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

2009

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 <b>EDITH H. OVERLY FOUNDATION</b>	A Employer identification number <b>22-3043340</b>
	Number and street (or P O box number if mail is not delivered to street address) <b>CHOATE LLP P O BOX 961019</b>	Room/suite
	City or town, state, and ZIP code <b>BOSTON, MA 02196</b>	C If exemption application is pending, check here ► <input type="checkbox"/>
H Check type of organization:	<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>
► \$ <b>7,385,407.</b> (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (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				<b>N/A</b>	
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		<b>624.</b>	<b>624.</b>		<b>STATEMENT 1</b>
4 Dividends and interest from securities		<b>202,986.</b>	<b>202,986.</b>		<b>STATEMENT 2</b>
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<b>-1,192,820.</b>			
b Gross sales price for all assets on line 6a	<b>5,192,068.</b>				
7 Capital gain net income (from Part IV, line 2)			<b>0.</b>		
8 Net short-term Capital gain	<b>IV ED</b>				
9 Income modifications					
Gross sales less returns and allowances					
10a <b>AUG 2010</b>	<b>IRS OSC</b>				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	<b>OGDEN, UT</b>				
12 Total. Add lines 1 through 11		<b>-989,210.</b>	<b>203,610.</b>		
13 Compensation of officers, directors, trustees, etc		<b>0.</b>	<b>0.</b>		<b>0.</b>
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	<b>STMT 3</b>	<b>5,200.</b>	<b>2,600.</b>		<b>2,600.</b>
c Other professional fees	<b>STMT 4</b>	<b>63,394.</b>	<b>57,055.</b>		<b>6,339.</b>
17 Interest					
18 Taxes	<b>STMT 5</b>	<b>7,261.</b>	<b>7,261.</b>		<b>0.</b>
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	<b>STMT 6</b>	<b>95.</b>	<b>0.</b>		<b>95.</b>
24 Total operating and administrative expenses. Add lines 13 through 23		<b>75,950.</b>	<b>66,916.</b>		<b>9,034.</b>
25 Contributions, gifts, grants paid		<b>115,000.</b>			<b>115,000.</b>
26 Total expenses and disbursements. Add lines 24 and 25		<b>190,950.</b>	<b>66,916.</b>		<b>124,034.</b>
27 Subtract line 26 from line 12:		<b>-1,180,160.</b>			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			<b>136,694.</b>		
c Adjusted net income (if negative, enter -0-)				<b>N/A</b>	

64 17

<b>Part II</b> <b>Balance Sheets</b> <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		<b>Beginning of year</b>	<b>End of year</b>	
		<b>(a) Book Value</b>	<b>(b) Book Value</b>	<b>(c) Fair Market Value</b>
	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments		279,517.	253,905.
	3 Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ►			
	Less: allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations	STMT 9	102,375.	0.
	b Investments - corporate stock	STMT 10	7,621,511.	6,621,367.
	c Investments - corporate bonds	STMT 11	175,627.	100,871.
	11 Investments - land, buildings, and equipment: basis ►			
	Less accumulated depreciation ►			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ►			
	Less accumulated depreciation ►			
	15 Other assets (describe ► _____)			
	16 Total assets (to be completed by all filers)		8,179,030.	6,976,143.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ► _____)			
	23 Total liabilities (add lines 17 through 22)		0.	0.
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds		8,179,030.	6,948,791.
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
	29 Retained earnings, accumulated income, endowment, or other funds		0.	27,352.
	30 Total net assets or fund balances		8,179,030.	6,976,143.
	31 Total liabilities and net assets/fund balances		8,179,030.	6,976,143.

