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

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

2010

For calendar year 2010, or tax year beginning

12/01, 2010, and ending

11/30, 2011

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

JAMES F KELLY AND FERNANDE KELLY CHARITABLE
TR 429823016

A Employer identification number

03-6117463

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

Room/suite

B Telephone number (see page 10 of the instructions)

PO BOX 477

City or town, state, and ZIP code

CONCORD, NH 03302-0477

H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 259,908. J Accounting method: Cash Accrual
 Other (specify) _____

(Part I, column (d) must be on cash basis.)

C If exemption application is pending, check here ► D 1 Foreign organizations, check here ► 2 Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule) .				
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	2.	2.		STMT 1
4 Dividends and interest from securities	9,135.	9,135.		STMT 2
5a Gross rents				
b Net rental income or (loss) _____				
6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 47,598.	2,526.			
7 Capital gain net income (from Part IV, line 2)		2,526.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	11,663.	11,663.		
13 Compensation of officers, directors, trustees, etc.	3,653.	3,653.		
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 3 R-OSC 575.	575.	575.	NONE	NONE
c Other professional fees (attach schedule) OGDEN, UT				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	492.	55.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy		NONE	NONE	
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 5	75.	75.		
24 Total operating and administrative expenses.				
Add lines 13 through 23	4,795.	4,358.	NONE	NONE
25 Contributions, gifts, grants paid	12,150.			12,150.
26 Total expenses and disbursements Add lines 24 and 25	16,945.	4,358.	NONE	12,150.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-5,282.			
b Net investment income (if negative, enter -0-)		7,305.		
c Adjusted net income (if negative, enter -0-)				

Operating and Administrative Expenses 01/2012 Revenue

G14

16

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	7,822.	3,980.	3,980.
	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 (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ►			
	Less: allowance for doubtful accounts ►	NONE		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U.S. and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)	STMT 6.	136,769.	140,954.
	c Investments - corporate bonds (attach schedule)	STMT 7.	120,882.	115,253.
	11 Investments - land, buildings, and equipment basis ►			
Less: accumulated depreciation ►				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)				
14 Land, buildings, and equipment basis ►				
Less accumulated depreciation ►				
15 Other assets (describe ►)				
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	265,473.	260,187.	259,908.	
Liabilities	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 (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)			
	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 and complete lines 27 through 31. ► <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	265,473.	260,187.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see page 17 of the instructions)	265,473.	260,187.	
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	265,473.	260,187.		
Net Assets or Fund Balances				

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	265,473.
2 Enter amount from Part I, line 27a	2	-5,282.
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	260,191.
5 Decreases not included in line 2 (itemize) ► SEE STATEMENT 8	5	4.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	260,187.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price			(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a					
b					
c					
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					
b					
c					
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	2,526.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.	{ If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8. }			3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009			
2008			
2007			
2006			
2005			
2 Total of line 1, column (d)			2
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4			8
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1	Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)	1	146.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-	2		
3	Add lines 1 and 2	3	146.	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-	4	NONE	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	146.	
6	Credits/Payments:			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a		
b	Exempt foreign organizations-tax withheld at source	6b	NONE	
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	NONE	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	9	146.	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ► 10	10		
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax ► Refunded ► 11	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6		X
7		X
8a		
b		
9		X
10		X

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?

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?

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

1c Did the foundation file Form 1120-POL for this year?

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

(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

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

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

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

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

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

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

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

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

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV

8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► STMT 9

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV

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

Part VII-A Statements Regarding Activities (continued)

11.	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	<input type="checkbox"/> 11	<input checked="" type="checkbox"/> X
12.	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	<input type="checkbox"/> 12	<input checked="" type="checkbox"/> X
13.	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	<input type="checkbox"/> 13	<input checked="" type="checkbox"/> X
14.	The books are in care of ► <u>TD Bank, N.A.</u> Telephone no ► <u>(603) 229-5990</u> Located at ► <u>143 NORTH MAIN STREET, CONCORD, NH</u> ZIP + 4 ► <u>03301</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>		
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 ►	<input type="checkbox"/> 16	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	<input checked="" type="checkbox"/> X No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	<input checked="" type="checkbox"/> 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	<input checked="" type="checkbox"/> 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 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	
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	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 page 22 of the instructions)	2b	<input checked="" type="checkbox"/> X
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	<input checked="" type="checkbox"/> X 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)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<input checked="" type="checkbox"/> 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	<input checked="" type="checkbox"/> 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.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? (see page 22 of the instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			5b	
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			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 (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		3,653.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over \$50,000 ► NONE

