



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2010

Department of the Treasury
Internal Revenue Service

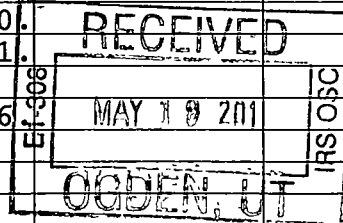
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2010, 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

Name of foundation BABSON-WEBBER-MUSTARD FUND C/O JUDITH RHOME, TRUSTEE		A Employer identification number 04-2307820
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 559	Room/suite	B Telephone number 978-443-3972
City or town, state, and ZIP code SUDBURY, MA 01776		C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,429,955. (Part I, column (d) must be on cash basis)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		8,555.	8,555.		STATEMENT 1
4 Dividends and interest from securities		135,522.	135,522.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		145,726.			
b Gross sales price for all assets on line 6a 1,115,006.					
7 Capital gain net income (from Part IV, line 2)			145,726.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		1,350.	0.		STATEMENT 3
12 Total. Add lines 1 through 11		291,153.	289,803.		
13 Compensation of officers, directors, trustees, etc.		27,600.	0.		27,600.
14 Other employee salaries and wages		28,000.	0.		28,000.
15 Pension plans, employee benefits					
16a Legal fees STMT 4		248.	0.		248.
b Accounting fees STMT 5		1,590.	0.		1,590.
c Other professional fees STMT 6		921.	921.		0.
17 Interest					
18 Taxes STMT 7		7,168.	1,026.		2,142.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		1,547.	0.		1,547.
24 Total operating and administrative expenses. Add lines 13 through 23		67,074.	1,947.		61,127.
25 Contributions, gifts, grants paid		164,463.			164,463.
26 Total expenses and disbursements. Add lines 24 and 25		231,537.	1,947.		225,590.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		59,616.			
b Net investment income (if negative, enter -0-)			287,856.		
c Adjusted net income (if negative, enter -0-)				N/A	



20

BABSON-WEBBER-MUSTARD FUND
C/O JUDITH RHOME, TRUSTEE

04-2307820

Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		176,912.	32,633.	32,633.
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock STMT 9		2,492,138.	2,797,425.	2,797,425.
	c Investments - corporate bonds				
Liabilities	11 Investments - land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other STMT 10		1,513,807.	1,599,897.	1,599,897.
	14 Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers)		4,182,857.	4,429,955.	4,429,955.
	17 Accounts payable and accrued expenses				
	18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶)				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		0.	0.	
Net Assets or Fund Balances	30 Total net assets or fund balances		4,182,857.	4,429,955.	
	31 Total liabilities and net assets/fund balances		4,182,857.	4,429,955.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,182,857.
2 Enter amount from Part I, line 27a	2	59,616.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN	3	187,482.
4 Add lines 1, 2, and 3	4	4,429,955.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,429,955.

Form 990-PF (2010)

BABSON-WEBBER-MUSTARD FUND

C/O JUDITH RHOME, TRUSTEE

04-2307820

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			
b SEE ATTACHED STATEMENT			
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			
b			
c			
d			
e 1,115,006.		969,280.	145,726.

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			
b			
c			
d			
e			145,726.

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	145,726.
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))
2009	234,273.	4,037,951.	.058018
2008	239,817.	4,462,031.	.053746
2007	256,415.	4,918,863.	.052129
2006	262,202.	4,716,735.	.055590
2005	260,957.	4,773,828.	.054664

2 Total of line 1, column (d)	2	.274147
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	.054829
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,241,810.
5 Multiply line 4 by line 3	5	232,574.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,879.
7 Add lines 5 and 6	7	235,453.
8 Enter qualifying distributions from Part XII, line 4	8	225,590.

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.

BABSON-WEBBER-MUSTARD FUND

Form 990-PF (2010)

C/O JUDITH RHOME, TRUSTEE

04-2307820

Page 4

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		1	5,757.
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-)		2	0.
3 Add lines 1 and 2		3	5,757.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	5,757.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,520.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,520.	
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	4,237.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ MA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (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

N/A

Form 990-PF (2010)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>JUDITH RHOME</u> Telephone no. ► <u>978-443-3972</u> Located at ► <u>161 DUTTON ROAD, SUDBURY, MA</u> ZIP+4 ► <u>01776</u>			
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 ► <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 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 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ 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.) <u>N/A</u>	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? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2010 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 2010) <u>N/A</u>	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 2010?	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))?