**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	8,179,030.
2 Enter amount from Part I, line 27a	2	-1,180,160.
3 Other increases not included in line 2 (itemize) ►	3	7,314.
4 Add lines 1, 2, and 3	4	7,006,184.
5 Decreases not included in line 2 (itemize) ►	5	30,041.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,976,143.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>a</b> SEE STATEMENT ATTACHED			P	VARIOUS	VARIOUS
<b>b</b> SEE STATEMENT ATTACHED			P	VARIOUS	VARIOUS
<b>c</b> CAPITAL GAINS DIVIDENDS					
<b>d</b>					
<b>e</b>					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 2,289,982.		2,913,366.	-623,384.		
b 2,901,666.		3,471,522.	-569,856.		
c 420.			420.		
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) 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			
a					-623,384.
b					-569,856.
c					420.
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	-1,192,820.	
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	587,842.	8,028,747.	.073217
2007	576,563.	9,973,161.	.057811
2006	126,724.	8,787,756.	.014421
2005	556,341.	8,530,797.	.065216
2004	554,736.	8,772,717.	.063234

2 Total of line 1, column (d)

2 .273899

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 .054780

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5

4 6,333,224.

5 Multiply line 4 by line 3

5 346,934.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 1,367.

7 Add lines 5 and 6

7 348,301.

8 Enter qualifying distributions from Part XII, line 4

8 124,034.

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)

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

6a 2,371.

b Exempt foreign organizations - tax withheld at source

6b

c Tax paid with application for extension of time to file (Form 8868)

6c 1,500.

d Backup withholding erroneously withheld

6d

7 Total credits and payments. Add lines 6a through 6d

7 3,871.

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

8

9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed**

9

10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**

10 1,137.

11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ►

11 0.

**Part VII-A | Statements Regarding Activities**

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

Yes

No

X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?

X

*If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*

c Did the foundation file Form 1120-POL for this year?

X

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(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?

X

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

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?

X

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

X

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

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

N/A

X

• By language in the governing instrument, or

X

• 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?

X

*If "Yes," complete Part II, col. (c), and Part XV.*

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

X

**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

Form 990-PF (2009)

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

11		
12		
13	X	
14	Telephone no. ► (617) 248-5255	
15	ZIP+4 ► 02110	
	► 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?	<input type="checkbox"/> Yes	X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	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?	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	X No
If "Yes," list the years ► _____, _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
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?	<input type="checkbox"/> Yes	X 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	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

Form 990-PF (2009)

**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  
►

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

 Yes  No

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

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

 Yes  No

6b

X

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?

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

N/A

7b

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
EDITH H. OVERLY	TRUSTEE			
CHOATE HALL & STEWART LLP TWO INT'L	1.00	0.	0.	0.
BOSTON, MA 02110				
F. DAVIS DASSORI	TRUSTEE			
CHOATE HALL & STEWART LLP TWO INT'L	1.00	0.	0.	0.
BOSTON, MA 02110				

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

Form 990-PF (2009)

**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
<b>NONE</b>		

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
<b>1 N/A</b>	
	0.
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1 N/A</b>	
	0.
<b>2</b>	
All other program-related investments. See instructions.	
<b>3 N/A</b>	
	0.
<b>Total. Add lines 1 through 3</b>	► 0.

Form 990-PF (2009)

**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	6,204,722.
b Average of monthly cash balances	1b	224,947.
c Fair market value of all other assets	1c	
d <b>Total</b> (add lines 1a, b, and c)	1d	6,429,669.
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	6,429,669.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	96,445.
5 <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,333,224.
6 <b>Minimum investment return</b> Enter 5% of line 5	6	316,661.

**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	316,661.
2a Tax on investment income for 2009 from Part VI, line 5	2a	2,734.
b Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	2,734.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	313,927.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	313,927.
6 Deduction from distributable amount (see instructions)	6	0.
7 <b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	313,927.

**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	124,034.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	124,034.
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	0.
6 <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	124,034.

**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				313,927.
2 Undistributed income, if any, as of the end of 2008			0.	
a Enter amount for 2008 only				
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	104,424.			
f Total of lines 3a through e	104,424.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 124,034.			0.	
a Applied to 2008, but not more than line 2a				
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	0.			124,034.
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))	104,424.			104,424.
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	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	0.			85,469.
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				

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling  
**b** Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

- 2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed
  - b 85% of line 2a
  - c Qualifying distributions from Part XII, line 4 for each year listed
  - d Amounts included in line 2c not used directly for active conduct of exempt activities
  - e Qualifying distributions made directly for active conduct of exempt activities

Subtract line 2d from line 2c.

