |
| | | | | | | | | 9/16/2009 | 15,115 | 12,500 | | |
| | | | | | | | | 7/30/2009 | 13,533 | 15,788 | | |
| | | | | | | | | 2/9/2009 | 5,556 | 19,346 | | |
| | | | | | | | | 2/27/2009 | 7,223 | 14,262 | | |

Line 11 (990-PF) - Other Income

| | | 1,896 | 0 | 0 |
|----|-------------|--------------------------------------|--------------------------|------------------------|
| | Description | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income |
| 1 | Tax Refunds | 1,896 | | |
| 2 | | | 0 | |
| 3 | | | 0 | |
| 4 | | | 0 | |
| 5 | | | 0 | |
| 6 | | | 0 | |
| 7 | | | 0 | |
| 8 | | | 0 | |
| 9 | | | 0 | |
| 10 | | | 0 | |

Line 16a (990-PF) - Legal Fees

| | | 267 | 0 | 0 | 0 |
|----|--|--------------------------------|-----------------------|---------------------|---|
| | Name of Organization or Person Providing Service | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes (Cash Basis Only) |
| 1 | Kenyon Law Associates, LLP | 267 | | | |
| 2 | | | | | |
| 3 | | | | | |
| 4 | | | | | |
| 5 | | | | | |
| 6 | | | | | |
| 7 | | | | | |
| 8 | | | | | |
| 9 | | | | | |
| 10 | | | | | |

Line 18 (990-PF) - Taxes

| | | 4,294 | 268 | 0 | 0 |
|----|---|--------------------------------------|--------------------------|------------------------|---|
| | Description | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
| 1 | Real estate tax not included in line 20 | | | | |
| 2 | Foreign tax paid | 98 | 98 | | |
| 3 | Federal Excise tax | 4,196 | 170 | | |
| 4 | | | | | |
| 5 | | | | | |
| 6 | | | | | |
| 7 | | | | | |
| 8 | | | | | |
| 9 | | | | | |
| 10 | | | | | |

Line 23 (990-PF) - Other Expenses

| | | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|----|--------------------------------------|--------------------------------------|--------------------------|------------------------|---|
| 1 | Amortization. See attached statement | 0 | 0 | 0 | 0 |
| 2 | State Filing Fee | 70 | | | |
| 3 | | | | | |
| 4 | | | | | |
| 5 | | | | | |
| 6 | | | | | |
| 7 | | | | | |
| 8 | | | | | |
| 9 | | | | | |
| 10 | | | | | |