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services ►		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc		Expenses
1	NONE	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
2		
All other program-related investments. See page 24 of the instructions.		
3	NONE	
Total. Add lines 1 through 3 ►		

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	262,336.
b	Average of monthly cash balances	1b	8,771.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	271,107.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	271,107.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	4,067.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	267,040.
6	Minimum investment return. Enter 5% of line 5	6	13,352.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	13,352.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	146.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	146.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	13,206.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	13,206.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	13,206.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	12,150.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	12,150.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	12,150.

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

Part XIII | Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				13,206.
2 Undistributed income, if any, as of the end of 2010:			NONE	
a Enter amount for 2009 only				
b Total for prior years 20 08, 20 20		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	NONE			
b From 2006	NONE			
c From 2007	736.			
d From 2008	64.			
e From 2009	292.			
f Total of lines 3a through e	1,092.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 12,150.				
a Applied to 2009, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				12,150.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2010 . (If an amount appears in column (d), the same amount must be shown in column (a))	1,056.			1,056.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	36.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009 Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	36.			
10 Analysis of line 9:				
a Excess from 2006	NONE			
b Excess from 2007	NONE			
c Excess from 2008	NONE			
d Excess from 2009	36.			
e Excess from 2010				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling				►	4942(j)(3) or	4942(j)(5)
b	Check box to indicate whether the foundation is a private operating foundation described in section						
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed						(e) Total
	Tax year						
	Prior 3 years						
	(a) 2010	(b) 2009	(c) 2008	(d) 2007			
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	Complete 3a, b, or c for the alternative test relied upon						
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 page 28 of 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).)

N/A

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.

N/A

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 page 28 of the 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:
SEE STATEMENT 12
- b The form in which applications should be submitted and information and materials they should include:
SEE ATTACHED STATEMENT FOR LINE 2
- c Any submission deadlines:
SEE ATTACHED STATEMENT FOR LINE 2
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE ATTACHED STATEMENT FOR LINE 2

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
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE STATEMENT 14				
Total			► 3a	12,150.
<i>b Approved for future payment</i>				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments				14	2.	
4 Dividends and interest from securities			14	9,136.	
5 Net rental income or (loss) from real estate						
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				18	2,525.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b						
c						
d						
e						
12 Subtotal. Add columns (b), (d), and (e)				11,663.	

13 Total. Add line 12, columns (b), (d), and (e).
(See worksheet in line 13 instructions on page 29 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). (See page 29 of the instructions.)
	<u>NOT APPLICABLE</u>

NOT APPLICABLE

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

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
(1)	Cash	1a(1)	X
(2)	Other assets	1a(2)	X
b	Other transactions:		
(1)	Sales of assets to a noncharitable exempt organization	1b(1)	X
(2)	Purchases of assets from a noncharitable exempt organization	1b(2)	X
(3)	Rental of facilities, equipment, or other assets	1b(3)	X
(4)	Reimbursement arrangements	1b(4)	X
(5)	Loans or loan guarantees	1b(5)	X
(6)	Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

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

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

Sign Here  better, it is true, correct, and complete. Declaration of preparer (if applicable)

01/14/2012

Trustee

Signature of officer or trustee **TRICIA J. SMITH**

Dat

Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ►		Firm's EIN ►		
	Firm's address ►		Phone no		