☐ 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

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

6b

X

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

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?

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
JUDITH RHOME	TRUSTEE			
161 DUTTON ROAD				
SUDBURY, MA 01776	2.00	9,200.	0.	0.
ROBERT S. HOFFMAN, III	TRUSTEE			
37 HOPEWELL FARM ROAD				
NATICK, MA 01760	2.00	9,200.	0.	0.
JESSE M. PUTNEY	TRUSTEE			
118 BROADSIDE ROAD				
WOLFEBORO, NH 03894	2.00	9,200.	0.	0.

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

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

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

0

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	4,201,634.
b	Average of monthly cash balances	1b	104,772.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	4,306,406.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,306,406.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	64,596.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,241,810.
6	Minimum investment return. Enter 5% of line 5	6	212,091.

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	212,091.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	5,757.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,757.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	206,334.
4	Recoveries of amounts treated as qualifying distributions	4	1,350.
5	Add lines 3 and 4	5	207,684.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	207,684.

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	225,590.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	225,590.
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	Adjusted qualifying distributions. Subtract line 5 from line 4	6	225,590.

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.

BABSON-WEBBER-MUSTARD FUND
C/O JUDITH RHOME, TRUSTEE

Form 990-PF (2010)

04-2307820 Page 9

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				207,684.
2 Undistributed Income, if any, as of the end of 2010				
a Enter amount for 2009 only			33,309.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 225,590.				
a Applied to 2009, but not more than line 2a			33,309.	
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 2010 distributable amount				192,281.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				15,403.
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 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

N/A

[illegible]

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
<i>a Paid during the year</i>				
SEE ATTACHED LIST 177 VARIOUS ADDRESSES LOCAL TOWNS, MA 01776	UNRELATED		CASH AND EDUCATIONAL BOOKS FOR NEEDY INDIVIDUALS	81,963.
SEE ATTACHED LIST 33 VARIOUS ADDRESSES LOCAL TOWNS, MA 01776		PUBLICLY SUPPORTED	CASH TO RELIGIOUS ORGS TO HELP THE NEEDY	82,500.
Total			▶ 3a	164,463.
<i>b Approved for future payment</i>				
NONE				
Total			▶ 3b	0.

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 GNM P736568 4.5% 2040		P	VARIOUS	VARIOUS
b MERRILL LYNCH - SHORT-TERM (SEE ATTACHED)		P	VARIOUS	VARIOUS
c MERRILL LYNCH - LONG-TERM (SEE ATTACHED)		P	VARIOUS	VARIOUS
d 1000 SHS NSTAR.COM		P	09/29/99	11/09/10
e GENERAL MOTORS, INC.		P	VARIOUS	VARIOUS
f CAPITAL GAINS DIVIDENDS				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 7,717.	0.	7,717.	0.
b 375,297.	0.	325,915.	49,382.
c 689,282.	0.	622,670.	66,612.
d 41,675.	0.	12,978.	28,697.
e 610.	0.		610.
f 425.			425.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			49,382.
c			66,612.
d			28,697.
e			610.
f			425.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	145,726.
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

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

SOURCE	AMOUNT
BANK OF AMERICA - INTEREST	1.
MERRILL LYNCH - INTEREST	8,538.
PEOPLE'S UNITED BANK	16.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	8,555.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH - DIVIDENDS	86,651.	425.	86,226.
MERRILL LYNCH - INTEREST	49,296.	0.	49,296.
TOTAL TO FM 990-PF, PART I, LN 4	135,947.	425.	135,522.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	1,350.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,350.	0.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	248.	0.		248.
TO FM 990-PF, PG 1, LN 16A	248.	0.		248.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	1,590.	0.		1,590.
TO FORM 990-PF, PG 1, LN 16B	1,590.	0.		1,590.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	921.	921.		0.
TO FORM 990-PF, PG 1, LN 16C	921.	921.		0.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAX	2,142.	0.		2,142.
FOREIGN TAX	1,026.	1,026.		0.
FEDERAL TAXES	4,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	7,168.	1,026.		2,142.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK SERVICE CHARGES	150.	0.		150.
POSTAGE	600.	0.		600.
OFFICE EXPENSE	727.	0.		727.
FILING FEES	70.	0.		70.
TO FORM 990-PF, PG 1, LN 23	1,547.	0.		1,547.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
EQUITIES	2,797,425.	2,797,425.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,797,425.	2,797,425.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	FMV	494,401.	494,401.
CERTIFICATES OF DEPOSIT	FMV	1,105,496.	1,105,496.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,599,897.	1,599,897.