| THE MR AND MRS ROBERT N CHAPMAN AND SON ROBERT B CHAPMAN CHARITABLE TRUST | | | | | | | | | |
|---|-------------------|-----------|------|-----------|-----------|------|-----------|-----------|-----------------|
| SUPPLEMENTAL SCHEDULE OF MARKETABLE SECURITIES | | | | | | | | | |
| YEAR ENDED DECEMBER 31, 2009 | | | | | | | | | |
| | FOUNDATION FUNDED | | | | | | | | |
| | AS OF JANUARY 1, | | | | ADDITIONS | | | | SALES AND OTHER |
| | 20 '09 | | | | | | | | DISPOSITIONS |
| | | | | | | | | | |
| | | | BOOK | | | BOOK | | BOOK | |
| | SHARES | VALUE | | SHARES | BASIS | | SHARES | BASIS | PROCEEDS |
| COMMON STOCKS: | | | | | | | | | |
| Aegon NV | 500 | 12,500.00 | | | | | 500 | 12,500.00 | 3,047.15 |
| Aflac, Inc. | | | | 1,000 | 20,911.82 | | 1,000 | 20,911.82 | 26,573.83 |
| American Express | | | | 400 | 13,477.58 | | | | |
| American Intl Grp. Inc. | | | | 2,400 | 28,934.72 | | | | |
| | | | | 1,500 | 10,320.56 | | 1,500 | 10,320.56 | 8,180.59 |
| Aquila 3 Peaks High | 2189,462 | 20,498.79 | | 3,799,248 | 32,915.68 | | 3,410,702 | 30,577.27 | 30,500.00 |
| A T & T Corp | 500 | 21,022.94 | | | | | | | |
| Avon Products, Inc. | 400 | 16,299.70 | | | | | 400 | 16,299.70 | 7,035.72 |
| Bank of America | | | | 1,250 | 18,046.13 | | 1,250 | 18,046.13 | 14,798.28 |
| Bank of America | | | | 1,100 | 7,986.29 | | 1,100 | 7,986.29 | 16,937.26 |
| Barclays Ser 3 10% | | | | 750 | 10,537.71 | | 750 | 10,537.71 | 15,935.14 |
| Barclays Ser 4 7.75% | | | | 550 | 8,615.05 | | 550 | 9,615.05 | 12,779.63 |
| Barnes & Noble, Inc. | | | | 600 | 13,206.38 | | 600 | 13,206.38 | 11,288.18 |
| BP, PLC | | | | 250 | 12,485.20 | | | | |
| Bristol Myers Squibb | | | | 500 | 13,197.37 | | | | |
| Canadian National Ry Co | 300 | 19,566.80 | | | | | 100 | 5,270.27 | 4,239.67 |
| Cemex S A B | 1000 | 9,383.12 | | | | | 1,040 | 9,383.12 | 10,651.08 |
| Chesapeake Energy Corp | 600 | 24,392.80 | | | | | 600 | 24,392.80 | 16,254.55 |
| Citigroup, Inc. | 3,653 | 12,500.00 | | | | | 3,653 | 12,500.00 | 15,115.33 |
| Citigroup, Inc. | | | | 650 | 9,822.41 | | | | |
| Frontier | 1,000 | 14,792.00 | | | | | | | |
| CVS Corp Del | 400 | 15,556.02 | | | | | 400 | 15,556.02 | 12,268.64 |
| Coeur D Alene Minees | 1500 | 7,925.85 | | | | | | | |
| D R Horton, Inc | 1,000 | 13,160.86 | | | | | | | |
| Deere & Company | | | | 400 | 16,920.20 | | | | |
| DuPont, El | | | | 300 | 10,354.80 | | | | |
| Enerplus | 600 | 0.00 | | | | | | | |
| Evergreen Solar, Inc | 500 | 8,128.00 | | | | | | | |
| Federal Natl Mtg Assn | 600 | 10,775.81 | | | | | | | |
| First Marblehead Corp | 750 | 13,397.70 | | | | | | | |