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME						P or D	Date acquired	Date sold
Kind of Property		Description						
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					2,381.	
1,759.00		70.826 ASTON FDS MONTAG & CALDWELL GROWTH PROPERTY TYPE: SECURITIES	1,639.00		120.00	10/18/2010	01/18/2011	
1,981.00		77.415 ASTON FDS MONTAG & CALDWELL GROWTH PROPERTY TYPE: SECURITIES	1,803.00		178.00	04/18/2011	07/18/2011	
873.00		35.871 ASTON FDS MONTAG & CALDWELL GROWTH PROPERTY TYPE: SECURITIES	830.00		43.00	10/18/2010	10/20/2011	
1,158.00		40.861 INVESCO INTERNATIONAL GROWTH FUND PROPERTY TYPE: SECURITIES	1,118.00		40.00	10/18/2010	01/18/2011	
435.00		14.968 INVESCO INTERNATIONAL GROWTH FUND PROPERTY TYPE: SECURITIES	410.00		25.00	10/18/2010	04/18/2011	
63.00		2.163 INVESCO INTERNATIONAL GROWTH FUND PROPERTY TYPE: SECURITIES	59.00		4.00	10/18/2010	07/18/2011	
492.00		18.973 INVESCO INTERNATIONAL GROWTH FUND PROPERTY TYPE: SECURITIES	519.00		-27.00	10/18/2010	10/20/2011	
219.00		8.038 BUFFALO SMALL CAP FD #1444 PROPERTY TYPE: SECURITIES	193.00		26.00	10/18/2010	01/18/2011	
27.00		.995 BUFFALO SMALL CAP FD #1444 PROPERTY TYPE: SECURITIES	24.00		3.00	10/18/2010	04/18/2011	
71.00		3.064 BUFFALO SMALL CAP FD #1444 PROPERTY TYPE: SECURITIES	74.00		-3.00	10/18/2010	10/20/2011	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description			P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
3,807.00			34.049 DODGE & COX STK FD COM PROPERTY TYPE: SECURITIES 3,414.00			10/18/2010	01/18/2011
219.00			1.954 DODGE & COX STK FD COM PROPERTY TYPE: SECURITIES 196.00			10/18/2010	04/18/2011
4,754.00			49.711 DODGE & COX STK FD COM PROPERTY TYPE: SECURITIES 5,034.00			07/18/2011	09/27/2011
861.00			8.703 DODGE & COX STK FD COM PROPERTY TYPE: SECURITIES 873.00			10/18/2010	10/20/2011
1.00			.076 FIDELITY SPARTAN HIGH INCOME PROPERTY TYPE: SECURITIES 1.00			01/18/2011	04/18/2011
4.00			.439 FIDELITY SPARTAN HIGH INCOME PROPERTY TYPE: SECURITIES 4.00			01/18/2011	07/18/2011
424.00			8.287 FIDELITY SELECT PORTFOLIOS SELECT PROPERTY TYPE: SECURITIES 449.00			10/18/2010	04/18/2011
1,207.00			19.458 HARBOR INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 1,163.00			10/18/2010	01/18/2011
337.00			5.373 HARBOR INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 321.00			10/18/2010	04/18/2011
565.00			10.547 HARBOR INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 630.00			10/18/2010	10/20/2011
227.00			9.115 HARTFORD MUT FDS INC MIDCAP FD CL PROPERTY TYPE: SECURITIES 187.00			06/11/2010	01/18/2011

