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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2011

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

For calendar year 2011 or tax year beginning

, 2011, and ending

, 20

Name of foundation BERKSHIRE BANK FOUNDATION, INC.		A Employer identification number 04-3365869	
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 1308		B Telephone number (see instructions) (413) 447-1724	
City or town, state, and ZIP code PITTSFIELD, MA 01202-1308		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 ☐	
G Check all that apply	☐ Initial return ☐ Final return ☐ Address change		☐ Initial return of a former public charity ☐ Amended return ☐ Name change
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 15,463,123. J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)			

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☐ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	97,376.	97,376.		ATCH 1
4 Dividends and interest from securities	236,490.	236,490.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	803,888.			
b Gross sales price for all assets on line 6a	5,209,093.			
7 Capital gain net income (from Part IV, line 2)		1,579,008.		
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) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	1,137,754.	1,912,874.	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages	305,813.			305,813.
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)	8,522.			8,522.
b Accounting fees (attach schedule)	3,600.			3,600.
c Other professional fees (attach schedule)	99,664.	90,827.		8,837.
17 Interest	77,292.			77,292.
18 Taxes (attach schedule) (see instructions)	33,964.	2,480.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	1,530.			1,530.
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 7	25,824.			18,572.
24 Total operating and administrative expenses. Add lines 13 through 23	556,209.	93,307.		424,166.
25 Contributions, gifts, grants paid	867,762.			867,762.
26 Total expenses and disbursements. Add lines 24 and 25	1,423,971.	93,307.	0	1,291,928.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-286,217.			
b Net investment income (if negative, enter -0-)		1,819,567.		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

*ATCH 4 JSA ** ATCH 6

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Part II Balance Sheets		Beginning of year		End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing	1,440,169.	134,182.	134,182.		
	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 (attach schedule) (see instructions)					
	7 Other notes and loans receivable (attach schedule) ▶					
	Less allowance for doubtful accounts ▶					
	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) ATCH 8	14,010,836.	15,300,441.	15,300,441.		
	c Investments - corporate bonds (attach schedule)					
	Liabilities	11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation (attach schedule) ▶						
12 Investments - mortgage loans						
13 Investments - other (attach schedule)						
14 Land, buildings, and equipment basis ▶						
Less accumulated depreciation (attach schedule) ▶						
15 Other assets (describe ▶ ATCH 9)				28,500.		
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		15,451,005.	15,434,623.	15,463,123.		
17 Accounts payable and accrued expenses		23,109.	24,148.			
18 Grants payable						
Net Assets or Fund Balances	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ▶ ATCH 10)	2,938,086.	2,238,086.			
	23 Total liabilities (add lines 17 through 22)	2,961,195.	2,262,234.			
Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒	27 Capital stock, trust principal, or current funds				
		28 Paid-in or capital surplus, or land, bldg, and equipment fund				
		29 Retained earnings, accumulated income, endowment, or other funds	12,489,810.	13,172,389.		
		30 Total net assets or fund balances (see instructions)	12,489,810.	13,172,389.		
	31 Total liabilities and net assets/fund balances (see instructions)	15,451,005.	15,434,623.			

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	12,489,810.
2 Enter amount from Part I, line 27a	2	-286,217.
3 Other increases not included in line 2 (itemize) ▶ ATTACHMENT 11	3	2,026,673.
4 Add lines 1, 2, and 3	4	14,230,266.
5 Decreases not included in line 2 (itemize) ▶ ATTACHMENT 12	5	1,057,877.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,172,389.

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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 SCHEDULE					
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) 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	1,579,008.	
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 instructions) If (loss), enter -0- in Part I, line 8 { }			3	0	

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 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))
2010	1,220,551.	14,659,566.	0.083260
2009	269,672.	15,469,408.	0.017433
2008	1,608,477.	22,818,482.	0.070490
2007	1,969,027.	24,893,663.	0.079098
2006	2,274,117.	30,209,588.	0.075278
2 Total of line 1, column (d)			2 0.325559
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.065112
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 15,276,693.
5 Multiply line 4 by line 3			5 994,696.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 18,196.
7 Add lines 5 and 6			7 1,012,892.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 1,291,928.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	18,196.
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	18,196.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	18,196.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	39,537.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	39,537.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	21,341.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☒ 21,341. Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☒ \$ _____ (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?		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ MA, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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 MARY ELLEN PUNTIN Telephone no 413-447-1724 Located at PO BOX 1308 PITTSFIELD, MA ZIP + 4 01202-1308			
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			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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) ☐	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) ☐	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)**5 a** 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)? (see instructions) ☐ 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)? ☐ Yes ☒ NoOrganizations 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? ☐ Yes ☒ No

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

6 a 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? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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 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
ATTACHMENT 13		0	0	0

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

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

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

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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 instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATTACHMENT 14		90,827.
Total number of others receiving over \$50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NOT APPLICABLE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see 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 instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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	1	a 15,296,212.
b	Average of monthly cash balances	1b	213,121.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	15,509,333.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	15,509,333.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	232,640.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	15,276,693.
6	Minimum investment return. Enter 5% of line 5	6	763,835.

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	763,835.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	18,196.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	18,196.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	745,639.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	745,639.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	745,639.

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	1,291,928.
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	
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	1,291,928.
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 instructions)	5	18,196.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,273,732.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				745,639.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20 <u>09</u> , 20 <u>08</u> , 20 <u>07</u>				
3 Excess distributions carryover, if any, to 2011:				
a From 2006	848,497.			
b From 2007	748,383.			
c From 2008	527,877.			
d From 2009	593,675.			
e From 2010	596,961.			
f Total of lines 3a through e	3,315,393.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>1,291,928.</u>				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				745,639.
e Remaining amount distributed out of corpus	546,289.			
5 Excess distributions carryover applied to 2011 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,861,682.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	848,497.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	3,013,185.			
10 Analysis of line 9				
a Excess from 2007	748,383.			
b Excess from 2008	527,877.			
c Excess from 2009	593,675.			
d Excess from 2010	596,961.			
e Excess from 2011	546,289.			

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

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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)(ii)					
(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 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))

NOT APPLICABLE

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

NOT APPLICABLE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

ATTACHMENT 15

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

APPLICATIONS AVAILABLE AT ABOVE ADDRESS

c Any submission deadlines

SEE APPLICATIONS FOR VARIOUS DEADLINES

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

ATTACHMENT 16

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				
ATTACHMENT 17				
Total			3 a	867,762.
b Approved for future payment				
ATTACHMENT 18				
Total			3 b	301,243.

Enter gross amounts unless otherwise indicated		Unrelated business income	Excluded by section 512, 513, or 514		(e) Related or exempt function income (See 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	97,376.	
4 Dividends and interest from securities			14	236,490.	
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	803,888.	
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)				1,137,754.	
13 Total. Add line 12, columns (b), (d), and (e)					1,137,754.

(See worksheet in line 13 instructions to verify calculations)

[illegible]

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

- [illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
	NOT APPLICABLE	

correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Sign Here ▶ Peter J. Lofgren | 7-17-12 ▶ Sec. & Exec. Dir.