3 Subtract line 2a from line 2b.

- 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(j)(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).)

## EDITH H. OVERLY

- 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:

N/A

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

N/A

- c. Any submission deadlines:**

N/A

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

N/A

## Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> SEE SCHEDULE ATTACHED	NONE	PUBLIC	GENERAL	115,000.
<b>Total</b>			► 3a	<b>115,000.</b>
<i>b Approved for future payment</i>				
NONE				
<b>Total</b>			► 3b	<b>0.</b>

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

---

Enter gross amounts unless otherwise indicated

**13 Total.** Add line 12, columns (b), (d), and (e)  
(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
N/A	



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

SOURCE	AMOUNT
US GOVT OBLIGATIONS - BLACKROCK FEDERAL TRUST FUND	624.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	624.

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

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS AND INTEREST	203,406.	420.	202,986.
TOTAL TO FM 990-PF, PART I, LN 4	203,406.	420.	202,986.

## FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CHOATE HALL & STEWART LLP - TAX PREPARATION FEE	5,200.	2,600.		2,600.
TO FORM 990-PF, PG 1, LN 16B	5,200.	2,600.		2,600.

## 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
CHOATE HALL & STEWART LLP INVESTMENT MANAGEMENT, RECORDKEEPING, CUSTODY AND GRANT ADMINISTRATION	63,394.	57,055.		6,339.
TO FORM 990-PF, PG 1, LN 16C	63,394.	57,055.		6,339.

FORM 990-PF

TAXES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD ON DIVIDENDS	5,761.	5,761.		0.
EXCISE TAX ON NET INVESTMENT INCOME	1,500.	1,500.		0.
TO FORM 990-PF, PG 1, LN 18	7,261.	7,261.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COMMONWEALTH OF MASSACHUSETTS - FORM PC				
FILING FEE	70.	0.		70.
BANK FEES	25.	0.		25.
TO FORM 990-PF, PG 1, LN 23	95.	0.		95.

FORM 990-PF

OTHER INCREASES IN NET ASSETS OR FUND BALANCES

STATEMENT

7

DESCRIPTION

AMOUNT

2008 INTEREST RECEIVED IN 2009	212.
2008 DIVIDENDS RECEIVED IN 2009	7,102.
TOTAL TO FORM 990-PF, PART III, LINE 3	7,314.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 8
-------------	--	-------------

DESCRIPTION	AMOUNT
2009 INTEREST RECEIVED IN 2010	33.
2009 DIVIDENDS RECEIVED IN 2010	30,008.
TOTAL TO FORM 990-PF, PART III, LINE 5	30,041.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT 9
-------------	--	-------------

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10
-------------	-----------------	--------------

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	4,813,014.	5,246,605.
SEE SCHEDULE ATTACHED	280,511.	289,202.
SEE SCHEDULE ATTACHED	1,527,842.	1,495,452.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,621,367.	7,031,259.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
-------------	-----------------	--------------

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	100,871.	100,243.
TOTAL TO FORM 990-PF, PART II, LINE 10C	100,871.	100,243.

ACCT 2YX6 856902010  
FROM 01/01/2009  
TO 12/31/2009

CHOATE, HALL & STEWART LLP  
STATEMENT OF CAPITAL GAINS AND LOSSES  
EDITH H OVERLY FOUNDATION TRUST

PAGE 33  
RUN 02/17/2010  
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TRUST YEAR ENDING 12/31/2009

