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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.

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation The Bank of Maine Charitable Foundation		A Employer identification number 01-0446023
Number and street (or P.O. box number if mail is not delivered to street address) P.O. Box 190		B Telephone number 207-582-5550
City or town, state, and ZIP code Gardiner, ME 04345		C If exemption application is pending check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☒ Address change ☐ Initial return of a former public charity ☐ Amended return ☒ Name change		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) \$ 1,496,322. (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____		

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		56,481.	56,481.		Statement 1
4 Dividends and interest from securities					
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					
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		56,481.	56,481.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees Stmt 2		18,998.	552.		18,446.
c Other professional fees					
17 Interest					
18 Taxes Stmt 3		150.	0.		150.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		19,148.	552.		18,596.
25 Contributions, gifts, grants paid		295,858.			295,858.
26 Total expenses and disbursements. Add lines 24 and 25		315,006.	552.		314,454.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<258,525.>			
b Net investment income (if negative, enter -0-)			55,929.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1 Cash - non-interest-bearing	1,754,847.	1,496,322.	1,496,322.	
	2 Savings and temporary cash investments				
	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				
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers)	1,754,847.	1,496,322.	1,496,322.	
	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					
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	1,754,847.	1,496,322.		
	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				
	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	1,754,847.	1,496,322.			
31 Total liabilities and net assets/fund balances	1,754,847.	1,496,322.			

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	1,754,847.
2 Enter amount from Part I, line 27a	2	<258,525.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,496,322.
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	1,496,322.

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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			
b	NONE		
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) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
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	
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	

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))
2010	510,044.	1,620,868.	.314673
2009	1,054,358.	2,290,122.	.460394
2008	332,395.	2,968,417.	.111977
2007	366,250.	2,900,374.	.126277
2006	373,381.	2,896,911.	.128889

2 Total of line 1, column (d)	2	1.142210
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	.228442
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,601,201.
5 Multiply line 4 by line 3	5	365,782.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	559.
7 Add lines 5 and 6	7	366,341.
8 Enter qualifying distributions from Part XII, line 4	8	314,454.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

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

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

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

6 Credits/Payments:

a 2011 estimated tax payments and 2010 overpayment credited to 2011

b Exempt foreign organizations - tax withheld at source

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

d Backup withholding erroneously withheld

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

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

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

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

11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☐181. | Refunded ☐

1	1,119.
2	0.
3	1,119.
4	0.
5	1,119.
6a	1,300.
6b	
6c	
6d	
7	1,300.
8	
9	
10	181.
11	0.

Part VII-A Statements Regarding Activities

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

b 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

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

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

(1) On the foundation. ☐ \$ 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

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 instructions) ☐

ME

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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? 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

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

N/A

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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 make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ Dennis Carolin, CFO	Telephone no. ▶ (207) 582-5550		
	Located at ▶ 190 Water Street, Gardiner, ME	ZIP+4 ▶ 04345		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2011, 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?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			X

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 instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ☐	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 2011?		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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	☐ 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.)	N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ☐ _____, _____, _____, _____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
	☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2011 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 2011)	N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			
		4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

Organizations relying on a current notice regarding disaster assistance check here

► ☐

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No

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

N/A

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 4		0.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 Provides community enhancement grants to approximately 250 communities within the state of Maine focusing on education, social services, and the environment.	295,858.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a	Average monthly fair market value of securities	1a 0.
b	Average of monthly cash balances	1b 1,625,585.
c	Fair market value of all other assets	1c
d	Total (add lines 1a, b, and c)	1d 1,625,585.
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 1,625,585.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 24,384.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 1,601,201.
6	Minimum investment return. Enter 5% of line 5	6 80,060.

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 80,060.
2a	Tax on investment income for 2011 from Part VI, line 5	2a 1,119.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 1,119.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 78,941.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 78,941.
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 78,941.

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 314,454.
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	4 314,454.
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	6 314,454.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				78,941.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	230,992.			
b From 2007	223,866.			
c From 2008	165,408.			
d From 2009	919,876.			
e From 2010	429,953.			
f Total of lines 3a through e	1,970,095.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$	314,454.			
a Applied to 2010, but not more than line 2a			0.	
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 2011 distributable amount				78,941.
e Remaining amount distributed out of corpus	235,513.			
5 Excess distributions carryover applied to 2011 (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:	2,205,608.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
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 2006 not applied on line 5 or line 7	230,992.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1,974,616.			
10 Analysis of line 9:				
a Excess from 2007	223,866.			
b Excess from 2008	165,408.			
c Excess from 2009	919,876.			
d Excess from 2010	429,953.			
e Excess from 2011	235,513.			