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
65.00			2.577 HARTFORD MUT FDS INC MIDCAP FD CL PROPERTY TYPE: SECURITIES 53.00			06/11/2010	04/18/2011	
7.00			.278 HARTFORD MUT FDS INC MIDCAP FD CL Y PROPERTY TYPE: SECURITIES 6.00			06/11/2010	07/18/2011	
72.00			3.323 HARTFORD MUT FDS INC MIDCAP FD CL PROPERTY TYPE: SECURITIES 68.00			06/11/2010	10/20/2011	
98.00			4.225 PERKINS MID CAP VALUE FUND INSTITU PROPERTY TYPE: SECURITIES 90.00			10/18/2010	01/18/2011	
82.00			3.435 PERKINS MID CAP VALUE FUND INSTITU PROPERTY TYPE: SECURITIES 73.00			10/18/2010	04/18/2011	
47.00			2.215 PERKINS MID CAP VALUE FUND INSTITU PROPERTY TYPE: SECURITIES 47.00			10/18/2010	10/20/2011	
43.00			3.994 PIMCO INVESTMENT GRADE CORP BOND F PROPERTY TYPE: SECURITIES 48.00			10/18/2010	04/18/2011	
783.00			73.074 PIMCO INVESTMENT GRADE CORP BOND PROPERTY TYPE: SECURITIES 872.00			10/18/2010	07/18/2011	
3,125.00			297.906 PIMCO INVESTMENT GRADE CORP BOND PROPERTY TYPE: SECURITIES 3,554.00			10/18/2010	09/27/2011	
123.00			5.825 ROYCE SPECIAL EQUITY FD #327 PROPERTY TYPE: SECURITIES 112.00			10/18/2010	01/18/2011	
91.00			4.172 ROYCE SPECIAL EQUITY FD #327 PROPERTY TYPE: SECURITIES 81.00			10/18/2010	04/18/2011	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis			
71.00			3.592 ROYCE SPECIAL EQUITY FD #327 PROPERTY TYPE: SECURITIES 69.00			10/18/2010	10/20/2011	
2,164.00			2163.63 TDAM INSTL MUNI MM FD INSTL CL # PROPERTY TYPE: SECURITIES 2,164.00			05/03/2011	05/19/2011	
416.00			40.467 TD ASSET MGMT SHORT TERM BOND #4 PROPERTY TYPE: SECURITIES 413.00			10/16/2009	07/18/2011	
1,891.00			184.817 TD ASSET MGMT SHORT TERM BOND #4 PROPERTY TYPE: SECURITIES 1,905.00			10/18/2010	09/27/2011	
5,482.00			535.909 TD ASSET MGMT SHORT TERM BOND #4 PROPERTY TYPE: SECURITIES 5,430.00			04/16/2010	09/27/2011	
1,929.00			188.774 TD ASSET MGMT SHORT TERM BOND #4 PROPERTY TYPE: SECURITIES 1,946.00			10/18/2010	10/20/2011	
1,513.00			129.296 VANGUARD INTERM-TERM TREAS FD #3 PROPERTY TYPE: SECURITIES 1,553.00			10/18/2010	07/18/2011	
3,953.00			326.654 VANGUARD INTERM-TERM TREAS FD #3 PROPERTY TYPE: SECURITIES 3,923.00			10/18/2010	09/27/2011	
1,478.00			123.199 VANGUARD INTERM-TERM TREAS FD #3 PROPERTY TYPE: SECURITIES 1,480.00			10/18/2010	10/20/2011	
168.00			12.532 VANGUARD INFLATION PROTECTED SEC PROPERTY TYPE: SECURITIES 170.00			10/18/2010	04/18/2011	
579.00			42.33 VANGUARD INFLATION PROTECTED SEC 1 PROPERTY TYPE: SECURITIES 576.00			10/18/2010	07/18/2011	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,553.00			110.122 VANGUARD INFLATION PROTECTED SEC PROPERTY TYPE: SECURITIES 1,498.00				10/18/2010 55.00	09/27/2011
TOTAL GAIN(LOSS)							----- 2,526. =====	

JAMES F KELLY AND FERNANDE KELLY CHARITABLE

03-6117463

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TD ASSET MGMT US GOVT INSTL SVS #6	1.	1.
TD ASSET MGMT US GOVT PORT INSTL #2	1.	1.
TOTAL	2.	2.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ASTON FDS MONTAG & CALDWELL GROWTH FUND	370.	370.
INVEESCO INTERNATIONAL GROWTH FUND INSTIT	203.	203.
DODGE & COX STK FD COM	670.	670.
FIDELITY SPARTAN HIGH INCOME	1,136.	1,136.
FIDELITY SELECT PORTFOLIOS SELECT GOLD P	561.	561.
HARBOR INTERNATIONAL FUND	223.	223.
PERKINS MID CAP VALUE FUND INSTITUTIONAL	25.	25.
PIMCO INVESTMENT GRADE CORP BOND FUND CL	4,127.	4,127.
ROYCE SPECIAL EQUITY FD #327	9.	9.
TDAM INSTL MUNI MM FD INSTL CL #9	1.	1.
TD ASSET MGMT SHORT TERM BOND #4	326.	326.
VANGUARD INTERM-TERM TREAS FD #35	856.	856.
VANGUARD INFLATION PROTECTED SEC 119	628.	628.
TOTAL	9,135.	9,135.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC)	575.	575.	575.	NONE
TOTALS	575.	575.	575.	NONE

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
990-PF TAXES FOREIGN TAXES ON QUALIFIED FOR	437.	55.
TOTALS	492.	55.