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name JANA B. BACON, CPA	Preparer's signature <i>Jana B Bacon</i>	Date 7/11/2012	Check ☐ if self-employed	PTIN P01449016
Firm's name ▶ WOLF & COMPANY, PC			Firm's EIN ▶ 04-2689883	
Firm's address ▶ 99 HIGH STREET, 21ST FLOOR BOSTON, MA 02110			Phone no 617-439-9700	

Form **990-PF** (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)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					34,546.	
34,053.		CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 37,270.				P	03/03/2011	04/14/2011
							-3,217.	
46,849.		ISHARES RUSSELL MIDCAP GRWTH PROPERTY TYPE: SECURITIES 45,795.				P	02/14/2011	05/13/2011
							1,054.	
53,033.		ISHARES RUSSELL 2000 GROWTH PROPERTY TYPE: SECURITIES 51,429.				P	03/03/2011	05/13/2011
							1,604.	
28,202.		AT&T INC PROPERTY TYPE: SECURITIES 25,420.				P	11/29/2010	06/14/2011
							2,782.	
28,202.		AT&T INC PROPERTY TYPE: SECURITIES 27,019.				P	11/05/2010	06/14/2011
							1,183.	
2,452.		AT&T INC PROPERTY TYPE: SECURITIES 2,210.				P	11/29/2010	06/14/2011
							242.	
20,333.		PRAXAIR INC PROPERTY TYPE: SECURITIES 18,458.				P	11/19/2010	06/14/2011
							1,875.	
200,000.		FHLB PROPERTY TYPE: SECURITIES 198,900.				P	01/07/2011	06/21/2011
							1,100.	
56,112.		TARGET CORP PROPERTY TYPE: SECURITIES 67,320.				P	01/21/2011	06/16/2011
							-11,208.	
14,028.		TARGET CORP PROPERTY TYPE: SECURITIES 16,155.				P	02/14/2011	06/16/2011
							-2,127.	
200,000.		FHLB PROPERTY TYPE: SECURITIES 199,700.				P	01/07/2011	06/30/2011
							300.	
		FHLB				P	03/17/2011	07/07/2011

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)	
150,000.		PROPERTY TYPE: SECURITIES 149,700.					300.	
		MEDTRONIC INC				P	01/21/2011	08/04/2011
41,834.		PROPERTY TYPE: SECURITIES 48,337.					-6,503.	
		MEDTRONIC INC				P	04/19/2011	08/04/2011
28,447.		PROPERTY TYPE: SECURITIES 34,718.					-6,271.	
		MEDTRONIC INC				P	06/14/2011	08/04/2011
6,693.		PROPERTY TYPE: SECURITIES 7,687.					-994.	
		MEDTRONIC INC				P	07/08/2011	08/04/2011
3,347.		PROPERTY TYPE: SECURITIES 3,812.					-465.	
		TEVA PHARM INDS ADR				P	06/14/2011	08/04/2011
12,413.		PROPERTY TYPE: SECURITIES 14,788.					-2,375.	
		TEVA PHARM INDS ADR				P	07/08/2011	08/04/2011
2,069.		PROPERTY TYPE: SECURITIES 2,470.					-401.	
		VANGUARD MSCI EMERGING MARKETS				P	03/03/2011	08/04/2011
44,450.		PROPERTY TYPE: SECURITIES 47,265.					-2,815.	
		VANGUARD MSCI EMERGING MARKETS				P	06/14/2011	08/04/2011
26,670.		PROPERTY TYPE: SECURITIES 28,784.					-2,114.	
		VANGUARD MSCI EMERGING MARKETS				P	07/08/2011	08/04/2011
13,335.		PROPERTY TYPE: SECURITIES 14,702.					-1,367.	
		VANGUARD REIT ETF				P	07/08/2011	08/04/2011
5,881.		PROPERTY TYPE: SECURITIES 6,538.					-657.	
		ISHARES MSCI EAFE INDEX FUND				P	02/14/2011	08/05/2011
52,919.		PROPERTY TYPE: SECURITIES 60,980.					-8,061.	

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)	
79,378.		ISHARES MSCI EAFE INDEX FUND PROPERTY TYPE: SECURITIES 90,637.				P	06/14/2011	08/05/2011 -11,259.
15,876.		ISHARES MSCI EAFE INDEX FUND PROPERTY TYPE: SECURITIES 18,020.				P	07/08/2011	08/05/2011 -2,144.
34,874.		ISHARES RUSSELL 2000 GROWTH PROPERTY TYPE: SECURITIES 31,585.				P	08/30/2010	08/09/2011 3,289.
76,723.		ISHARES RUSSELL 2000 GROWTH PROPERTY TYPE: SECURITIES 96,835.				P	03/03/2011	08/09/2011 -20,112.
7,342.		ISHARES RUSSELL 2000 GROWTH PROPERTY TYPE: SECURITIES 9,748.				P	07/08/2011	08/09/2011 -2,406.
50,000.		FHLB PROPERTY TYPE: SECURITIES 49,887.				P	10/26/2010	08/18/2011 113.
48,959.		AFLAC INC PROPERTY TYPE: SECURITIES 53,746.				P	08/09/2011	08/19/2011 -4,787.
3,497.		AFLAC INC PROPERTY TYPE: SECURITIES 4,635.				P	07/08/2011	08/19/2011 -1,138.
69,941.		AFLAC INC PROPERTY TYPE: SECURITIES 115,660.				P	01/21/2011	08/19/2011 -45,719.
11,706.		HEWLETT-PACKARD CO PROPERTY TYPE: SECURITIES 21,772.				P	03/03/2011	08/19/2011 -10,066.
2,341.		HEWLETT-PACKARD CO PROPERTY TYPE: SECURITIES 3,616.				P	07/08/2011	08/19/2011 -1,275.
18,730.		HEWLETT-PACKARD CO PROPERTY TYPE: SECURITIES 27,172.				P	08/03/2011	08/19/2011 -8,442.

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

Kind of Property		Description				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)	
121,328.		ISHARES RUSSELL 2000 GROWTH FD PROPERTY TYPE: SECURITIES 108,053.				08/30/2010 13,275.	08/19/2011
200,000.		FFCB 2.5% 12/07/16 PROPERTY TYPE: SECURITIES 198,000.				01/07/2011 2,000.	12/07/2011
18,006.		FREEPORT-MCMORAN COPPER&GOLD PROPERTY TYPE: SECURITIES 15,891.				10/17/2011 2,115.	12/07/2011
2,001.		FREEPORT-MCMORAN COPPER&GOLD PROPERTY TYPE: SECURITIES 2,747.				07/08/2011 -746.	12/07/2011
50,000.		ORACLE/OZARK 5% 1/15/11 PROPERTY TYPE: SECURITIES 51,184.				01/08/2008 -1,184.	01/15/2011
3,080.		COLGATE PALMOLIVE CO PROPERTY TYPE: SECURITIES 2,604.				03/12/2007 476.	02/14/2011
7,896.		COLGATE PALMOLIVE CO PROPERTY TYPE: SECURITIES 6,677.				03/12/2007 1,219.	02/14/2011
7,896.		COLGATE PALMOLIVE CO PROPERTY TYPE: SECURITIES 6,147.				10/12/2006 1,749.	02/14/2011
42,719.		COLGATE PALMOLIVE CO PROPERTY TYPE: SECURITIES 36,123.				03/12/2007 6,596.	02/14/2011
3,080.		COLGATE PALMOLIVE CO PROPERTY TYPE: SECURITIES 2,383.				10/16/2008 697.	02/14/2011
64,045.		SIEMENS AG ADR PROPERTY TYPE: SECURITIES 28,537.				10/29/2008 35,508.	02/14/2011
5,068.		WELLS FARGO & CO PROPERTY TYPE: SECURITIES 4,999.				01/30/2008 69.	02/14/2011

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)	
4,224.		WELLS FARGO & CO 3,725.					03/28/2008 499.	02/14/2011
4,224.		WELLS FARGO & CO PROPERTY TYPE: SECURITIES 4,166.				P	01/30/2008 58.	02/14/2011
24,497.		WELLS FARGO & CO PROPERTY TYPE: SECURITIES 24,162.				P	01/30/2008 335.	02/14/2011
1,352.		WELLS FARGO & CO PROPERTY TYPE: SECURITIES 1,333.				P	01/30/2008 19.	02/14/2011
845.		WELLS FARGO & CO PROPERTY TYPE: SECURITIES 745.				P	03/28/2008 100.	02/14/2011
28,721.		WELLS FARGO & CO PROPERTY TYPE: SECURITIES 25,330.				P	03/28/2008 3,391.	02/14/2011
150,036.		JOHN DEERE CAP CORP MTN 2% PROPERTY TYPE: SECURITIES 150,000.				P	10/14/2009 36.	02/18/2011
27,400.		GOOGLE INC-A PROPERTY TYPE: SECURITIES 21,048.				P	08/29/2008 6,352.	03/03/2011
6,089.		GOOGLE INC-A PROPERTY TYPE: SECURITIES 4,360.				P	09/17/2008 1,729.	03/03/2011
27,400.		GOOGLE INC-A PROPERTY TYPE: SECURITIES 19,622.				P	09/17/2008 7,778.	03/03/2011
50,000.		ABBOTT LABS 3.75% 3/15/11 PROPERTY TYPE: SECURITIES 50,645.				P	12/04/2008 -645.	03/15/2011
29,626.		CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 45,714.				P	03/12/2007 -16,088.	04/14/2011