TAX PREPARER TRUST ADMINISTRATOR INVESTMENT OFFICER	TPK EHV CRH	LEGEND F - FEDERAL E - EXEMPT S - STATE FROM STATE I - INHERITED U - ACQ COST UNKNOWN				
PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
4235 0000 IPATH COMMODITY INDEX ETN - 06738C778						
SOLD 01/21/2009		141927 60				
ACQ 4235 0000 09/23/2008		141927 60	232925 00		-90997 40	ST
1606 1080 BRANDYWINE BLUE - 10532B101						
SOLD 01/26/2009		30500 00				
ACQ 1606 1080 09/25/2008		30500 00	40473 92		-9973 92	ST
52 6700 DODGE & COX STOCK - 256219106						
SOLD 01/26/2009		3600.00				
ACQ 52.6700 09/25/2008		3600.00	5464 51		-1864 51	ST
6505 3530 FIDELITY MSCI EAFE I - 315911875						
SOLD 01/26/2009		151900 00				
ACQ 6505 3530 09/25/2008		151900 00	240112 58		-88212 58	ST
3240 0000 ISHARES JPMORGAN EMERGING MKTS BONDS - 464288281						
SOLD 01/26/2009		271272 66				
ACQ 3240 0000 09/23/2008		271272.66	301452 19		-30179 53	ST
2204 6780 MFS INTERNATIONAL VALUE I - 55273E822						
SOLD 01/26/2009		37700 00				
ACQ 2204 6780 07/15/2008		37700 00	60121 57		-22421 57	ST
13464 1810 PIMCO TOTAL RETURN - 693390700						
SOLD 01/26/2009		137200 00				
ACQ 13464 1810 09/25/2008		137200 00	139488 92		-2288 92	ST
1450 0000 SPDR INDEX FDS SHS S&P EMERGING EUR ETF - 78463X608						
SOLD 01/26/2009		30588 88				
ACQ 1450.0000 09/23/2008		30588 88	65788 67		-35199 79	ST
1200.0000 SPDR INDEX S&P EMRG MID EAST AND AFRICA - 78463X806						
SOLD 01/26/2009		45140 99				
ACQ 1200 0000 09/23/2008		45140 99	66639 00		-21498 01	ST
1790 0000 SPDR BARCLAYS INTL TREASURY BOND - 78464A516						
SOLD 01/26/2009		91266 39				
ACQ 1790 0000 09/23/2008		91266 39	0 00		91266 39	ST
2007 6480 SSGA EMERGING MARKETS - 784924425						
SOLD 01/26/2009		21000 00				
ACQ 2007 6480 09/25/2008		21000 00	40072.65		-19072 65	ST
75000 0000 INTL BUSN MACHS CORP MTN DTD 5/25/2004 4.375% 6/1/2009 - 45920QES9						
SOLD 06/01/2009		75000 00				
ACQ 75000.0000 06/10/2004		75000 00	74756 25		243 75	LT15
9089 9510 BRANDYWINE BLUE - 10532B101						
SOLD 07/14/2009		170163 89				
ACQ 9089.9510 09/25/2008		170163 89	229066 76		-58902 87	ST
2547 2660 DODGE & COX STOCK - 256219106						
SOLD 07/14/2009		192675.20				
ACQ 2547 2660 09/25/2008		192675 20	264278.87		-71603 67	ST
4578 2030 FIDELITY INTERNATIONAL DISCOVERY - 315910208						
SOLD 07/14/2009		112074 41				
ACQ 4578.2030 01/28/2009		112074 41	100400 00		11674 41	ST
10868 5370 FIDELITY INTERNATIONAL DISCOVERY - 315910208						
SOLD 07/14/2009		266061 79				
ACQ 10868 5370 10/31/2007		266061 79	518103.14		-252041 35	LT15
5970 8620 FIDELITY INTERNATIONAL DISCOVERY - 315910208						
SOLD 07/14/2009		146166 70				
ACQ 5970 8620 05/30/2007		146166 70	250000.00		-103833 30	LT15
16130 4890 MFS INTERNATIONAL VALUE I - 55273E822						
SOLD 07/14/2009		317609 32				
ACQ 16130 4890 07/15/2008		317609 32	439878 43		-122269 11	ST
2603.3690 MFS INTERNATIONAL VALUE I - 55273E822						
SOLD 07/14/2009		51260 34				
ACQ 2603 3690 09/25/2008		51260 34	68000 00		-16739 66	ST
14775 9190 SSGA EMERGING MARKETS - 784924425						
SOLD 07/14/2009		216762 73				
ACQ 14775.9190 09/25/2008		216762.73	294927 35		-78164 62	ST
73 7740 SELECTED AMERICAN - 816221204						
SOLD 07/14/2009		2195.51				
ACQ 73.7740 01/28/2009		2195 51	2000 00		195 51	ST
6748 1100 SELECTED AMERICAN - 816221204						
SOLD 07/14/2009		200823.76				
ACQ 6748 1100 09/25/2008		200823 76	270126 85		-69303 09	ST
100000 0000 US TREAS NOTES DTD 02/15/00 6 50% DUE 02/15/10 9128275Z1						
SOLD 07/14/2009		103582.03				
ACQ 100000 0000 03/27/2000		103582 03	102375 00		1207 03	LT15
3240 0000 AIM CHARTER I - 001413400						
SOLD 11/09/2009		49345 20				
ACQ 3240 0000 07/16/2009		49345 20	42508 80		6836 40	ST
19293 5590 FIDELITY MSCI EAFE I - 315911875						
SOLD 11/09/2009		664470 16				
ACQ 19293 5590 09/25/2008		664470 16	712125 25		-47655 09	LT15
580 0000 ISHARES CANADA - 464286509						
SOLD 11/09/2009		14975 21				
ACQ 580 0000 01/26/2009		14975 21	9640 30		5334 91	ST
19738 4650 VANGUARD S&P 500 - 922908496						
SOLD 11/09/2009		1646385 38				
ACQ 19738 4650 09/25/2008		1646385 38	1814162.29		-167776 91	LT15
TOTALS		5191648 15	6384888 30			