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Statement PO Box 190 Gardiner, ME 04345	None	Public	Community Enhancement	295,858.
Total				▶ 3a 295,858.
b Approved for future payment None				
Total				▶ 3b 0.

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

- | | | |
|--|---|-------------------|
| <p>1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.</p> |  | <p>Yes</p> |
| | <p>1a(1)</p> | |
| | <p>1a(2)</p> | |
| | | |
| | <p>1b(1)</p> | |
| | <p>1b(2)</p> | |
| | <p>1b(3)</p> | |
| | <p>1b(4)</p> | |
| | <p>1b(5)</p> | |
| | <p>1b(6)</p> | |
| | <p>1c</p> | |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date _____

Treasurer

May the IRS discuss this return with the preparer shown below (see instr 1)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Barbara J. McGuan,
CPA

Preparer's signature

Barbara J. McGuan 1

Date _____

11/14/12

Check ☐ self-employed

PTIN

P00219457

Firm's name ▶ Berry Dunn McNeil & Parker, LLC

Firm's EIN ► 01-0523282

Firm's address ► P.O. Box 1100

~~Portland, ME 04104-1100~~

Phone no. (207) 775-2387

Form **990-PF** (2011)

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
Interest Income	56,481.
Total to Form 990-PF, Part I, line 3, Column A	56,481.

Form 990-PF Accounting Fees Statement 2

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	18,998.	552.		18,446.
To Form 990-PF, Pg 1, ln 16b	18,998.	552.		18,446.

Form 990-PF Taxes Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal Tax	150.	0.		150.
To Form 990-PF, Pg 1, ln 18	150.	0.		150.

Form 990-PF

Part VIII - List of Officers, Directors
Trustees and Foundation Managers

Statement 4

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
John Everets 2 Canal Plaza Portland, ME 04101	Board Member 1.00	0.	0.	0.
Dennis Townley 2 Canal Plaza Portland, ME 04101	Board Member 1.00	0.	0.	0.
Anita Nored PO Box 190 Gardiner, ME 04345	Board Member 1.00	0.	0.	0.
Dennis Carolin PO Box 190 Gardiner, ME 04345	Treasurer 1.00	0.	0.	0.
Richard Lucas 2 Canal Plaza Portland, ME 04101	Board Member 1.00	0.	0.	0.
Edmond Hayden 2 Canal Plaza Portland, ME 04101	Board Member 1.00	0.	0.	0.
Jeannine Clark PO Box 190 Gardiner, ME 04345	Clerk 1.00	0.	0.	0.
Renee Smyth 2 Canal Plaza Portland, ME 04101	President 1.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.	0.