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)	
4,427.		CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 7,969.				P	08/29/2007	04/14/2011
							-3,542.	
20,857.		CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 37,914.				P	11/08/2007	04/14/2011
							-17,057.	
4,257.		CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 4,370.				P	04/21/2009	04/14/2011
							-113.	
42,217.		NATIONAL OILWELL VARCO INC PROPERTY TYPE: SECURITIES 17,142.				P	02/11/2009	05/09/2011
							25,075.	
28,145.		NATIONAL OILWELL VARCO INC PROPERTY TYPE: SECURITIES 11,792.				P	04/01/2009	05/09/2011
							16,353.	
31,545.		ISHARES RUSSELL MIDCAP GRWTH PROPERTY TYPE: SECURITIES 23,669.				P	03/02/2010	05/13/2011
							7,876.	
40,147.		NOBLE CORP PROPERTY TYPE: SECURITIES 64,030.				P	06/20/2008	05/09/2011
							-23,883.	
40,147.		NOBLE CORP PROPERTY TYPE: SECURITIES 24,320.				P	04/01/2009	05/09/2011
							15,827.	
50,000.		HEWLETT PACKARD CO 2.25% PROPERTY TYPE: SECURITIES 50,360.				P	06/16/2009	05/27/2011
							-360.	
33,107.		AT&T INC PROPERTY TYPE: SECURITIES 36,917.				P	01/11/2007	06/14/2011
							-3,810.	
50,000.		MERCK & CO INC 1.875% 6/30/11 PROPERTY TYPE: SECURITIES 50,222.				P	06/23/2009	06/30/2011
							-222.	
36,413.		TEVA PHARM INDS ADR PROPERTY TYPE: SECURITIES 41,799.				P	08/29/2008	08/04/2011
							-5,386.	

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)	
4,965.		TEVA PHARM INDS ADR PROPERTY TYPE: SECURITIES 4,954.				P	10/16/2008 11.	08/04/2011
20,689.		TEVA PHARM INDS ADR PROPERTY TYPE: SECURITIES 22,795.				P	04/01/2009 -2,106.	08/04/2011
77,787.		VANGUARD MSCI EMERGING MARKETS PROPERTY TYPE: SECURITIES 70,193.				P	07/15/2010 7,594.	08/04/2011
23,336.		VANGUARD MSCI EMERGING MARKETS PROPERTY TYPE: SECURITIES 20,827.				P	07/16/2010 2,509.	08/04/2011
83,718.		ISHARES MSCI EAFE INDEX FUND PROPERTY TYPE: SECURITIES 82,237.				P	07/30/2010 1,481.	08/05/2011
100,000.		FHLB 2.05% 8/18/15 PROPERTY TYPE: SECURITIES 100,000.				P	08/04/2010	08/24/2011
23,413.		HEWLETT-PACKARD CO PROPERTY TYPE: SECURITIES 48,009.				P	08/29/2007 -24,596.	08/19/2011
23,413.		HEWLETT-PACKARD CO PROPERTY TYPE: SECURITIES 42,870.				P	08/09/2010 -19,457.	08/19/2011
442.		BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES 1,047.				P	12/04/2008 -605.	09/29/2011
1,231.		BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES 2,915.				P	12/04/2008 -1,684.	09/29/2011
5,683.		BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES 13,455.				P	12/04/2008 -7,772.	09/29/2011
1,263.		BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES 2,990.				P	12/04/2008 -1,727.	09/29/2011

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)	
5,683.		BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES 11,513.				P	12/23/2008	09/29/2011
							-5,830.	
1,231.		BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES 5,033.				P	10/14/2008	09/29/2011
							-3,802.	
6,946.		BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES 28,392.				P	10/14/2008	09/29/2011
							-21,446.	
442.		BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES 1,474.				P	11/06/2008	09/29/2011
							-1,032.	
4,010.		BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES 9,493.				P	12/04/2008	09/29/2011
							-5,483.	
169,603.		ISHARES MSCI EAFE INDEX FUND PROPERTY TYPE: SECURITIES 175,858.				P	07/31/2010	10/10/2011
							-6,255.	
50,134.		ISHARES MSCI EAFE INDEX FUND PROPERTY TYPE: SECURITIES 50,080.				P	08/30/2010	10/10/2011
							54.	
2,001.		FREEPORT-MCMORAN COPPER & GOLD PROPERTY TYPE: SECURITIES 1,863.				P	08/09/2010	12/07/2011
							138.	
58,020.		FREEPORT-MCMORAN COPPER & GOLD PROPERTY TYPE: SECURITIES 54,016.				P	08/09/2010	12/07/2011
							4,004.	
82,535.		ALLERGAN INC PROPERTY TYPE: SECURITIES 62,602.				P	08/30/2010	12/14/2011
							19,933.	
992,231.		BERKSHIRE HILLS BANCORP INC PROPERTY TYPE: SECURITIES				P	VAR	02/11/2011
							992,231.	
336,744.		BERKSHIRE HILLS BANCORP INC PROPERTY TYPE: SECURITIES				P	VAR	02/16/2011
							336,744.	

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)	
347,543.		BERKSHIRE HILLS BANCORP INC PROPERTY TYPE: SECURITIES				D	VAR 347,543.	07/19/2011
TOTAL GAIN(LOSS)							<u>1,579,008.</u>	

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
INTEREST INCOME	97,376.	97,376.	
TOTAL	<u>97,376.</u>	<u>97,376.</u>	

ATTACHMENT 2

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
DIVIDEND INCOME	236,490.	236,490.	
TOTAL	236,490.	236,490.	

ATTACHMENT 3

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LUSE GORMAN POMERENK & SCHICK	8,522.			8,522.
TOTALS	<u>8,522.</u>			<u>8,522.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
OTHER FEES	8,837.			
CUSTODIAL FEES	90,827.	90,827.		8,837.
TOTALS	<u>99,664.</u>	<u>90,827.</u>		<u>8,837.</u>

ATTACHMENT 5

FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
INTEREST EXPENSE	77,292.			77,292.
TOTALS	<u>77,292.</u>			<u>77,292.</u>

ATTACHMENT 6

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
FEDERAL EXCISE TAX	33,304.			
FOREIGN TAX PAID	660.	2,480.		
TOTALS	<u>33,964.</u>	<u>2,480.</u>		

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
SPECIAL PROJECTS/VOLUNTEER PRO	13,228.			13,228.
MISC EXPENSES	8,956.			1,704.
MEMBERSHIPS	3,490.			3,490.
STATE FILING FEES	150.			150.
TOTALS	25,824.			18,572.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INVESTMENTS	14,010,836.	15,300,441.	15,300,441.
TOTALS	<u>14,010,836.</u>	<u>15,300,441.</u>	<u>15,300,441.</u>

ATTACHMENT 9

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
POPCORN MACHINE			28,500.
TOTALS			<u>28,500.</u>

ATTACHMENT 10FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
LINE OF CREDIT	2,938,086.	2,238,086.
TOTALS	<u>2,938,086.</u>	<u>2,238,086.</u>

ATTACHMENT 11FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

NET ASSETS ACQUIRED UPON MERGER W/
ROME SAVING C.F.

2,026,673.

TOTAL

2,026,673.