| | | | | | | | | | |
|-----------------------------------|-------|------------|--|---------------|-------------|-------|------------|------------|--|
| Freeport McMoran Corp | | | | 150 | 12,156.99 | | | | |
| Frontier Communications | | | | 1,500 | 18,623.16 | | | | |
| General Electric Co. | 1200 | 10,702.52 | | | 4,596.59 | 1,200 | 15,299.11 | 13,994.16 | |
| General Growth PPTYS | | | | 2,000 | 13,823.77 | | | | |
| Hartford Financial Svc | 1,500 | 22,940.10 | | | | 1,500 | 22,940.10 | 22,395.85 | |
| Indymac Bancorp | 1,600 | 30,086.00 | | | | | | | |
| Ishares, Inc. | (400) | (8,826.15) | | 750 | 14,947.09 | | | | |
| Intel Corp | | | | 700 | 11,565.06 | | | | |
| JP Morgan Chase | 500 | 12,633.71 | | | | | | | |
| Kraft Foods, Inc | | | | 500 | 13,876.31 | | | | |
| Merrill Lynch & Co. | 750 | 13,634.19 | | | (13,634.19) | 750 | | | |
| Olin Corp New | | | | 750 | 10,295.25 | | | | |
| Oxford INDS Inc. | | | | 500 | 10,460.91 | | | | |
| Penn West Energy Trust | 500 | 19,364.00 | | | | 500 | 19,364.00 | 5,555.68 | |
| Potash Corp of Saskat | | | | 100 | 10,279.56 | | | | |
| Proshares Ultra Short | | | | 250 | 15,120.97 | 250 | 15,120.97 | 10,762.94 | |
| Royal Bank of Scotland | 1,250 | 12,891.59 | | | | 1,300 | 12,891.59 | 13,955.50 | |
| Royal Bank of Scotland | | | | 1000 | 12,452.49 | 1000 | 12,452.49 | 8,620.97 | |
| Southern Copper Corp | | | | 675 | 14,315.08 | 675 | 14,315.08 | 21,684.23 | |
| Textron Inc. | | | | 1000 | 12,538.14 | 1000 | 12,538.14 | 14,488.75 | |
| US Steel | 400 | 11,992.17 | | | | 400 | 11,992.17 | 10,578.92 | |
| Windstream Corp Common | 1,000 | 13,930.00 | | | | 1,000 | 13,930.00 | 7,223.36 | |
| Wyeth | 300 | 13,763.13 | | | | 300 | 13,763.13 | 12,919.19 | |
| TOTAL COMMON STOCKS | | 373,011.65 | | | 389,149.08 | | 381,709.90 | 347,784.60 | |
| OTHER INVESTMENTS: | | | | | | | | | |
| Enterprise Products Partners, LLP | 500 | 15,274.65 | | | | 500 | 15,269.65 | 13,532.93 | |
| | | | | Int & Divid | | | | | |
| | | | | Return of Cap | | | | | |
| Energy Transfer Equity | | | | 500 | 12,142.52 | | | | |
| | | | | Return of Cap | (797.50) | | | | |
| NuStar Energy | 350 | 14,296.23 | | | | 350 | 13,926.10 | 16,043.44 | |
| AES TR III | 300 | 15,330.00 | | | | 300 | 15,330.00 | 9,247.00 | |
| TOTAL OTHER INVESTMENTS | | 44,900.88 | | | 11,715.15 | | 44,525.75 | 38,823.37 | |
| TOTAL MARKETABLE SECURITIES | | 417,912.53 | | | 400,864.23 | | 426,235.65 | 386,607.97 | |

[illegible]

| | | | | |
|-------------|------|------------|-------------|-----------------------------------|
| 0.00 | 150 | 12,156.99 | 506.26 | Freeport McMoran Corp |
| 0.00 | 1500 | 18,623.16 | 1,125.00 | Frontier Communications |
| (1,304.95) | | | 492.00 | General Electric Co. |
| 0.00 | 2000 | 13,823.77 | 205.01 | General Growth PPTYS |
| (544.25) | | | 432.50 | Hartford Financial Svc |
| 0.00 | 1500 | 30,086.00 | | Indymac Bancorp |
| 0.00 | 750 | 14,947.09 | 200.71 | Ishares, Inc. |
| | 700 | 11,565.06 | 196.00 | Intel Corp |
| 0.00 | 500 | 12,633.71 | 1,078.12 | JP Morgan Chase |
| | 500 | 13,876.31 | | Kraft Foods, Inc. |
| 0.00 | | | | Merrill Lynch & Co. |
| | 750 | 10,295.25 | 300.00 | Olin Corp New |
| | 500 | 10,460.91 | 45.00 | Oxford INDS Inc. |
| (13,808.32) | | | 226.73 | Penn West Energy Trust |
| | 100 | 10,279.56 | | Potash Corp of Saskat |
| | | | | Proshares Ultra Short |
| 1,063.91 | | | | Royal Bank of Scotland |
| | | | | Royal Bank of Scotland |
| | | | 219.38 | Southern Copper Corp |
| | | | 32.00 | Textron Inc. |
| (1,413.25) | | | 120.00 | US Steel |
| (6,706.64) | | | 250.00 | Windstream Corp Common |
| (843.94) | | | | Wyeth |
| (35,055.51) | | 375,485.26 | 17,849.13 * | |
| | | | | |
| | | | CAPITAL | |
| (1,736.72) | 0 | 0.00 | 0.00 | Enterprise Products Partners, LLP |
| | | | | |
| | 500 | 11,345.02 | | Energy Transfer Equity |
| | | | | |
| | | | | |
| 2,117.34 | | 0.00 | | NuStar Energy |
| (6,083.00) | | 0.00 | 177.00 | AES TR III |
| (5,702.38) | | 11,345.02 | 177.00 | |
| (40,757.89) | | 386,830.28 | | |