The Bank of Maine Charitable Foundation

December 31, 2011

EIN: 01-0446023

Recipient	Address	Organization Type	Purpose	Amount
Kennebec Behavioral Health	67 Eustis Parkway Waterville ME 04901	501(C)3	Public Seminars RE Mental Health	6,000.00
Aroostook Mental Health Services	413 Hatch Dr Caribou ME	501(C)3	Caribou	500.00
Junior Achievement of Maine Inc	82 Elm St Portland ME 04101	501(C)3	JA Classes K 12	5,000.00
United Way of Eastern Maine	24 Springer Dr #201 Bangor ME 04401	501(C)3	Donation/Match	129.00
United Way of Mid Coast Maine	34 Wing Farm Parkway Bath ME 04530	501(C)3	Donation/Match	3 053.00
United Way of Mid Maine	105 Kennedy Memorial Dr Waterville ME 04901	501(C)3	Donation/Match	1 679.00
United Way of Kennebec Valley	331 Water St Augusta ME 04330	501(C)3	Donation/Match	12 664.00
United Way of Aroostook	480 Main St 3rd Fl Presque Isle ME 04769	501(C)3	Donation/Match	1 421.00
United Way of York County	PO Box 727 Kennebunk ME 04043	501(C)3	Donation/Match	3 266.00
MOFGA	PO Box 170 Unity ME 04988-0170	501(C)3	Loan 10607	1 730.03
University of Maine at Augusta	46 University Drive Augusta ME 04330	Government entity	Women, Work & Community	250.00
Special Olympics Maine Inc	125 John Roberts RD South Portland ME 04106	501(C)3	March	1 500.00
Maranacook Comm High School	2250 Millard Harrison Drive Readfield ME 04355	Government entity	Read/March	500.00
HAML Maine	1 Bangor St Augusta, ME 04330	501(C)3	Donation	500.00
Maine Cancer Foundation	PO Box 553 Portland, ME 04112	501(C)3	Saco	250.00
Kennebec Valley Art Assoc	160 Water St Hallowell, ME 04347	501(C)3	Prize Sponsor	150.00
Friends of the Maine State Museum	83 State House Station Augusta ME 04333	501(C)3	Sponsorship	250.00
Corn High School	60 Pierce Dr Augusta ME 04330	Government entity	Project Graduation	100.00
Morse High School	826 High St Bath ME 04530	Government entity	Freshman Awareness Program	2 000.00
Bigrock	PO Box 1001 Mars Hill, ME 04758	501(C)3	Radio Advertising	1 500.00
Rotary Foundation of Damanscott-Newcastle	PO Box 565 Damanscott ME 04543	501(C)3	Karl's Kids	100.00
Can Am Crown Inc	PO Box 171 Fort Kent Mills ME 04744	501(C)3	Annual Sponsorship	500.00
Marlee Fund	434 Lovejoy Shores Dr Fayette ME 04349	501(C)3	Scholarship Fund	150.00
Erskine Academy	309 Windsor Rd South China ME 04358	Government entity	Peer Training & Kindness	1 500.00
Maranacook Comm High School	2250 Millard Harrison Drive Readfield ME 04355	Government entity	Teen Issues	2 500.00
Augusta Little League	2067 N Belfast Ave Augusta ME 04330	501(C)3	Team Sponsor	400.00
Houlton High School	Bird St Houlton ME 04730	Government entity	A Dose of Reality(drug abuse)	1 126.22
The Allagash Alliance	136 Range Rd Atkinson, ME 04426	501(C)3	Power Point Presentation to Central Aroostook Jr/Sr HS	100.00
Gardiner High School	40 West Hill Rd Gardiner ME 04345	Government entity	Speaker John Jenkins Physical arts & personal development	500.00
Wiscasset High School	272 Gardiner Rd Wiscasset ME 04578	Government entity	Diversity Day	880.00
Houlton-Hodgdon Dollars for Scholars	7 Bird St Houlton ME 04730	501(C)3	Scholarship	150.00
Readfield Elementary School	84 South Rd Readfield ME 04355	Government entity	5th Grade Yearbook	25.00
Childrens Discovery Museum	171 Capital # 2 St Augusta ME 04330	501(C)3	Sponsor Events Programs & Exhibits	250.00
Big Bros/Big Sisters of Kennebec Valley	8 Green St Augusta ME 04338	501(C)3	Bowl for Kids Sake	375.00
Houlton Area Little League	123 Main St Houlton ME 04730	501(C)3	Team Sponsorship	400.00
Hospice Volunteers of Waterville	304 Main St Waterville ME 04901	501(C)3	Bluegrass Show	500.00
Hardy Girls/Healthy Women	14 Common St Waterville ME 04903	501(C)3		300.00
Harlow Gallery	160 Water St Hallowell ME 04347	501(C)3	Sponsor Art Talk series for 2011	1 000.00
Caribou HS DECA	628 Maine St Caribou ME 04736	Government entity	DECA National Conference Students	100.00
MSMT	22 Elm St Brunswick ME 04011	501(C)3	Pledge	5 000.00
Gardiner Main St Inc	177 Water St 2nd Fl Gardiner ME 04345	501(C)3	Donation	5 000.00
Community Partners Inc	PO Box 363-443 Main St Biddeford ME 04005	501(C)3	Donation	250.00