ATTACHMENT 12FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED LOSSES	1,057,877.
TOTAL	<u>1,057,877.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
MICHAEL P DALY P.O. BOX 1308 PITTSFIELD, MA 01202-1308	VICE PRESIDENT 1.00	0	0	0
CATHERINE B MILLER P.O. BOX 1308 PITTSFIELD, MA 01202-1308	VICE PRESIDENT/DIRECTOR 1.00	0	0	0
CORYDON L THURSTON P.O. BOX 1308 PITTSFIELD, MA 01202-1308	DIRECTOR 1.00	0	0	0
ROBERT M CURLEY P.O. BOX 1308 PITTSFIELD, MA 01202-1308	DIRECTOR 1.00	0	0	0
KEVIN P RILEY P.O. BOX 1308 PITTSFIELD, MA 01202-1308	TREASURER 1.00	0	0	0
PETER J LAFAYETTE P.O. BOX 1308 PITTSFIELD, MA 01202-1308	SECRETARY/EXECUTIVE DIRECTOR 1.00	0	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 13 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
MICHAEL J FERRY P.O. BOX 1308 PITTSFIELD, MA 01202-1308	CHAIRMAN/PRESIDENT/DIRECTOR 1.00	0	0	0
THOMAS R CREED P.O. BOX 1308 PITTSFIELD, MA 01202-1308	DIRECTOR 1.00	0	0	0
MICHAEL OLEKSAK P.O. BOX 1308 PITTSFIELD, MA 01202-1308	VICE PRESIDENT 1.00	0	0	0
D. JEFFREY TEMPLETON P.O. BOX 1308 PITTSFIELD, MA 01202-1308	DIRECTOR 1.00	0	0	0
SEAN GRAY P.O. BOX 1308 PITTSFIELD, MA 01202-1308	DIRECTOR 1.00	0	0	0
GRAND TOTALS		0	0	0

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 14

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
BERKSHIRE BANK 24 NORTH STREET PITTSFIELD, MA 01202	CUSTODIAL/ ADVISORY	90,827.
TOTAL COMPENSATION		<u>90,827.</u>

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

PETER J LAFAYETTE
P.O. BOX 1308
PITTSFIELD, MA 01202-1308
413-443-5601

ATTACHMENT 16

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

ONLY TAX EXEMPT ORGANIZATIONS THAT QUALIFY AS A SECTION 501(C)(3)
PUBLIC CHARITY.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 17

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

SEE ATTACHED SCHEDULE

NOT RELATED

SEE PURPOSE ON ATTACHED SCHEDULE

867,762.

ON FILE - DETAILS UPON REQUEST

501(C)(3)

TOTAL CONTRIBUTIONS PAID

867,762.

**Berkshire Bank Foundation, Inc.
Grants Paid for the Year Ended December 31, 2011**

Charity	Date	Exempt Purpose	Amount
1Berkshire	04/25/2011	2nd payment of 3 year, \$165,000 pledge	-
1Berkshire	04/25/2011	2nd payment of 3 year, \$165,000 pledge	-
ACCESS	12/28/2011	funding to support their "Springfield Promise Program"	5,000
Albany College of Pharmacy	01/06/2011	BB scholarship for Sarah Hoffman payable to Albany College of Pharmacy	2,000
Albany Jewish Community Center	02/03/2011	major sponsor for their Volunteer Concert-Dinner on May 25, 2011	1,500
Albany Medical Center Foundation	06/29/2011	sponsorship support for their "Light Up the Night" to raise funds for their Emergency Department	2,500
Albany Medical Center Foundation	12/01/2011	1st pymt of 5 yr \$50,000 pledge to their "Lifeline Campaign"	10,000
Albany Symphony Orchestra	04/19/2011	funding support for the Adopt-a-School program for inner city school districts	2,500
American Cancer Society Eastern Div Inc	12/01/2011	1st pymt of 3 yr \$15,000 pledge to their HopeClub campaign	5,000
American Cancer Society Relay BC C/S	04/13/2011	combined with a \$1000 check from Legacy Banks - Gold Sponsorship	2,000
American Red Cross of Berkshire County	05/18/2011	funding support for their Disaster Relief Fund	1,000
American Red Cross of Berkshire County	10/20/2011	funding support for the Hurricane Relief Fund	2,500
American Red Cross of Pioneer Valley	07/11/2011	tornado relief funding for the Springfield Area to the PV Red Cross Chapter	10,000
Arlington Food Shelf, Inc	07/21/2011	funding support for the purchase of a new walk-in freezer	1,000
Arlington Memorial High School	06/03/2011	mini-grant request from Bill Hice to support their Project Graduation - a substance free prom an	100
Association for Community Living	06/24/2011	funding support for the development of informational and training videos highlighting the agency	2,500
Association of Marian Fathers	08/24/2011	Berkshire Bank and BIG "gold" sponsorship for the "Slice of Heaven" golf tournament	2,500
Barrington Stage Company	01/25/2011	1st payment of 2 year, \$10,000 00 pledge to support their Playwrite Mentoring Program	5,000
Bay Path College	04/05/2011	1st payment of 3 year, \$15,000 pledge to support One-Day-A Week Saturday Program	5,000
Baystate Health Foundation	12/06/2011	2nd payment of 3 year, \$75,000 pledge to support capital improvements	25,000
BBBS for Hampden County	09/27/2011	Springfield School Volunteers mentoring project providing low income students with one-to-one time...	5,000
BBBS of Berkshire County	03/18/2011	donation to support their "Bowl for Kids' Sake	500
BBBS of the Capital Region, Inc	04/19/2011	funding support to create a mandatory group parent orientation program	1,000
Becket Arts Center of the Hilltowns	01/28/2011	1/2 page ad in their 2011 program booklet	180
Becket Athenaeum	08/01/2011	funding support for their after-school program which provides at-risk students with tutoring, ho	1,500
Bennington Area Habitat for Humanity	10/19/2011	funding support for their subdivision in Manchester for low to moderate income households	3,000
Bennington Museum, Inc	06/24/2011	funding to support the Transportation Reimbursement Program in which the costs of transporting s	1,750
Bentley University	02/14/2011	BB scholarship for Kaylee A Ruel payable to Bentley University	2,000
Berkshire Athenaeum	06/16/2011	mini-grant request from Mike Nichols to support the Berkshire Athenaeum's Summer Reading Club	250
Berkshire Botanical Garden	11/17/2011	Holiday Marketplace sponsorship	250
Berkshire Community Action Council, Inc	03/03/2011	funding support for the 8th Annual Immigrants' Day in the Berkshires/BCAC	500