Short-Term

3,289,982.09 2,913,366.37 (623,384.28)

Long-Term

2,901,666.06 3,471,521.93 (569,855.87)

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CHOATE HALL & STEWART LLP  
1200 Boylston Street, 11th Floor, Boston, MA 02110

## Edith H. Overly Foundation Trust

December 31, 2009 - December 31, 2009

856902010

### List of Assets

Description	Shares / Face Amt	Cost	Market Value	Percent Of Total Market	Projected Annual Income	Current Yield
<b>Cash &amp; Equivalents</b>						
Blackrock Federal Trust Fund - Income	27,352.490	27,352.49	27,352.49	0.4	0.4	9
Blackrock Federal Trust Fund - Principal	226,552.840	226,552.84	226,552.84	3.1	72	
<b>Total Cash &amp; Equivalents</b>	<b>\$253,905.33</b>		<b>\$253,905.33</b>	<b>3.4%</b>	<b>\$81</b>	<b>0.03%</b>

### Fixed Income

#### Corporates

#### Maturing Before 3 Months

General Elec Cap Corp Medium Term Dtd 1/19/2000 7.375% 1/19/2010	100,000.000	100,871.00	100,242.70	1.4	7,375	7.36%
<b>Total Maturing Before 3 Months</b>						
<b>Total Corporates</b>	<b>\$100,871.00</b>		<b>\$100,242.70</b>	<b>1.4%</b>	<b>\$7,375</b>	<b>7.36%</b>
<b>US Core Fixed Income</b>						
Pimco Total Return	17,382.521	180,511.08	187,731.23	2.5	7,254	3.86
Vanguard Total Bond	9,803.922	100,000.00	101,470.59	1.4	4,026	3.97
<b>Total US Core Fixed Income</b>	<b>\$280,511.08</b>		<b>\$289,201.82</b>	<b>3.9%</b>	<b>\$11,280</b>	<b>3.90%</b>
<b>Total Fixed Income</b>	<b>\$381,382.08</b>		<b>\$389,444.52</b>	<b>5.3%</b>	<b>\$18,655</b>	<b>4.79%</b>

### Equity

#### Intl Developed Markets

Fidelity MSCI EAFFE I	22,544.507	667,269.70	754,113.76	10.2	30,516	4.05
-----------------------	------------	------------	------------	------	--------	------

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CHOATE HALL & STEWART LLP  
two barrett place, new york, new york 10017