Town of Fort Kent	416 West Main St Fort Kent, ME 04743	Government entity	Donation/Park & Rec Little League	350.00
Portland Public Library	5 Monument Sq Portland ME 04101	501(C)3		12 500.00
Kennebunk Free Library	112 Main Street Kennebunk ME 04043	501(C)3		10 000.00
Nature Conservancy	14 Maine St Brunswick ME 04011	501(C)3		1 000.00
Boys & Girls Clubs of Southern ME	277 Cumberland Ave Portland ME 04112	501(C)3	Donation	250.00
Sportsmans Alliance of Maine	205 Church Hill Rd Augusta ME 04330	501(C)3		10 000.00
Johnson Hall	280 Water Street Gardiner ME 04345	501(C)3	Operations	11 000.00
Johnson Hall	280 Water Street Gardiner ME 04345	501(C)3	Capital Renovation plan	10 000.00
Erskine Academy	309 Windsor Rd South China ME 04358	Government entity	To purchase cunculum tied to Rachel's Challenge	1 200.00
Nantucket Community Sailing	4 Winter Street, Nantucket MA 02554	501(C)3	2011 Nantucket Race Week Sponsorship	10 000.00
Kennebec Valley Humane Society	10 Pet Haven Lane Augusta ME 04330	501(C)3	Help with the cost of providing shelter food & medical care for local animals	250.00
Augusta Nature Club	PO Box 5335 Augusta ME 04332	501(C)3	Continued support to the Entrance Sponsor Program	500.00
Health Services Foundation	22 Hartford St Houlton ME 04730	501(C)3	Funding support for Digital Mammography Campaign	2 500.00
Augusta Food Bank	9 Summer Street Augusta ME 04330	501(C)3	Auction to raise money for food assistance	250.00
Granite State Baseball Assn	PO Box 732 Londonderry NH 03053	501(C)3	Sponsor 2 Team programs	1 000.00
Corn All Sports Boosters	12 Gedney St Augusta ME 04330	501(C)3	Support Corn Athletics	575.00
Gardiner High School	40 West Hill Rd Gardiner ME 04345	Government entity	John Neal-Speaker Follow your dreams	500.00
RSU #18	41 Heath St Oakland ME 04963	Government entity	Guest Speaker	8 866.00
City of Gardiner	6 Church St Gardiner ME 04345	Government entity		12 000.00
Johnson Hall Performing Arts Center	280 Water Street Gardiner ME 04345	501(C)3	Major Capital Repair Project	1 500.00
KENNEBEC VALLEY YMCA CAPITAL CAMPAIGN	31 Union St Augusta ME 04330	501(C)3	CAPITAL CAMPAIGN	50 000.00
Maranacook Education Foundation	PO Box 133 Readfield ME 04355	501(C)3	Leaders & Luminaries Award	500.00
York Hospital	15 Hospital Drive York ME 03909	501(C)3	Leaders & Luminaries Award	500.00
The Opera House at Boothbay Harbor	86 Townsend Ave Boothbay Harbor ME 04538	501(C)3	Leaders & Luminaries Award	2 500.00
Seeds of Independence	PO Box B Freeport ME 04032	501(C)3	Leaders & Luminaries Award	2 500.00
Kennebec Valley Dental Coalition	93 Main St 3rd Fl Waterville, ME 04901	501(C)3	Leaders & Luminaries Award	2 500.00
Counseling Services	265 North St Saco ME	501(C)3	Leaders & Luminaries Award	2 500.00
Kennebec Land Trust	134 Main St Room 2B Winthrop ME 04364	501(C)3	Leaders & Luminaries Award	10 000.00
COASTAL CONSERVATION ASSOCIATION OF MAINE	30 Milk St Portland, ME 05202	501(C)3	CONCERT SPONSORSHIP	3 500.00
BON APPETIT COMMUNITY MEAL PROGRAM	19 Crescent Street Biddeford ME 04005	501(C)3	TO PURCHASE FOOD FOR LOCAL FAMILIES TO EAT AT THE FOOD PANTRY	100.00
GARDINER MAIN STREET, INC	177 Water St 2nd Fl Gardiner ME 04345	501(C)3	SUPPORT ORGANIZATION DESIGN PROMOTION & ECONOMIC REVITALIZATION OF DOWNTOWN	4 550.00
WATERVILLE MAIN STREET	177 Main Street Waterville ME 04901	501(C)3	10 YR ANNIVERSARY THIS YEAR CONTINUED COMMITMENT FROM THE COMMUNITY	2 000.00
CENTRAL MAINE YOUTH HOCKEY	46 Firstpark Dr Oakland ME 04963	501(C)3	HELP REDUCE COST FOR AREA CHILDREN TO PLAY HOCKEY	1 000.00
AROOSTOOK MENTAL HEALTH SERVICES	1 Edgemont Drive Presque Isle ME	501(C)3	FUNDRAISER TO SUPPORT SEXUAL ASSAULT SERVICES AROOSTOOK COMMUNITY	1 000.00
CAN AM CROWN, INC	PO Box 171 Fort Kent Mills ME 04744	501(C)3	ANNUAL SPONSORSHIP(MARCH 2012)KEY LOCAL SPONSORSHIP	1 000.00
YORK COUNTY COMMUNITY COLLEGE FOUNDATION	PO Box 529 Wells, ME 04090	501(C)3	SUPPORT FOR YCCCS FOUNDATION WHICH AWARDS SCHOLARSHIPS TO NEEDY STUDENTS	5 000.00
MAINE MARITIME MUSEUM	243 Washington St Bath ME 04530	501(C)3	INV 2011-156 PLEDGE COMMITMENT	5 000.00
City of Gardiner	6 Church St Gardiner ME 04345	Government entity	Waterfront Project	43918.78
			Total Grants	295,858.03