**Berkshire Bank Foundation, Inc.
Grants Paid for the Year Ended December 31, 2011**

Charity	Date	Exempt Purpose	Amount
Berkshire Community Action Council, Inc	06/08/2011	support for the Morningside Initiative's "Morningside Pride Night"	220
Berkshire Community Action Council, Inc	08/01/2011	funding support for the Neighborhood Block Party on Melville Street September 17, 2011	200
Berkshire Community Action Council, Inc	08/24/2011	funding support for the Re-Connect Center in Pittsfield and North Adams	3,000
Berkshire Community Action Council, Inc	09/12/2011	funding support for the Berkshire Immigrant Center	3,500
Berkshire Community College Foundation	09/21/2011	1st pymt of 2 yr \$20,000 grant to support the restoration of their tennis courts	10,000
Berkshire Community College Foundation	12/20/2011	donation to the Ellen Ruberto Scholarship Fund	2,500
Berkshire County Kids' Place	10/19/2011	full page ad for their 3rd annual gala "Moonlight Magic"	200
Berkshire County Regional Housing Authy	12/20/2011	grant to help design more comprehensive support service program for the 44 low-income residents	2,500
Berkshire Creative	07/15/2011	support for their general operating costs	1,000
Berkshire Disability Pride Day	02/17/2011	sponsor for Disability Pride Day and the Legislative Breakfast	1,000
Berkshire Enterprises/BCC	06/15/2011	funding support for their Business Breakfast Forums	1,900
Berkshire Grown	08/01/2011	funding support for the 13th Annual "Beautiful Bountiful Berkshires" Harvest Supper	1,000
Berkshire Medical Center, Inc	04/20/2011	2011 Berkshire Medical Center Golf Tournament - \$2,700 for sponsorship/\$200 for full page ad	2,900
Berkshire Museum	02/16/2011	renewal of Corporate Patron membership	1,000
Berkshire Music School	12/28/2011	funding to support their Systems Replacement Plan	3,000
Berkshire Pulse, Inc	06/15/2011	support for their Cultural Traditions Music and Movement Arts Program	1,500
Berkshire Regional Employment Board	04/06/2011	3rd payment of 3 year \$25,000 grant for Youth Leadership Program	5,000
Berkshire Taconic Community Foundation	08/22/2011	funding support for the Festival Latino of the Berkshires 2011	1,000
Berkshire Taconic Community Foundation	03/03/2011	support for Berkshire Creative "Friends with Benefits"	100
Berkshire Taconic Community Foundation	04/25/2011	physical agent for 1Berkshire - 2011 pledge payment	55,000
Berkshire Taconic Community Foundation	12/20/2011	funding to support the Berkshire Hills Technology Funds Blended Learning/Differentiated Learning	2,000
Berkshire Theatre Festival	05/16/2011	support for the 2011 BTF PLAYS! educational	3,800
Berkshire United Way	04/06/2011	1st half of 2nd payment of 4 year, \$215,000 pledge to support pressing community problems	35,000
Berkshire United Way	05/16/2011	donation made on behalf of the Berkshire Charity Auto Show to be held on July 3, 2011	250
Berkshire United Way	05/17/2011	balance due on donation of \$300 from the Berkshire Charity Auto Show	50
Berkshire United Way	07/12/2011	balance due for the 2011 pledge of \$70,000 00	35,000
Berkshires Jazz, Inc	04/11/2011	support for their Jazz-In-Schools program	1,000
Best Buddies Massachusetts	06/24/2011	funding support for their friendship program in middle and high schools in Western Massachusetts	2,000
Big Brothers Big Sisters/UCS-VT	02/15/2011	lane sponsorship for the Bennington County Bowl-a-thon	125
Binghamton University	01/10/2011	scholarship for Tyler Joseph Degener payable to Binghamton University	2,000
Blue Creek Activity Fund	01/05/2011	support for Blue Creek School's PeaceAble program - check to be presented at the Latham branch o	-

**Berkshire Bank Foundation, Inc.
Grants Paid for the Year Ended December 31, 2011**

Charity	Date	Exempt Purpose	Amount
Blue Creek Elementary School	01/07/2011	support for the school's PeaceAble Program	1,000
Blue Rider Stables, Inc	08/22/2011	patron sponsorship for Fun Day Fundraiser on 8/27/11	1,000
BMC/McGee Hillcrest	04/08/2011	green sponsorship for the McGee/Hillcrest Golf Classic on June 20, 2011	500
Boston College	02/14/2011	BB Scholarship for Veronica A. Whsley payable to Boston College	2,000
Boston University	01/11/2011	scholarship for Saran F. Coleman payable to Boston University	2,000
Boys & Girls Club Family Center	11/29/2011	Girl's Mentoring Program at the Family Center in Springfield	2,500
Boys & Girls Club of Pittsfield	09/21/2011	1st pymt of 3 yr. \$22,500 grant to support their services and programming for youth	7,500
Boys & Girls Club of Rensselaer County	02/14/2011	support after school programs for low and moderate income families	1,500
Boys and Girls Club of Greater Westfield	03/15/2011	1st payment of 3 yr. \$50,000 grant to support capital campaign educational enhancement	17,000
C O C O A House, Inc	06/29/2011	funding support to purchase supplies and other overhead expenses for their after school program	500
Capital District Habitat for Humanity	04/19/2011	funding support to build 16 homes in the South End of Albany	1,500
Capital Region Sponsor-A-Scholar, Inc	04/06/2011	2nd year pledge payment for "Sponsor-A-Scholar" program	3,000
CAPTAIN Youth & Family Services, Inc	08/17/2011	funding support for the after-school homework help program - mini grant request from Jennifer Bea	500
Caring Health Center, Inc.	12/01/2011	funding support for the construction of a new health center in Springfield	25,000
Catholic Schools of Pittsfield, The	05/10/2011	silver sponsorship for "An Evening with the Stars"	2,500
Catholic Youth Center	05/11/2011	Volunteer of the Year Nicole Cowlin donation on her behalf to the CYC All Star Cheerleading Comp	500
Center for EcoTechnology, Inc	11/29/2011	funding to support the construction of EcoBuilding Bargins building in Springfield	10,000
Change in Action, Inc	08/10/2011	funding support for "Instrumental Change"	500
Charley's Fund, Inc	05/27/2011	mini-grant request from Missy Joyce to support the 1st Charley's Ride	250
CHD - Cancer House of Hope	03/31/2011	support for their Family & Friends Bereavement Support groups	2,500
Chesterwood	08/01/2011	\$1000 funding to support their free admissions program for September & October, \$500 for Business	1,500
Chicopee Neighborhood Development Corp	08/17/2011	funding to support 1st time homebuyer workshops and individual financial literacy for low and mod	2,000
City of Pittsfield	06/30/2011	funding support for the Juvenile Resource Center	-
Civitan Club of Pittsfield	02/17/2011	Soup Fest and golf tournament support	1,000
Clifton Park-Halfmoon Public Library	07/25/2011	mini-grant request from Lisa Porter of Halfmoon to support the libraries' Bulling program	425
COGIC Family Services	12/29/2011	2nd annual "Lift Every Voice Black History Month Lecture Series"	1,500
College of St. Joseph	02/15/2011	support for the College's STEPS Program	500
Community Access to the Arts, Inc	03/15/2011	support for CATA Transitions	2,000
Community Food Cupboard, Inc	11/29/2011	donation to the Manchester Food Cupboard on behalf of the Manchester Main Street Community Choc.	2,500
Community Foundation of Western MA	06/30/2011	1st pymt of 3 yr. \$45,000 pledge to support "Reading Success by 4th Grade Funders Collaborative"	15,000
Community Music School of Springfield	11/29/2011	funding to launch a student instructional & mentoring program at White Elementary and Springfield	5,000

Berkshire Bank Foundation, Inc.
Grants Paid for the Year Ended December 31, 2011

Charity	Date	Exempt Purpose	Amount
Cultural Resources Foundation	09/12/2011	funding support for the Moscow Ballet's "New Horizons-A Children's Program for Life"	1,000
Currier Memorial School	12/20/2011	funding to support Project Currier Excellence	500
Cystic Fibrosis Foundation	05/16/2011	funding support for the 2011 Great Strides "A Walk to Cure Cystic Fibrosis"	2,500
Dalton Community Recreation Assoc , Inc	03/11/2011	support for their Big Buddies Program	2,000
Dalton Community Recreation Assoc , Inc	04/14/2011	funding support for the Dalton-Hinsdale Little league to replace uniforms and equipment that was	2,000
DevelopSpringfield, Inc	09/30/2011	1st payment of 3 year, \$15,000 pledge to help rebuild sections of Springfield severely damaged by	5,000
Domus Incorporated	02/01/2011	support for the Westfield Community Education GED project	1,000
Donors Choose org	03/31/2011	funding support for projects done by teachers in the Springfield Schools	5,000
Donors Choose org	10/13/2011	support for teachers in the Springfield Schools	-
DonorsChoice org	10/12/2011	void stale dated check #0632 for DonorsChoice org	(5,000)
DonorsChoice org	10/13/2011	stop payment on lost check #0908 to DonorsChoose org - replaced with check #1003 1/13/12	5,000
Dorset Theatre Festival	06/24/2011	Special Promotions Program that gives complimentary tickets to people with special needs and mem	1,500
Downtown Pittsfield Cultural Assoc , Inc	04/11/2011	funding support for Pittsfield's Ethnic Fair	-
Downtown Pittsfield Cultural Assoc , Inc	04/11/2011	support for operations to include gold sponsor of "It's All About You"	4,500
Downtown Pittsfield Cultural Assoc , Inc	04/11/2011	funding support for Pittsfield's Ethnic Fair	1,500
Downtown Pittsfield Cultural Assoc , Inc	06/08/2011	funding for 3rd Thursdays	1,000
Downtown Rutland Partnership	02/15/2011	gold sponsor for their Friday Night Live events	1,500
Downtown Rutland Partnership	05/06/2011	mini-grant request from Karen Worcester for Creative Economy "Wonderfeet Kid's Museum Summer Exh. .	500
DPVHS	09/29/2011	Cool Cats Sponaorship for the Dakin Pioneer Valley Humane Society Awards Celebration	2,500
Drama Studio, Inc	04/14/2011	2011/2012 school year - Drama Studio's Elementary Touring Program	2,500
Drexel University	09/12/2011	scholarship payment early due to full year billing at Drexel University	2,000
East Greenbush Community Library	05/19/2011	mini-grant request from Diana Cooper to support their 2011 Summer Reading Program "Drum of the E	300
Edith Wharton Restoration, Inc	03/11/2011	grant to help construct a new outdoor theatre at The Mount and provide free tickets to lower-inc	2,500
Elder Services of Berkshire County, Inc	09/21/2011	funding support for their "Meals on Wheels" program	5,000
Elms College	01/03/2011	scholarship for Amber Whitehill payable to Elms College	2,000
Equinox, Inc	12/21/2011	funding to support their Youth Outreach Program	3,500
Fairview Hospital	04/28/2011	major underwriter of the 2011 Fairview Hospital Golf Classic	5,000
Family Life Support Center	03/15/2011	funding support for their Permanent Supportive Enhancement Program	2,500
Fletcher Memorial Library	10/14/2011	mini-grant request from Leslie Lever/Ludlow, VT branch to support the educational enrichment pro	175
Food Bank of Western MA, Inc	03/31/2011	funding support for their Nutrition Education Program	2,500
Friends Foundation for MEMS	04/06/2011	2nd & final payment of 2 year, \$5,000 grant to sustain the Early Literacy Outreach Initiative	2,000