Part II, Line 10b (990-PF) - Investments - Corporate Stock

| | Description | Num. Shares/ Face Value | Book Value Beg. of Year | Book Value End of Year | FMV Beg. of Year | FMV End of Year |
|----|---|----------------------------|----------------------------|---------------------------|---------------------|--------------------|
| 1 | American International Group, Inc. | 2,400 | 0 | 28,935 | 0 | 330,949 |
| 2 | Aegon NV 7 25% Prepetual Cap | 500 | 12,500 | 0 | 5,720 | 28,962 |
| 3 | Aquila Three Peaks High | 2,578 | 20,498 | 22,837 | 16,064 | 23,202 |
| 4 | American Express | 400 | 0 | 13,478 | 0 | 16,208 |
| 5 | A T & T | 500 | 21,023 | 21,023 | 14,250 | 14,015 |
| 6 | Avon Products, Inc. | 400 | 16,299 | 0 | 9,612 | 0 |
| 7 | Canadian National Ry Co | 400 | 15,811 | 0 | 11,028 | 0 |
| 8 | Cemex S A B | 750 | 6,999 | 0 | 6,855 | 0 |
| 9 | Cemex S A B | 250 | 2,384 | 0 | 2,384 | 0 |
| 10 | Canadian National Ry Co | 200 | 3,756 | 14,296 | 3,756 | 16,308 |
| 11 | BP, PLC | 250 | 0 | 12,485 | 0 | 14,493 |
| 12 | CVS Corporation | 750 | 15,556 | 0 | 11,496 | 0 |
| 13 | Chesapeake Energy Corp | 600 | 24,393 | 0 | 9,702 | 0 |
| 14 | Citigroup, Cap XIX Enhanced Tr PFD | 500 | 12,500 | 0 | 8,175 | 0 |
| 15 | Citigroup, Inc. | 650 | 0 | 9,822 | 0 | 11,921 |
| 16 | Frontier Communications Corp Com | 1,500 | 14,792 | 18,623 | 8,740 | 11,715 |
| 17 | Coeur D Alene Minees | 1,500 | 7,926 | 7,926 | 1,320 | 2,709 |
| 18 | D R Horton, Inc | 1,000 | 13,161 | 13,161 | 7,070 | 10,870 |
| 19 | Bristol Myers Squibb | 500 | 0 | 13,197 | 0 | 12,625 |
| 20 | Deere & Company | 400 | 0 | 16,920 | 0 | 21,636 |
| 21 | DuPont, Ei | 300 | 0 | 10,355 | 11,748 | 10,101 |
| 22 | Evergreen Solar Inc | 500 | 8,128 | 8,128 | 1,595 | 755 |
| 23 | Federal National Mtg Assn | 600 | 10,776 | 10,776 | 630 | 1,068 |
| 24 | First Marblehead Corp | 750 | 13,398 | 13,398 | 968 | 1,598 |
| 25 | Freeport McMoran Corp | 150 | 0 | 12,157 | 0 | 17,252 |
| 26 | General Electric Co. | 600 | 10,702 | 0 | 9,720 | 0 |
| 27 | Hartford Financial Services Group, Inc. | 200 | 22,940 | 0 | 24,630 | 0 |
| 28 | General Growth PPTYS | 2,000 | 0 | 13,824 | 0 | 23,120 |
| 29 | Indymac Bancorp, Inc. | 1,600 | 30,086 | 30,086 | 218 | 51 |
| 30 | iShares, Inc | 750 | -8,978 | 14,947 | 0 | 16,020 |
| 31 | J P Morgan Chase | 500 | 12,634 | 12,634 | 12,590 | 14,120 |
| 32 | Merrill Lynch & Co | 750 | 13,634 | 0 | 8,730 | 0 |
| 33 | Kraft Foods, Inc. | 500 | 0 | 13,876 | 0 | 13,590 |
| 34 | Penn West Energy Trust | 500 | 19,364 | 0 | 5,560 | 0 |
| 35 | Potash Corp of Saskat | 100 | 0 | 10,280 | 0 | 10,850 |
| 36 | Royal Bank of Scotland | 1,250 | 12,891 | 0 | 10,988 | 0 |
| 37 | Olin Corp New | 750 | 0 | 10,295 | 0 | 13,140 |
| 38 | Oxford INDS Inc. | 500 | 0 | 10,461 | 0 | 10,340 |
| 39 | NuStar Energy LP | 350 | 14,296 | 0 | 14,296 | 0 |
| 40 | US Steel | 400 | 11,992 | 0 | 14,880 | 0 |
| 41 | Intel Corp | 700 | 0 | 11,565 | 0 | 14,280 |
| 42 | Wyeth | 300 | 13,763 | 0 | 11,253 | 0 |
| 43 | Winstream Corporation Common | 1,000 | 13,930 | 0 | 9,200 | 0 |
| 44 | | | | | | |
| 45 | | | | | | |