Discretionary Fund - Babson-Webber-Mustard Fund 2010
IDENTIFICATION #04-2307820

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

Amount: \$2,500.00

Total: \$82,500.00

BABSON-WEBBER-MUSTARD FUND
INDIVIDUALS 2010

IDENTIFICATION # 04-2307820

1 Mr. & Mrs.	Josiah	Aberle		Gloucester	MA	01930
2	Mary Lou	Ackerly	29 Centennial Ave.	Weston	MA	02493
3	Ana	Aguiar	7 Village Rd.	Arlington	MA	02474
4	Elsa	Alava	30 Mystic St.	Shrewsbury	MA	01545
5 Mr.	Alan	Alexander	5 Whitney St.	Gloucester	MA	01930
6	Sylvia	Allen	593 R Essex Ave.	Brookline	MA	02445
7	Olinda	Alvarez	22 High Street #41	Waltham	MA	02453
8	Marilyn	Andry	628 Moody St.	Roxbury	MA	02119
9	Patricia	Arman	9 Fenno St.	Arlington	MA	02174
10	Heidi	Ayer	30 Mystic St.	Marblehead	MA	01945
11 Mr.	Walter	Bailey	35 Broughton Road	Waltham	MA	02452
12 Mr. & Mrs.	Brian	Barbre	25 Lyman St.	Gloucester	MA	01930
13	Joyce	Bell	46 Summer St.	Mattapan	MA	02126
14	Susan	Bell	11 Lorna Rd.	Gloucester	MA	01930
15	Janice	Bennett	51 Beacon Street	Gloucester	MA	01930
16	Filomena	Barros	58 Robert Cook Dr.	Needham	MA	02494
17	Lulu	Bigger	80 Thurston Rd. Apt. A	Newton	MA	02464
18 Mr. & Mrs.	Fred	Blankenship	2875 Washington Street	Roxbury	MA	02119
19	Sherry	Borge	226 Massachusetts Ave.	Boxborough	MA	01719
20	Cindy	Brandner	66 Grove St.	Gloucester	MA	01930
21	Charlotte	Bridgham	7 South Kirby Street	Gloucester	MA	01930
22 Mr. & Mrs.	Andy	Broe	9 Pleasant Park Ave. Apt. 2G	Hyannis	MA	02601
23	Christine	Brown	26 Granite St.	Gloucester	MA	01930
24 Mr. & Mrs.	Gary	Brown	131 Prospect St.	Gloucester	MA	01930
25	Jack	Brown	381/2 Millett Street	Gloucester	MA	01930
26	Charles	Burke	131 Prospect St.	Gloucester	MA	01930
27 Mrs.	Patricia	Burlenson	P.O. Box 200261	Roxbury	MA	02120
28	Linda	Cain	600 Washington St.	Gloucester	MA	01930
29 Mr. & Mrs.	Josh	Cannon	143 Colburn Street	Westwood	MA	02090
30 Mr. & Mrs.	David	Cantanzaro	20 Liberty St.	Gloucester	MA	01930
31	Julie	Carbin	108 Maplewood Rd.	Gloucester	MA	01930
32 Mr. & Mrs.	David	Carpenter	13 Beach Road.	Gloucester	MA	01930
33 Mr. & Mrs.	Chris	Carye	462 Washington St.	Gloucester	MA	01930
34	Cheryl	Casey	11 Samoset Rd.	Woburn	MA	01810
35 Mr.	David	Castellucci	30 Mystic Street	Arlington	MA	02474
36 Mr. & Mrs.	Joseph	Castellucci	394 Washington St.	Gloucester	MA	01930
37 Mrs.	Trudy	Chick	36 Dunham Road	Beverly	MA	01915
			88 Pleasant St.	Gloucester	MA	01930