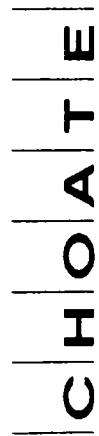
## Edith H. Overly Foundation Trust

December 31, 2009 - December 31, 2009

856902010

### List of Assets

Description	Shares / Face Amt	Cost	Market Value	Percent Of Total Market	Projected Annual Income	Current Yield
iShares Canada	\$415,000	90,003.79	142,576.95	1.9	2,606	1.83
Vanguard Europe Pacific Equities	33,700,000	1,195,615.34	1,152,540.00	15.6	107,436	9.32
Vanguard FTSE All-World ExUSA Small Cap	1,200,000	77,863.80	98,064.00	1.3	1,100	1.12
<b>Total Intl Developed Markets</b>	<b>\$2,030,752.63</b>	<b>\$2,147,294.71</b>	<b>29.1%</b>	<b>\$141,658</b>	<b>6.60%</b>	
<b>Intl Emerging Markets</b>						
Lazard Emerging Markets I	14,758.220	152,600.00	265,795.54	3.6	6,859	2.58
Vanguard Emerging Mkts	6,700,000	208,818.90	274,700.00	3.7	3,652	1.33
<b>Total Intl Emerging Markets</b>	<b>\$361,418.90</b>	<b>\$540,495.54</b>	<b>7.3%</b>	<b>\$10,511</b>	<b>1.94%</b>	
<b>US Large Capitalization</b>						
AIM Charter I	13,147.195	172,491.20	202,729.75	2.7	1,784	0.88
iShares S&P 500	10,750,000	1,179,990.95	1,201,957.50	16.3	25,710	2.14
Vanguard S&P 500	6,971.959	511,131.61	591,291.84	8.0	15,980	2.70
<b>Total US Large Capitalization</b>	<b>\$1,863,613.76</b>	<b>\$1,995,979.09</b>	<b>27.0%</b>	<b>\$43,474</b>	<b>2.18%</b>	
<b>US Mid Capitalization</b>						
SPDR S&P 400 Mid Cap	3,020,000	372,395.40	397,854.80	5.4	5,897	1.48%
<b>Total US Mid Capitalization</b>	<b>\$372,395.40</b>	<b>\$397,854.80</b>	<b>5.4%</b>	<b>\$5,897</b>	<b>1.48%</b>	
<b>US Small Capitalization</b>						
iShares S&P Small Cap 600	3,015,000	184,833.05	164,980.80	2.2	2,045	1.24
<b>Total US Small Capitalization</b>	<b>\$184,833.05</b>	<b>\$164,980.80</b>	<b>2.2%</b>	<b>\$2,045</b>	<b>1.24%</b>	
<b>Total Equity</b>	<b>\$4,813,013.74</b>	<b>\$5,246,604.94</b>	<b>71.0%</b>	<b>\$203,585</b>	<b>3.88%</b>	