**Berkshire Bank Foundation, Inc.
Grants Paid for the Year Ended December 31, 2011**

Charity	Date	Exempt Purpose	Amount
Friends of Eleanor Sansini Animal Shelter	02/16/2011	support for their spaying/neutering program at the shelter	500
Friends of Hildine, Inc	12/20/2011	2012 Platinum level Corporate Sponsorship	5,000
Friends of the Dalton Council on Aging	01/25/2011	2nd & final payment of 2 year, \$10,000.00 grant to support the purchase of new furnishings for t..	5,000
Gladys Allen Brigham Community Center	05/09/2011	"Volunteer of the Year" award on behalf of Ryan Melle	500
Grand Street Community Arts	06/02/2011	mini-grant request from Justin Priddle to support their "Grand Street Kid's Club"	500
Great Barrington Housatonic River Walk	03/03/2011	support for education on the Housatonic River	250
Green Mountain Community Medical	03/31/2011	support for the Green Mountain Community Medical & Social Services, Inc "Revolving Loan Fund"	1,000
Guilderland Public Library	01/27/2011	Gold Sponsor for the Abraham Lincoln A Man of His Time, A Man for All Times exhibit during the	525
HAP, Inc	06/24/2011	\$1,000 for their fall conference/dinner, \$4,000 for the FIRST HOME Program	5,000
Happy Days Playschool	03/31/2011	support for their "Books for Tots Literacy" Project	825
Harold Grinspoon Charitable Foundation	03/11/2011	support for their Awards Ceremony & Banquet on April 27, 2011	1,000
Helen Berube Teen Parent Program, Inc	06/30/2011	funding support for their Teen Parent program	1,000
Henry Johnson Charter School	08/30/2011	mini-grant request from Tina Emery of Albany Central Ave to support their "Backpack Initiative . .	500
Housatonic Valley Association, Inc	03/16/2011	funding support for The Housatonic River Adventure	1,000
Humane Society of Rome, Inc	08/30/2011	Rome, NY non-profit give-a-way finalist	3,000
Interfaith Council of The Northshire	05/10/2011	mini-grant request from Chuck Sharp to support their Summer Lunch Program	500
Interfaith Partnership of the Homeless	04/19/2011	support case management services at the Sheridan Hollow Drop-In Center	1,000
IS 183, Inc	06/07/2011	1st pymt of 2 yr, \$10,000 pledge to support the Learning Through Arts program at Morningside Com	5,000
Jacob's Pillow Dance Festival, Inc	09/30/2011	funding support for "Curriculum in Motion" at Conte Community School	2,500
Jervis Public Library Association	08/30/2011	Rome, NY non-profit give-a-way runner up	1,000
Jimmy Fund Golf Tourn/J Vnick Memorial	03/30/2011	Jimmy Fund Golf Tournament/Jeffrey Vnick Memorial cart sponsor (\$2,000 foundation/\$750 BIG)	2,000
Josh Billings RunAground Tnathlon	04/08/2011	funding support for the Josh Billings RunAground Triathlon in September 2011	750
Junior Achievement of Northeastern NY	11/22/2011	donation to their Bowl-A-Thon held on November 4, 2011	1,000
Junior Achievement of Western Mass	03/15/2011	support for JA programs in Berkshire County	2,500
Kelly Brush Foundation	05/19/2011	Tech Shirt sponsorship for the 6th Annual Kelly Brush Century Ride September 10, 2011	1,000
Kneset Israel Hebrew School	04/11/2011	support for the Berkshire Jewish Film Festival - \$350 for full page ad,\$150 for an on screen ad	500
Lanesborough Elementary School	02/17/2011	funding support for the 6th grand class trip to Cape Cod	100
Lee B Revels Scholarship & Mentoring Fou	10/27/2011	Alpha Phi Alpha Fraternity/Theta Iota Lambda Chapter "Thanksgiving Dinner Project" in Springfiel	140
Lee High School	05/24/2011	donation to their discretionary fund for students in need	250
Lee Library Association	05/19/2011	mini-grant request from Louise Lucchese, Lee Branch Manager to support the library's summer read	250
Lee Regional Visiting Nurse Assn , Inc	03/03/2011	funding support for their Parent-Child Health Program	1,000

**Berkshire Bank Foundation, Inc.
Grants Paid for the Year Ended December 31, 2011**

Charity	Date	Exempt Purpose	Amount
Lee Youth Association, Inc	10/24/2011	funding support for their "AN Evening at Elm Court" gala	2,500
Lenox Library Association	04/11/2011	funding support for their Summer Youth Programming	500
Link to Libraries, Inc	02/14/2011	distribution of books to elementary schools, libraries and non-profit organizations in PV	1,000
Literacy Network of South Berkshire	04/12/2011	support their basic financial literacy for new Americans from low to moderate income households	1,000
Literacy Network of South Berkshire	08/17/2011	funding support for their LitNet Gala on October 15, 2011	1,500
Literacy Volunteers of Rensselaer County	12/01/2011	funding support for their "Everybody Wins!" project	700
Longmeadow Ed Excellence Foundation	03/31/2011	funding support for their Elementary Book Closet	1,000
Longmeadow Historical Society	03/11/2011	support for their "Long Meddowe Days" May 20 to 21, 2011	500
Lorraine's Soup Kitchen & Pantry	04/28/2011	help defray the cost of converting their web service to a self-administered Content Management S.	500
LPCTV	06/24/2011	funding support for the construction of a new state-of-the-art community media facility in Ludlow	1,000
MA Bankers Assoc Charitable Foundation	08/18/2011	2011 Gold Sponsorship Contribution	3,000
Mahawie Performing Arts Center	10/24/2011	bus subsidy for Baobab school field trip to the Mahawie	250
Manchester Music Festival, Inc	12/20/2011	funding support for their Music Education/Outreach Program in the area schools	1,500
Massachusetts College of Liberal Arts	01/06/2011	BB scholarship for Jessie T McMillan to MCLA	2,000
Massachusetts College of Liberal Arts	12/28/2011	Berkshire Bank Scholarship for Sean Pease payable to MCLA	2,000
MCLA Foundation, Inc	07/21/2011	funding support for "Lift Ev'ry Voice Festival"	2,000
MCLA Foundation, Inc	06/08/2011	funding for the DownStreet Art A Celebration of the Arts in North Adams for 2011	1,000
Michael E. Smith Middle School	05/11/2011	mini-grant request from Jean Deschaine for "Come Fly With Me" their after school educational pro	250
Miss Hall's School	03/15/2011	funding support for their Horizons Program	2,500
Mohonasen Central School District	05/09/2011	check to be presented at the Rotterdam Branch opening on 5/11/11 to support the Mononasen School...	1,000
Monument Mountain Regional High School	05/16/2011	funding for MMRHS after prom events - mini-grant request from Missy Joyce	100
Morningside Community School	06/22/2011	funding support for their renovations to two classroom kitchens	5,550
Mount Greylock Regional HS	02/16/2011	support for their After-Prom events	100
Music Mobile, Inc	01/26/2011	Community Leader sponsorship for their 33rd Anniversary Benefit Event on March 24, 2011	1,000
New Hartford Public Library	08/26/2011	mini grant request from Amy Passacantando of New Hartford to support their Early Literacy Programs	500
New Stage Performing Arts Center, Inc	11/17/2011	funding for their Enchanted Storytelling Halloween Forest	1,500
Norman Rockwell Museum	03/23/2011	1st payment of 2 year, \$16,000 00 pledge to support educational programming	8,000
North Adams SteepleCats	06/08/2011	Grand Slam Club sponsorship	2,500
North Adams SteepleCats	06/08/2011		-
North Adams SteepleCats	09/12/2011	additional contribution to support the 2011 season	1,000
Northeast Parent & Child Society, Inc	06/29/2011	funding support for their Career Development Services	5,000