BABSON-WEBBER-MUSTARD FUND
INDIVIDUALS 2010
IDENTIFICATION # 04-2307820

38	Pam	Cheeta	63 Perkins St.	Gloucester	MA	01930
39	Rufus	Collinson	9 Western Ave. Apt. 9	Gloucester	MA	01930
40	Carol	Copeland	27 Marathon Street	Arlington	MA	02474
41	Linda	Corliss	17 Wheeler St.	Gloucester	MA	01930
42 Mr.	David	Cox	42A Dennison St.	Gloucester	MA	01930
43	Ruby	Curtis	68 Thurston Point Road	Gloucester	MA	01930
44	Dianna	Darcy	196 Granite Street	Rockport	MA	01930
45	Laura	Day	16R Fidler St.	Gloucester	MA	01930
46 Mr. & Mrs.	Glen	Deckert	19 Langsford Street	Gloucester	MA	01930
47	Lani	DeJesus	3 Summit Street	Gloucester	MA	01930
48	Blair	Delicata	128 North Street Apt. 3	Newton	MA	02460
49 Mrs.	Charlene	Delmar	96-A Main St.	Gloucester	MA	01930
50	Sara	Dimambro	14 Burton Ave.	Newton	MA	02458
51	Jamie	Dolan	730 Hale St. Apt. 2L	Beverly Farms	MA	01915
52	Marcy	Dorna	16 Dickson Lane	Weston	MA	02493
53 Mrs.	Patricia	Doucette	26 Revere St.	Gloucester	MA	01930
54	Margaret	Doyle	69 Summer Street	Gloucester	MA	01930
55	Delmi	Dubon	99 Robbins St. Apt. 2R	Waltham	MA	02453
56	Arlene	Durkee	190 Essex St.	Gloucester	MA	01930
57	Sally	Early	108 Cobblestone Lane	Gloucester	MA	01930
58 Mrs.	Judy	Edwards	30 Mystic St.	Arlington	MA	02174
59	Shari	Eklund	114 Overbrook Drive	Wellesley	MA	02481
60	Krista	Ellis	15A Stanwood Ave.	Gloucester	MA	01930
61 Mrs.	Kelly	Farquharson	200 Calumet St.	Roxbury Crossin	MA	02120
62	Tracy	Fisher	3 York Rd.	Gloucester	MA	01930
63 Mrs.	Christine	Fitzgerald	3 Haven Lane	Wayland	MA	01778
64 Mr. & Mrs.	Jean	Fleurjuste	50 Dix St.	Waltham	MA	02453
65	Danielle	Flygare	208A Washington St.	Gloucester	MA	01930
66	Pam	Fox	10 High Street	Rockport	MA	01966
67	Marilyn	Gahan	41 Chambers St. Apt. E	Needham	MA	02492
68 Mr. & Mrs.	Joseph	Gattozzi	175 N. Main St.	Natick	MA	01760
69 Mr. & Mrs.	Joe	Giacometti	P.O. Box 166	Essex	MA	01929
70	Kathy	Gibson	11 West Union Street	E. Bridgewater	MA	02333
71 Mrs.	Joann	Gleason	28 Highland	Gloucester	MA	01930
72 Mr.	Lewis	Goldman	400 Governor's Park Apt. 27	Winthrop	MA	02149
73 Mr. & Mrs.	Andy	Gonzales	37 Cleveland St. 2nd Floor	Gloucester	MA	01930
74 Mrs.	Connie	Gossam	53 Poplar Park	Gloucester	MA	01930