CHOATE HALL & STEWART LLP  
120 BOSTON AVENUE, PLAINFIELD, NEW JERSEY 07062-1116

Edith H. Overly Foundation Trust

## List of Assets

December 31, 2009 - December 31, 2009  
856902010

List of Assets		Description	Shares / Face Amt	Cost	Market Value	Percent Of Total Market	Annual Income	Projected Yield	Current Yield
<b>Alternative</b>									
Commodities									
Credit Suisse Commodity Return		29,262.336	216,900.00	251,363.47	3.4	62,761	24.97		
<b>Total Commodities</b>			<b>\$216,900.00</b>	<b>\$251,363.47</b>	<b>3.4%</b>	<b>\$62,761</b>	<b>24.97%</b>		
Emerging Market Bonds									
MFS Emerging Markets Debt		16,880.973	194,300.00	237,008.86	3.2	1,802	0.76		
<b>Total Emerging Market Bonds</b>			<b>\$194,300.00</b>	<b>\$237,008.86</b>	<b>3.2%</b>	<b>\$1,802</b>	<b>0.76%</b>		
Frontier Markets									
Morgan Stanley Frontier Mkts		10,830.000	88,268.40	116,422.50	1.6	2,257	1.94		
T Rowe Price Africa & Mid East I		34,782.608	160,000.00	179,130.43	2.4	3,826	2.14		
<b>Total Frontier Markets</b>			<b>\$248,268.40</b>	<b>\$295,552.93</b>	<b>4.0%</b>	<b>\$6,083</b>	<b>2.06%</b>		
Intl Bonds									
SPDR Barclays Intl Treasury Bond		3,780.000	296,591.91	214,817.40	2.9	11,816	5.50		
<b>Total Intl Bonds</b>			<b>\$296,591.91</b>	<b>\$214,817.40</b>	<b>2.9%</b>	<b>\$11,816</b>	<b>5.50%</b>		
Real Estate									
T Rowe Price Real Estate		27,716.329	445,300.00	383,316.84	5.2	13,304	3.47		
SPDR DJ Wilshire Intl Real Estate		3,250.000	126,481.72	113,392.50	1.5	7,000	6.17		
<b>Total Real Estate</b>			<b>\$571,781.72</b>	<b>\$496,709.34</b>	<b>6.7%</b>	<b>\$20,304</b>	<b>4.09%</b>		
<b>Total Alternative</b>			<b>\$1,527,842.03</b>	<b>\$1,495,452.00</b>	<b>20.2%</b>	<b>\$102,766</b>	<b>6.87%</b>		
<b>Total Assets</b>			<b>\$6,976,143.18</b>	<b>\$7,385,406.79</b>	<b>100.0%</b>				<b>4.40%</b>

**C | H | O | A | T | E**

CHOATE HALL & STEWART LLP  
120 Brattle Street, Cambridge, MA 02138

**Edith H. Overly Foundation Trust**

December 31, 2009 - December 31, 2009

856902010

Total	\$6,976,143.18	\$7,385,406.79	\$325,087.61	4.40%

**EDITH H. OVERLY FOUNDATION**  
**22-3043340**  
**FORM 990-PF**  
**2009**

**Part XV, Supplementary Information**

<u>Recipient</u>	<u>Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Boston Cecilia Edwards Angell Palmer & Dodge LLP 111 Huntington Avenue Boston, MA 02199	N/A	Public	General	10,000.00
Boston Symphony Orchestra Symphony Hall 301 Massachusetts Avenue Boston, MA 02115	N/A	Public	General	15,000.00
Caritas Communities, Inc. 150 Wood Road, Suite 300 Braintree, MA 02184	N/A	Public	General	10,000.00
Carolina Horse Park Foundation P. O. Box 2468 Southern Pines, NC 28388	N/A	Public	General	10,000.00
Massachusetts General Hospital 165 Cambridge St., Suite 600 Boston, MA 02114-2792	N/A	Public	Massachusetts General Hospital Breast Cancer Research Fund General	10,000.00
New England Aquarium Central Wharf Boston, MA 02110	N/A	Public	General	10,000.00
Old Sturbridge Village 1 Sturbridge Village Road Sturbridge, MA 01566	N/A	Public	General	10,000.00
Shady Hill School 178 Coolidge Hill Road Cambridge, MA 02138	N/A	Public	General	15,000.00

EDITH H. OVERLY FOUNDATION  
22-3043340  
FORM 990-PF  
2009

<u>Recipient</u>	<u>Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Walthour-Moss Foundation P. O. Box 1744 Southern Pines, NC 28388	N/A	Public	General	10,000.00
The Winsor School 102 Pilgrim Road Boston, MA 02215	N/A	Public	General	15,000.00
			TOTAL	<u>\$115,000.00</u>

- 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](http://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  <b>EDITH H. OVERLY FOUNDATION</b>  Number, street, and room or suite no. If a P.O. box, see instructions. <b>CHOATE LLP P O BOX 961019</b>  City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>BOSTON, MA 02196</b>	Employer identification number  <b>22-3043340</b>
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**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

**CHOATE HALL & STEWART LLP**

- The books are in the care of ► TWO INTERNATIONAL PLACE - BOSTON, MA 02110  
Telephone No ► (617) 248-5255 FAX No. ► (617) 502-5255
  - 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.

**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.

**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.

**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)