Berkshire Bank Foundation, Inc.
Grants Paid for the Year Ended December 31, 2011

Charity	Date	Exempt Purpose	Amount
Northern Berkshire Community Coalition	10/06/2011	funding support to update their 20th Anniversary Book	250
Northern Berkshire Community Coalition	04/08/2011	sponsorship of the Summer Neighborhood Basketball Program	1,000
Northern Berkshire YMCA	09/21/2011	1st pymt of 2 yr , \$12,000 grant to support their capital improvements	6,000
Northern Berkshire Youth Hockey League	08/24/2011	funding support for the 2011-2012 youth hockey program	1,000
Northshire Day School	05/11/2011	funding support to bring in an instructor to train their childcare staff in Blocks in the Early	1,400
NY2 Blue Star Mothers	05/17/2011	support for their Memorial Day flag project - purchase of camatons	168
Open Pantry Community Services, Inc	03/31/2011	support for their Emergency Food Pantry	2,500
Our Community Food Pantry, Inc	04/28/2011	support the cost of building 3 raised garden plots	500
Oxbow Mountain 4-H Shooting Sports Club	04/27/2011	mini-grant request from Karen Wilkins/Dorcel, VT branch to support their Annual Jamboree fundraiser	250
Park Playhouse, Inc	05/11/2011	funding support for their 2011 Summer Programming	5,000
Pediatric Development Center, Inc	03/11/2011	support for the purchase of a new testing instrument used to measure a child's development statu	1,500
PHS AfterProm Association	04/08/2011	support for their after prom events	100
Pioneer Valley Regional Ventures Center	06/24/2011	1st payment of 2 year, \$10,000 grant to support their program "Leadership Pioneer Valley"	5,000
Pittsfield Family YMCA	07/15/2011	sponsorship of the Berkshire Bank Y-Athlon	3,000
Pittsfield Family YMCA Youth Football	10/04/2011	funding support for their Youth Football Program	500
Pittsfield Garden Tour	04/20/2011	\$70 to support the tour/\$30 to purchase 2 tickets	100
Pittsfield Prevention Partnership/BUW	01/25/2011	programming support for S A Y It proud	200
Pittsfield Public Schools	06/30/2011	funding support for the Juvenile Resource Center	5,250
Prevent Child Abuse Vermont	03/31/2011	funding support for their Nurturing Parenting Program	1,000
Project Against Violent Encounters	05/09/2011	Volunteer of the Year donation on behalf of Dawn Russ	500
Project Against Violent Encounters	11/29/2011	donation on behalf of the Manchester Main Street Community Choice Grant	2,500
Railroad Street Youth Project	09/20/2011	partial funding to support an Apprenticeship Program Coordinator	5,000
Regional Food Bank of Northeastern NY	09/30/2011	Major Sponsor for their Holiday Hunger Appeal	10,000
Rensselaer County Housing Resources	04/19/2011	support for their Mini Grant Program to profice free home repairs to the elderly, disabled and v	1,000
Rensselaer Polytechnic Institute	01/21/2011	BBF scholarship for Brendan Howell payable to Rensselaer Polytechnic Institute	2,000
Richard Saller Storrs Library	05/16/2011	mini-grant support from Jerry Gaudette to support their 2011 Summer Reading Program	200
Riverbrook Residence, Inc	12/20/2011	grant to purchase two iPads for a new technology program "The Riverbrook Connection"	1,000
Rochester Institute of Technology	01/21/2011	BBF scholarship for Jacob W Raftstanger payable to Rochester Institute of Technology	2,000
Rome Art and Community Center	08/30/2011	Rome, NY non-profit give-a-way runner up	1,000
Rome Capital Theatre	08/30/2011	Rome, NY non-profit give-a-way runner up	1,000
Rome Main Streets Alliance	08/30/2011	Rome, NY non-profit give-a-way runner up	1,000

**Berkshire Bank Foundation, Inc.
Grants Paid for the Year Ended December 31, 2011**

Charity	Date	Exempt Purpose	Amount
Rome Memorial Hospital Foundation, Inc	08/30/2011	Rome, NY non-profit give-a-way finalist	3,000
Rome Rescue Mission, Inc	08/30/2011	Rome, NY non-profit give-a-way runner up	1,000
Rutland Area Art Association	06/24/2011	funding support for the purchase of child furnishings	1,000
Rutland Free Library	01/21/2011	check #0531 payable to Rutland Free Library - lost - stop payment placed - check # 0554 replacement	(1,000)
Rutland Free Library	01/21/2011	replacement to check #0531 which was lost - per call from Bill Hice	1,000
Rutland Health Foundation	12/20/2011	funding support for "Kids on the Move" program	750
S I O G A Club of Berkshire County, Inc	12/28/2011	funding to support the second floor buildout	10,000
Samaritan Hospital	12/28/2011	sponsor of "Walk a Mile-Men's March to Stop Violence against Women"	5,000
Sarah Lawrence College	04/26/2011	scholarship for Dwight Richardson Kelly payable to Sarah Lawrence College	2,000
Saratoga Academy of the Arts and Sciences	06/30/2011	award on behalf of Brendon Kot, NY Volunteer of the Year recipient - to help them purchase more	500
Schenectady Foundation	01/25/2011	basketball game to benefit the Schenectady High School Patriots Athletic Department	1,000
Schenectady Museum	02/14/2011	sponsor 2011 Invention Convention program	1,000
Schoharie River Center, Inc	05/11/2011	funding support for the installation of handicapped entries and restrooms to the new River Centre ..	1,500
Scotia-Glenville Children's Museum	07/11/2011	mini-grant request from Jim McGlynn to support their Traveling Museum Program at the Scotia-Glen	500
Shaker Road Elementary School	08/23/2011	funding support for their enrichment program with the Scotia-Glenville Children's Museum "They L	500
Shakespeare & Company	03/15/2011	Fall Festival of Shakespeare Program in area high schools	2,500
Sheffield Association, Inc	08/24/2011	funding support for "Sheffield In Celebration" mini-grant request from Deanna Markham	150
Siena College	05/19/2011	mini-grant request from Imelda Lane of Latham Branch to support Siena College's Freedom Riders Tour	250
Soldier On, Inc	03/02/2011	donaton on behalf of Janine Slocum 2010 Volunteer of the Year	250
South End Community Center, Inc	12/06/2011	3rd & final payment of 3 year, \$15,000 grant to provide a sage and healthy alternatives for you..	5,000
South Hadley Music Parent Association	08/10/2011	funding support for their "Tiger Pride Ride" to benefit the South Hadley HS Music Department	250
Southern Berkshire Elderly Transportation	09/30/2011	funding support for their daily transportation needs	1,000
Southern Vermont Arts Center	08/31/2011	funding support for their "Haunted Arts Weekend" October 29 - 20, 2011	1,000
Southwestern Vermont Council on Aging	10/19/2011	funding support for their nutritious breakfast meals to low income senior citizens	500
Special Olympics of New York, Inc	09/02/2011	funding support for Special Olympics of New York for "Over the Edge"	1,000
Springfield Boys & Girls Club, Inc	04/06/2011	2nd & final payment of 2 year, \$5,000 pledge to support the new YMCA Center in the renovated Jud	2,500
Springfield College	11/22/2011	2nd payment of 3 year, \$15,000 pledge to support their YMCA Center	5,000
Springfield Museums	03/31/2011	support for their Summer Celebration - Summer Festival Days	5,000
Springfield Rescue Mission	09/27/2011	funding to supply personal items, groceries, clothing, hygiene items for low income families aff	2,500
Springfield School Volunteers	06/24/2011	support for their Mentor Springfield Program at Forest Park Middle School	3,000
Springfield VACA, Inc	12/28/2011	funding support for their after school/out of school program	-