Part II, Line 10b (990-PF) - Investments - Corporate Stock

| | | 387,154 | | | 375,485 | 253,178 | 330,949 |
|----|-------------|----------------------------|---------------------------|---------------------------|---------------------|--------------------|---------|
| | Description | Num. Shares/ Face Value | Book Value Beg of Year | Book Value End of Year | FMV Beg. of Year | FMV End of Year | |
| 46 | | | | | | | |
| 47 | | | | | | | |
| 48 | | | | | | | |
| 49 | | | | | | | |
| 50 | | | | | | | |
| 51 | | | | | | | |
| 52 | | | | | | | |
| 53 | | | | | | | |
| 54 | | | | | | | |

Part II, Line 13 (990-PF) - Investments - Other

| | Item or Category | Basis of Valuation | Book Value Beg. of Year | Book Value End of Year | FMV End of Year |
|----|-----------------------------------|--------------------|-------------------------|------------------------|-----------------|
| 1 | Energy Transfer Equity | AT COST | 0 | 11,345 | 15,290 |
| 2 | Enterprise Products Partners, LLP | AT COST | 15,275 | 0 | 0 |
| 3 | AES TR III | AT COST | 15,330 | 0 | 0 |
| 4 | | | | | |
| 5 | | | | | |
| 6 | | | | | |
| 7 | | | | | |
| 8 | | | | | |
| 9 | | | | | |
| 10 | | | | | |

| | |
|----------|---------|
| | -42,564 |
| Excess | 5,662 |
| Adjusted | -2,140 |
| Losses | -17 |
| | -3,239 |
| | 8,951 |
| | 3,165 |
| | 5,397 |
| | -1,918 |
| | -1,030 |
| | 1,268 |
| | 910 |
| | 3 |
| | -1,305 |
| | -544 |
| | -4,358 |
| | -3,831 |
| | 1,084 |
| | 7,369 |
| | 1,951 |
| | -1,413 |
| | -844 |
| | -9,453 |
| | -6,083 |
| | -60 |
| | -9,264 |
| | -3,287 |
| | -9,049 |
| | 2,615 |
| | -2,255 |
| | -13,790 |
| | -7,039 |
| | 0 |

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

[illegible]

Part XIII, Line 4b (990-PF) - Qualifying Distribution Made Out of Prior Year Undistributed Income

If the private foundation is electing to treat a qualifying distribution as made out of the undistributed income of a prior taxable year, please provide an explanation.