BABSON-WEBBER-MUSTARD FUND
INDIVIDUALS 2010

IDENTIFICATION # 04-2307820

75	Kathy	Graf			Gloucester	MA	01930
76	Georgia	Gray			Gloucester	MA	01930
77	Gary	Green	c/o Rev. Wendy Fitting	17 Main Street Apt. 3	Gloucester	MA	01930
78	Leonarda	Hall		10 Church St.	Roxbury	MA	02119
79	Deb	Hardy		247 Roxbury St.	Gloucester	MA	01930
80	Charlene	Harper		5 Cedar St.	Natick	MA	01760
81	Emily	Harvey		60 W. Central St.	Westborough	MA	01581
82	Joan	Hawes		12 Maple Ave.	Gloucester	MA	01930
83	JoAnn	Hawkesworth		90 Friend St.	Boston	MA	02120
84	Shirley	Henderson		1575 Tremont Street	Natick	MA	01760
85 Mrs.	Henry	Hilton		72 Cedar Ave.	Gloucester	MA	01930
86	Margaret	Hilton		67 Prospect St.	Gloucester	MA	01930
87	Roxy	Holsher		88 Pleasant Street Apt. 112	Gloucester	MA	01930
88 Mr. & Mrs.	Tali	Jamir		174 East Main Street	Gloucester	MA	01930
89 Mr. & Mrs.	Robert	Johnsen		144 Hancock St.	Auburndale	MA	02466
90 Mr. & Mrs.	Bryan	Johnson		317 Washington St.	Gloucester	MA	01930
91 Mrs.	Yvette	Johnson		P.O. Box 945	Gloucester	MA	01930
92	Ruth	Katsikas		55 Village Way Apt. 408	Brookline Village	MA	02147
93	Kim	Keefe		84 Washington St.	Gloucester	MA	01930
94	Kathleen	Kent		30 Mystic St.	Arlington	MA	02474
95	James	Kelly	Cobblestone Landing II	37 Cedar St.	Dedham	MA	02026
96	Terry	Kershaw	Tent City Apts.	5 Tidal Lane	Hyannis	MA	02601
97	Linda	Lachowicz		130 Dartmouth St.	Boston	MA	02116
98 Mr. & Mrs.	Chris	Lane		102 Pleasant St., 3rd Floor	Gloucester	MA	01930
99	Thelma	Leary		1 Beauport Ave.	Gloucester	MA	01930
100 Mr. & Mrs.	Paul	Leavitt		41 Hardy Pond Rd.	Waltham	MA	02451
101 Mr. & Mrs.	Robert	Leibensperger		33 Briarwood	Gloucester	MA	01930
102 Mr. & Mrs.	Don	Lodge		5 Sadler St.	Gloucester	MA	01930
103 Mr. & Mrs.	Jonathan	Lovelace		16B Reservoir Rd.	Gloucester	MA	01930
104 Mrs.	Roselene	Luma		152 Atlantic Ave.	Gloucester	MA	01930
105 Mr. & Mrs.	Daniel	Mahoney		115 Charles St.	Waltham	MA	02453
106	Aliyah	Mamoud		157 Granite St.	Rockport	MA	01966
107	Helyn	Marroquin	Arlington Area Office/DCF	112 Thornton St. Apt. 3	Revere	MA	02151
108	Bill	Mayhew		30 Mystic St.	Arlington	MA	02174
109	Joan	McDougal		22 Pleasant St	N. Natick	MA	01760
110	Leslie	McFarland		24 High Bank Rd.	S. Yarmouth	MA	02664
111 Mrs.	Eleanor	McGregor		P.O. Box 174	Essex	MA	01929
				16 Irving St. 2R	Watertown	MA	02472

BABSON-WEBBER-MUSTARD FUND

INDIVIDUALS 2010

IDENTIFICATION # 04-2307820

112	Linda	McKay		Gloucester	01930
113	Mr. & Mrs. James	McLaughlin	38 Friend Street	Gloucester	01930
114	Mr. & Mrs. Herb	Merrick	32 1/2 Warner St.	MA	01982
115	Mr. & Mrs. Frank	Miaskiewicz	P.O. Box 2506	S. Hamilton	00930
116	Mrs. William	Mills	23 Summer Street #2	Gloucester	03079
117	Ibel	Moccia	44 Millville St.	Salem	02093
118	Mr. Robert	Moore	65 Farm Hill Road	Wrentham	01930
119	Mrs. Marjorie	Morse	45D Willowood Rd.	Gloucester	01930
120	Sandi	Mountain	31 Gee Ave.	Gloucester	01930
121	Timothy	Muise	31 Prospect St.	Gloucester	01930
122	Kathy	Murphy	16 Allen St. Apt. 1	Gloucester	01930
123	Patience	Murphy	33 Perkins St.	Gloucester	01930
124	Kaitlin	Neal	33 Perkins St.	Gloucester	01930
125	Mr. & Mrs. Jerry	Nelson	Building 11 Apt. 2	Gloucester	02056
126	Mr. & Mrs. Lance	Nelson	63 Myrtle St.	Norfolk	02056
127	Mr. Ron	Nilsson	63 Myrtle St.	Norfolk	01930
128	Mrs. Rene	Young-O'Hanley	P.O. Box 616	Gloucester	01930
129	Mr. & Mrs. Fred	Orozco	3 Young's Rd.	Gloucester	02451
130	Heidi	O'Shea	91 Lake St.	Waltham	01966
131	Mrs. Hertha	Page	16 King St.	Rockport	02482
132	Barbara	Parisien	45 Marshall Rd.	Wellesley	01930
133	Mr. & Mrs. Doug	Parsons	7 Gilbert Court	Gloucester	01930
134	Lori	Paterno	1067 Washington St.	Gloucester	01930
135	Elizabeth	Patino	7 Riggs Street	Gloucester	01721
136	Mary Beth	Pereira	232 Prospect St.	Ashland	01930
137	Mr. & Mrs. Manuel	Peres	29 Langsford St.	Gloucester	01930
138	Michael	Petrosino	20 Patriot Circle	Gloucester	01915
139	Mr. & Mrs. Ben	Potter	24 Goodwin Rd.	Beverly	01982
140	Mrs. Ethel	Price	136 Essex St. Apt. 106	S. Hamilton	01930
141	Mr. & Mrs. Ernest	Prouty	1209 The Heights of Cape Ann	Gloucester	02664
142	Mr. Robert	Puff	9 Idlewood Drive	S. Yarmouth	01930
143	Mr. & Mrs. John	Reilly	37 Gloucester Ave.	Gloucester	01930
144	Mrs. Gail	Rennie	950 Heights@Cape Ann #1021	Gloucester	02492
145	Camelia	Rich	103 Henderson	Needham	01930
146	Brenda	Richard	167 Magnolia Ave.	Gloucester	01930
147	Karen	Rideout	86 Maplewood Ave	Gloucester	01560
149	Kevin	Riley	9 Greenlawn Ave. Apt 1R	So. Grafton	01930
			22 Mystic Ave.	Gloucester	