**DOMESTIC
NONPROFIT CORPORATION**

STATE OF MAINE

ARTICLES OF AMENDMENT

Savings Bank of Maine Charitable Foundation

(Name of Corporation)

File No 19890347ND Pages 2
Fee Paid \$ 10
DCN 2113351400003 AMEN
-----FILED-----
11/29/2011

Julie R. Flynn
Deputy Secretary of State

True Copy When Attested By Signature
Julie R. Flynn
Deputy Secretary of State

Pursuant to 13-B MRSA §§802 and 803, the undersigned corporation executes and delivers the following Articles of Amendment:

FIRST: ("X" one box only.) ☒ public benefit corporation ☐ mutual benefit corporation

SECOND: Describe **NATURE OF CHANGE** (i.e. change in name of corporation, purpose, number of directors, adding or deleting section or revision of section, etc.) as well as **TEXT** of amendment. Attach additional pages as needed.

Change in name of corporation from "Savings Bank of Maine Charitable Foundation" to

"The Bank of Maine Charitable Foundation".

Also, change the number of directors from a minimum of 7 and maximum of 15 to

"the minimum number of directors shall be 5 and the maximum number of directors

shall be 9".

THIRD: ("X" one box only.) The amendment was adopted on (date) November 15, 2011 as follows:

- ☐ By the members at a meeting at which a quorum was present and the amendment received at least a majority of the votes which members were entitled to cast.
- ☐ (If the Articles require more than a majority vote.) By the members at a meeting at which the amendment received at least the percentage of votes required by the Articles of Incorporation.
- ☐ By the written consent of all members entitled to vote with respect thereto.
- ☒ (If no members, or none entitled to vote thereon.) By majority vote of the board of directors.

FOURTH: The address of the registered office of the corporation in the State of Maine is P. O. Box 190,
Gardiner, ME 04345
(street, city, state and zip code)

DATED November 29, 2011

*By Paula F. Caughey
(signature)
Paula F. Caughey, Secretary
(type or print name and capacity)

*By _____
(signature)

(type or print name and capacity)

**MUST BE COMPLETED FOR VOTE
OF MEMBERS**

I certify that I have custody of the minutes showing
the above action by the members.

(signature of clerk, secretary or asst. secretary)

*This document **MUST** be signed by any duly authorized officer. (13-B MRSA §104.1 B)

Please remit your payment made payable to the Maine Secretary of State.

**SUBMIT COMPLETED FORMS TO: CORPORATE EXAMINING SECTION, SECRETARY OF STATE,
 101 STATE HOUSE STATION, AUGUSTA, ME 04333-0101**

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

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

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

Electronic filing (e-file) - You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**.

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

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

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

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions The Bank of Maine Charitable Foundation	Employer identification number (EIN) or ☒ 01-0446023
	Number, street, and room or suite no. If a P.O. box, see instructions 190 Water Street	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions Gardiner, ME 04345	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

Dennis Carolin, CFO

- The books are in the care of ► **190 Water Street - Gardiner, ME 04345**

Telephone No ► **(207) 582-5550**

FAX No. ►

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **August 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for
► ☒ calendar year **2011** or
► ☐ tax year beginning , and ending .

- 2 If the tax year entered in line 1 is for less than 12 months, check reason. ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	1,130.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	2,000.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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

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

Form 8868 (Rev. 1-2012)

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

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

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

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	The Bank of Maine Charitable Foundation	☒ 01-0446023
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	190 Water Street	☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	Gardiner, ME 04345	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041 A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

Dennis Carolin, CFO

• The books are in the care of **190 Water Street - Gardiner, ME 04345**

Telephone No **(207) 582-5550**

FAX No. ☐

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **November 15, 2012.**

5 For calendar year **2011**, or other tax year beginning ☐ , and ending ☐

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

Information from third parties has not yet been received. Therefore, additional time is necessary to file a complete and accurate return.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	1,130.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	2,000.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature **Barbara McGowan** Title **CPA**

Date **08/06/2012**

Form 8868 (Rev. 1-2012)