JAMES F KELLY AND FERNANDE KELLY CHARITABLE

03-6117463

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
STATE/PROBATE FEES	75.	75.
TOTALS	75.	75.

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STATEMENT 5

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
2183.024 ASTON FDS MONTAG & CA	50,723.	54,663.
483.549 INVEESCO INTERNATIONAL	13,062.	12,833.
120.515 BUFFALO SMALL CAP FD	2,865.	3,023.
368.472 DODGE & COSS STK FD 145	36,943.	37,208.
309.095 FIDELITY SELECT PORTFO	15,528.	15,405.
233.914 HARBOR INTERNATIONAL F	13,631.	12,835.
129.330 HARTFORD MUT FDS INC	2,660.	2,565.
131.784 PERKINS MID CAP VALUE	2,795.	2,914.
412.192 ROYCE SPECIAL EQUITY	2,747.	2,980.
TOTALS	140,954.	144,426.

JAMES F KELLY AND FERNANDE KELLY CHARITABLE

03-6117463

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
2345.225 FIDELITY HIGH INCOME	20,802.	19,934.
3388.297 PIMCO INVESTMENT GRAD	39,500.	35,577.
1412.785 TD ASST MGMT SHORT TE	14,551.	14,439.
2125.031 VANGUARD INTERMEDIATE	25,338.	25,670.
1109.856 VANGUARD INFLATION PR	15,062.	15,882.
TOTALS	115,253.	111,502.

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429823016

STATEMENT 7

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
-------------	--------

-----	-----
-------	-------

ROUNDING ADJUSTMENT	4.
---------------------	----

TOTAL	4.
-------	----

=====

STATEMENT 8

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

NH

STATEMENT 9

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

OFFICER NAME:

TD Bank, N.A.

ADDRESS:

PO Box 477
Concord, NH 03302-0477

TITLE:

Trustee

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 3,653.

TOTAL COMPENSATION:

3,653.

=====

STATEMENT 10

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

MONTH	LINE 1a-FMV SECURITIES	LINE 1b-FMV CASH BALANCES	LINE 1c-FMV OTHER ASSETS
JANUARY	263,409.	8,826.	
FEBRUARY	268,931.	8,834.	
MARCH	268,185.	9,122.	
APRIL	273,977.	10,318.	
MAY	272,533.	10,338.	
JUNE	268,661.	4,307.	
JULY	263,563.	8,849.	
AUGUST	255,291.	8,875.	
SEPTEMBER	242,403.	9,055.	
OCTOBER	257,632.	9,210.	
NOVEMBER	255,929.	3,980.	
DECEMBER	257,522.	13,535.	
TOTAL	3,148,036.	105,249.	
AVERAGE FMV	262,336.	8,771.	

STATEMENT 11

RECIPIENT NAME:

Monique Brown

ADDRESS:

PO Box 477

Concord, NH 03302-0477

RECIPIENT'S PHONE NUMBER: 603-229-5990

FORM, INFORMATION AND MATERIALS:

None

SUBMISSION DEADLINES:

None

RESTRICTIONS OR LIMITATIONS ON AWARDS:

Organizations that can receive deductible charitable contributions under IRC 170 (c) (2)

STATEMENT 12

RECIPIENT NAME:
GREATER NASHUA MENTAL HEALTH
ATTN: HISHAM HAFEZ, MD
ADDRESS:
7 PROSPECT STREET
NASHUA, NH 03060
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RECOGNITION OF NATIONAL HEALTH MONTH
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
CROTCHED MOUNTAIN FOUNDATION
C/O TOM FOGARTY, VP
ADDRESS:
1 VERNEY DRIVE
GREENFIELD, NH 03047
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT STUDENTS, FACULTY EXTRAORDINARY PROG
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
YMCA OF GREATER NASHUA
C/O MICHAEL LACHANCE, CEO
ADDRESS:
6 HENRY CLAY DRIVE
MERRIMACK, NH 03054
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
BUILD A NEW STATE-OF-THE ART
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID 3,150.