BABSON-WEBBER-MUSTARD FUND
INDIVIDUALS 2010
IDENTIFICATION # 04-2307820

149 Mr. & Mrs.	Markus	Rolph	Swan Pond Village	Peabody	MA	01960
150	Bambi	Rosario	16 Walker Rd.	So. Yarmouth	MA	02664
151 Mr. & Mrs.	Jim	Rowe	1020 Alewife Circle	Gloucester	MA	01930
152	Joyce	Rowe	58 Cherry St.	Gloucester	MA	01930
153 Mrs.	Jean	Rudenauer	P.O. Box 832	Maynard	MA	01754
154	Andrea	Sadler	167 Great Rd.	Gloucester	MA	01930
155 Mrs.	Eugenie	Sampson	4 Leighton Court	Gloucester	MA	01930
156 Ms.	Briana	Saunders	3 Leverett Lane	Gloucester	MA	01930
157	Cheryl	Sholds	29 East Main Street	Gloucester	MA	01930
158 Mrs.	Lois	Showalter	820 Washington St.	Gloucester	MA	01930
159	Lida	Sipla	1900 Beacon St.	Brookline	MA	02445
160	Phyllis	Skolnick	36 Cocasset St.	Foxboro	MA	02035
161	Marianne	Smith	279 Chestnut St.	Ashland	MA	01721
162	Sandy	Stillman	16 Pleasant St.	Wellesley	MA	02482
163	Sylvia	Stillman	52 East Main St.	Gloucester	MA	01930
164 Mr. & Mrs.	John	Storer	99 Prospect St.	Gloucester	MA	01930
165	Michelle	Stratton	80 Myrtle St. Apt. 1	Waltham	MA	02453
166	Natali	Telus	428 Broadway	Raynham	MA	02767
167 Mr. & Mrs.	Randall	Thissell	98 Garden St.	Arlington	MA	02474
168 Mrs.	Karen	Thompson	120 Granite St.	Rockport	MA	01966
169	Shirley	Thompson	106 Main St. Apt. 301.	Wayland	MA	01778
170	Roxanne	Tieri	19 Shepherd St. Apt. 2	Gloucester	MA	01930
171 Mr. & Mrs.	Robert	Tildsley	P.O. Box 338	Rockport	MA	01966
172	Peter	Todd	114 Dwinell St.	West Roxbury	MA	02132
173 Mr. & Mrs.	Steve	Trudell	120 Granite Street	Rockport	MA	01966
174 Mrs.	Alice	Walsh	130 Essex St. Box 512	Hamilton	MA	01982
175 Mrs.	Marjorie	Walsh	57 Regina Drive	Leominster	MA	01453
176	Victoria	Walton	52 Halsey Ave.	Wellesley	MA	02482
177	Avilla	Wass	1 Webster St. Apt. 2L	Gloucester	MA	01930
			4 Millbrook Park	Rockport	MA	01966

Total 2009	192
Deleted	59
Added	44
Total 2010	177

(one individual received \$456)

Amount	\$450.00
Total	\$79,650.00

6.00

2,307 Books for Needy Families

81,963

Total



Account No.
818-96752

Taxpayer No.
04-2307820

Page
9 of 21

JUDITH F RHOME TTEE

2010 TAX REPORTING STATEMENT

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

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

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

Merrill Lynch is neither a tax return preparer nor tax advisor. Please see your tax advisor for more information.