The private foundation is electing to treat \$13,986 of the qualified distribution as a distribution of 2007 income. This amount was not distributed in 2008 and was corrected in 2009.

Part XVI-A, Lines 1a-1f (990-PF) - Program Service Revenue

| | | Unrelated Business Income | | Excluded by Section 512, 513, or 514 | | |
|----|-------------------------|---------------------------|--------|--------------------------------------|--------|-----------------------------------|
| | Program Service Revenue | Business Code | Amount | Exclusion Code | Amount | Related or Exempt Function Income |
| 1 | N/A | | | | | |
| 2 | | | | | | |
| 3 | | | | | | |
| 4 | | | | | | |
| 5 | | | | | | |
| 6 | | | | | | |
| 7 | | | | | | |
| 8 | | | | | | |
| 9 | | | | | | |
| 10 | | | | | | |
| 11 | | | | | | |
| 12 | | | | | | |
| 13 | | | | | | |
| 14 | | | | | | |
| 15 | | | | | | |
| 16 | | | | | | |
| 17 | | | | | | |
| 18 | | | | | | |
| 19 | | | | | | |
| 20 | | | | | | |

Part XVI-A, Lines 11a-11e (990-PF) - Other Revenue

| | | Unrelated Business Income | | Excluded by Section 512, 513, or 514 | | |
|-------------------------|------------|---------------------------|--------|--------------------------------------|--------|-----------------------------------|
| Program Service Revenue | | Business Code | Amount | Exclusion Code | Amount | Related or Exempt Function Income |
| 1 | Tax Refund | | | 01 | 1,896 | |
| 2 | | | | | | |
| 3 | | | | | | |
| 4 | | | | | | |
| 5 | | | | | | |
| 6 | | | | | | |
| 7 | | | | | | |
| 8 | | | | | | |
| 9 | | | | | | |
| 10 | | | | | | |
| 11 | | | | | | |
| 12 | | | | | | |
| 13 | | | | | | |
| 14 | | | | | | |
| 15 | | | | | | |
| 16 | | | | | | |
| 17 | | | | | | |
| 18 | | | | | | |
| 19 | | | | | | |
| 20 | | | | | | |

► **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 THE MR & MRS ROBERT N CHAPMAN AND SON ROBERT B CHAPMAN CHARITABLE | Employer identification number 20-8233924 |
| | Number, street, and room or suite no If a P.O box, see instructions 133 OLD TOWER HILL ROAD | |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions. WAKEFIELD RI 02879 | |

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

- | | | |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

- The books are in the care of ► Brown, Lisle/Cummings, Inc. One Turks Head Place, Suite 800 Providence RI Pro

Telephone No. ▶ 401-789-0217

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 8/15/2010, 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

| | | |
|---|-----------|--------|
| 3 a 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 | \$ 200 |
| 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 | \$ |
| 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 | \$ 200 |

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.

- 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 | Employer identification number |
| | Number, street, and room or suite no. If a P.O. box, see instructions | For IRS use only |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions | |

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

- | | | | |
|--------------------------------------|---|--------------------------------------|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 6069 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 4720 | <input type="checkbox"/> Form 8870 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 5227 | |

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

- The books are in the care of ☐ Telephone No. ☐ 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 _____
- 5 For calendar year _____, 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 _____

| | | |
|---|----|------|
| 8 a 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 | \$ |
| 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 | \$ |
| 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 ☐ *E A Bratnoi* Title ☐ *CPIA* Date ☐ *5/12/10*