RECIPIENT NAME:

CAREGIVERS, INC
MAIN OFFICE

ADDRESS:

960 AUBURN STREET
MANCHESTER, NH 0303

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT THE FRAIL, ELDERLY AND DISABLED

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

COLONIAL THEATRE
C/O CINDY RODENHAUSER

ADDRESS:

PO BOX 77
KEENE, NH 03431

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNDERWRITE STUDENT MATINEE SERIES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID 2,500.

TOTAL GRANTS PAID:

12,150.

=====

STATEMENT 14

JAMES F KELLY AND FERNANDE KELLY CHARITABLE
Schedule D Detail of Short-term Capital Gains and Losses

03-6117463

	Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES						
70.826	ASTON FDS MONTAG & CALDWELL GROWTH FUND CL I	10/18/2010	01/18/2011	1,759.00	1,639.00	120.00
77.415	ASTON FDS MONTAG & CALDWELL GROWTH FUND CL I	04/18/2011	07/18/2011	1,981.00	1,803.00	178.00
40.861	INVEESCO INTERNATIONAL AL GROWTH FUND INSTITUTIONAL CLASS	10/18/2010	01/18/2011	1,158.00	1,118.00	40.00
14.968	INVESCO INTERNATIONAL AL GROWTH FUND INSTITUTIONAL CLASS	10/18/2010	04/18/2011	435.00	410.00	25.00
2.163	INVESCO INTERNATIONAL AL GROWTH FUND INSTITUTIONAL CLASS	10/18/2010	07/18/2011	63.00	59.00	4.00
8.038	BUFFALO SMALL CAP FD	10/18/2010	01/18/2011	219.00	193.00	26.00
.995	BUFFALO SMALL CAP FD	10/18/2010	04/18/2011	27.00	24.00	3.00
34.049	DODGE & COX STK FD	10/18/2010	01/18/2011	3,807.00	3,414.00	393.00
1.954	DODGE & COX STK FD	10/18/2010	04/18/2011	219.00	196.00	23.00
49.711	DODGE & COX STK FD	07/18/2011	09/27/2011	4,754.00	5,034.00	-280.00
.076	FIDELITY SPARTAN HIGH	01/18/2011	04/18/2011	1.00	1.00	
.439	FIDELITY SPARTAN HIGH	01/18/2011	07/18/2011	4.00	4.00	
8.287	FIDELITY SELECT PORTFOLIOS SELECT GOLD PT FUND #41	10/18/2010	04/18/2011	424.00	449.00	-25.00
19.458	HARBOR INTERNATIONAL	10/18/2010	01/18/2011	1,207.00	1,163.00	44.00
5.373	HARBOR INTERNATIONAL	10/18/2010	04/18/2011	337.00	321.00	16.00
9.115	HARTFORD MUT FDS INC MIDCAP FD, CL Y FDD# 229	06/11/2010	01/18/2011	227.00	187.00	40.00
2.577	HARTFORD MUT FDS INC MIDCAP FD CL Y FDD# 229	06/11/2010	04/18/2011	65.00	53.00	12.00
4.225	PERKINS MID CAP					
	VALUE FUND INSTITUTIONAL CLASS	10/18/2010	01/18/2011	98.00	90.00	8.00
3.435	PERKINS MID CAP					
	VALUE FUND INSTITUTIONAL CLASS	10/18/2010	04/18/2011	82.00	73.00	9.00
3.994	PIMCO INVESTMENT					
	GRADE CORP BOND FUND CLASS I	10/18/2010	04/18/2011	43.00	48.00	-5.00
73.074	PIMCO INVESTMENT					
	Totals GRADE CORP BOND FUND CLASS I					

FEDERAL CAPITAL GAIN DIVIDENDS

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LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

ASTON FDS MONTAG & CALDWELL GROWTH FUND CL I	81.00
FIDELITY SELECT PORTFOLIOS SELECT GOLD PT FUN	419.00
HARTFORD MUT FDS INC MIDCAP FD CL Y FD# 229	323.00
PIMCO INVESTMENT GRADE CORP BOND FUND CLASS I	1,202.00
TD ASSET MGMT SHORT TERM BOND #4	37.00
VANGUARD INTERM-TERM TREAS FD #35	320.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS	2,381.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS	2,381.00
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