2010 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
SHORT TERM CAPITAL GAINS								
FEDERAL HOME LN MTG CORP	200000.0000	03/08/10	11/09/10			200,624.65	200,000.00	624.65
CLOROX CO DEL COM	300.0000	11/04/09	03/04/10			18,185.63	17,857.69	327.94
FAMILY DOLLAR STORES	100.0000	11/04/09	08/13/10			4,270.43	2,877.62	1,392.81
	2900.0000	11/04/09	08/13/10			123,842.94	83,450.86	40,392.08
		Security Subtotal				128,113.37	86,328.48	41,784.89
GENERAL MILLS	400.0000	05/14/09	03/04/10			28,372.94	21,728.35	6,644.59
		Short Term Capital Gains Subtotal				375,296.59	325,914.52	49,382.07
NET SHORT TERM CAPITAL GAIN (LOSS)								
								49,382.07

LONG TERM CAPITAL GAINS

CD ALLY BANK UT	95000.0000	03/10/08	03/04/10			96,789.20	95,000.00	1,789.20
CD FIRSTBANK OF PR	45000.0000	12/01/08	03/04/10			46,110.20	45,000.00	1,110.20
CD FIRSTBANK OF PR	50000.0000	11/10/08	03/04/10			50,967.65	50,000.00	967.65
CD BMW BK OF NORTH AMER	97000.0000	11/10/08	03/04/10			98,814.37	97,000.00	1,814.37
CD BANK OF NORTH GEORGIA	50000.0000	11/17/08	03/04/10			50,263.15	50,000.00	263.15
CVS CAREMARK CORP	600.0000	11/20/06	03/04/10			20,738.01	17,532.71	3,205.30



JUDITH F RHOME TTEE

Account No.
818-96752

Taxpayer No.
04-2307820

Page
10 of 21

2010 TAX REPORTING STATEMENT

2010 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
CHEVRON CORP	200.0000	11/15/94	11/09/10			16,540.18	4,037.00	12,503.18
COCA COLA COM	600.0000	11/16/05	03/04/10			32,339.38	25,619.81	6,719.57
EXXON MOBIL CORP COM	300.0000	06/07/89	11/09/10			21,022.55	3,368.78	17,653.77
PROCTER & GAMBLE CO	100.0000	11/16/05	03/04/10			6,261.95	5,700.23	561.72
	300.0000	11/16/05	03/04/10			18,781.26	17,100.69	1,680.57
Security Subtotal						25,043.21	22,800.92	2,242.29
ROYAL DUTCH SHELL PLC	300.0000	11/18/92	11/09/10			19,718.17	6,238.20	13,479.97
3M COMPANY	300.0000	11/20/06	04/28/10			26,202.21	24,585.57	1,616.64
	900.0000	11/20/06	04/28/10			78,624.48	73,756.73	4,867.75
Security Subtotal						104,826.69	98,342.30	6,484.39
Long Term Capital Gains Subtotal						583,172.76	514,938.72	68,233.04
LONG TERM CAPITAL LOSSES								
CD AMCORE BANK NA	95000.0000	03/17/08	03/04/10			94,409.45	95,000.00	(590.55)
ARCHER DANIELS MIDLD	100.0000	01/31/07	03/04/10			2,920.62	3,182.46	(261.84)
	300.0000	01/31/07	03/04/10			8,778.69	9,547.38	(768.69)
Security Subtotal						11,699.31	12,729.84	(1,030.53)
Long Term Capital Losses Subtotal						106,108.76	107,729.84	(1,621.08)
NET LONG TERM CAPITAL GAIN (LOSS)						689,282	622,670	66,611.96
OTHER TRANSACTIONS								
NSTAR COM	1000.0000	09/29/99	11/09/10			41,674.53	12,978	28,697
Other Transactions Subtotal						41,674.53	12,978	28,697
TOTAL CAPITAL GAINS AND LOSSES						1,106,252.64	1,106,252.64	0.00
TOTAL REPORTABLE GROSS PROCEEDS						1,106,252.64	961,563	144,691
DIFFERENCE						0.00		

Note: Capital gains and losses in this statement are not reported to the Internal Revenue Service.

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