Berkshire Bank Foundation, Inc.
Grants Paid for the Year Ended December 31, 2011

Charity	Date	Exempt Purpose	Amount
Springfield VACA, Inc	12/28/2011	funding support for their after school/out of school programs	4,000
Square One, Inc	12/06/2011	3rd & final payment of 3 year, \$15,000 pledge to support South End Revitalization Coalition	5,000
Square One, Inc	03/30/2011	1st pymt of 2 yr , \$20,000 grant to purchase new furnishings, supplies & materials for the King	10,000
St Joseph Central High School	10/19/2011	funding support for library supplies	3,500
St Joseph Food Pantry	04/08/2011	mini-grant request from Mike Nichols/Carol Garrity to purchase Easter hams for their clients	250
St Mark's School	09/27/2011	mini-grant request from Kathy Lein - IS 183 After School Art Program on Wednesdays in the Fall	500
St Peter's Hospital Foundation	12/01/2011	1st pymt of 5 yr , \$50,000 pledge for their "Cornerstone Campaign"	10,000
Starbase Vermont, Inc	02/15/2011	support for their STEM educational programs	1,000
Sterling and Francine Clark Art Institute	11/22/2011	membership renewal	1,000
Stockbridge Library Association	06/14/2011	summer program - Spanish Lessons	250
Storefront Artist Project	06/29/2011	support for Art Om/Berkshire Residency Exchange Program	1,000
Streiber Memorial Elementary School	06/10/2011	mini-grant request from Valerie Urban to support the schools' expanded and improved playground	500
STRIDE, Inc	04/07/2011	funding support for their adaptive sports program	250
Tanglewood	04/07/2011	2011 Tanglewood Business Partner	5,000
Tech Valley Connect, Inc	11/04/2011	funding support for their Cultural Transitions Program - mini-grant request from Maya Endres -Gu	500
The BART Foundation, Inc.	04/07/2011	support for their fundraiser on April 9, 2011 "Get BART Smart"	250
The Brien Center	05/04/2011	2nd and final pledge payment to support the Capital Campaign	25,000
The Carson Center for Human Services, Inc	09/27/2011	help build a Spraypark at the Carson Center's Kamp for Kids - used for low & moderate income chi	5,000
The Christian Center of Pittsfield, Inc	03/02/2011	2010 Volunteer of the Year donation on behalf of Janine Slocum	250
The Christian Center of Pittsfield, Inc	06/10/2011	funding support for "Stand For Children" event to be held at the Chrstian Center June 18, 2011	820
The Collaborative	03/31/2011	support for the "Impaired Driving Awareness Week" at Burr & Burton Academy	1,300
The Colonial Theatre	09/21/2011	gold sponsor for special celebration on 11/11/11	10,000
The Community of Windham Foundation	10/24/2011	funding support for Adopt-A-Family Fund project	250
The Community of Windham Foundation	11/01/2011	additional funding to bring donation to \$1,000 to support their Adopt-A-Family Fund Project	750
The Dorset School	11/23/2011	Adopt-A-Classroom Program (Mini-grant request)	275
The DPCA	06/08/2011	Downtown, Inc is the physical agent for this event - Word x Word Festival in August 2011	1,000
The Guthrie Center	10/17/2011	funding support for their FREE Thanksgiving Dinners	100
The Hebert Arboretum	04/08/2011	funding for the Tuesday Night Free Summer Concert Series at the Hebert Arboretum	250
The Mentor Connector	10/19/2011	funding to support their "Men Needed as Mentors" program	1,000
The Museum of American Fly Fishing	03/31/2011	support for their exhibit "A Graceful Rise Women in Fly Fishing Yesterday, Today and Tomorrow"	1,000
The Nutrition Center, Inc	09/30/2011	Food Adventures program at Conte Community School	-

Berkshire Bank Foundation, Inc.
Grants Paid for the Year Ended December 31, 2011

Charity	Date	Exempt Purpose	Amount
The Nutrition Center, Inc	09/30/2011	"Food Adventures" at the Conte Community School	2,000
The Rome Baseball Association, Inc	06/07/2011	support the installation of new lighting for the Little League field at their baseball complex	1,000
The Salvation Army Springfield Citadel	09/23/2011	2011 "Coats for Kids" Initiative	6,500
The Samuel Harrison Society, Inc	12/14/2011	grant to support the interior restoration of the Samuel Harrison House	12,500
The SCCC Foundation, Inc	11/22/2011	sponsor of their gala on 12/2/11 "All Aboard with SCCC On Track for the Future"	1,500
The Stanley Park of Westfield, Inc	05/04/2011	2nd and final pledge payment to support educational programs during the summer season	5,000
The Tutorial Center, Inc	10/19/2011	funding support for their "Bridge to College and Careers" program for low to moderate income hou	2,500
The University at Albany Foundation	09/20/2011	2011 Citizen Laureate Awards to Bob Curley and Wally Altes November 16, 2011	10,000
The University of Massachusetts	11/10/2011	1/2 year sponsorship of their small business skill-based workshops	600
The USC Foundation, Inc	09/23/2011	funding support for their scholarship program	3,000
Town of Marshall	01/20/2011	support to purchase of replacement tools and equipment not covered by insurance from the devasta	5,000
Town of South Hadley Recreation Dept.	05/11/2011	mini-grant funding to support their Recreation Department Youth Sports program	250
Trinity Alliance Family Neighbor Resource	08/15/2011	mini-grant request from Cindy Rosenthal of Delmar to support their Albany Bike Rescue	250
Trinity Alliance of the Capital Region	12/01/2011	fundint to support Crafts, Arts, Recreation and Education after school and summer camp	2,500
Trinity College	11/29/2011	scholarship payment for Safan L Wallace to Trinity College ID# 1431879	2,000
UCP Assoc of Berkshire County, Inc	01/28/2011	funding support for their Client Assistance Program	1,000
Umbrella of the Capital District, Inc	07/27/2011	mini-grant request from Jody Wilson to support the organization's "Household Emergency Services	500
University of New Haven	01/06/2011	BB scholarship for Nicholas Brewer Race payable to University of New Haven	2,000
University of Rhode Island	01/18/2011	scholarship for Chloe F Crane payable to the University of Rhode Island	2,000
University of Rochester	11/21/2011	scholarship for Kathryn Marie Woodworth - payable to the University of Rochester	2,000
University of Vermont (UVM)	02/24/2011	scholarship payable to University of Vermont for Tosha N Hawley	2,000
Upper Housatonic Valley Nat'l Heritage	08/01/2011	funding support for their 10th "Heritage Walks"	500
Utica Neighborhood Housing Services, Inc	12/21/2011	funding for their financial literacy programs	3,500
Valley Community Development Corporation	12/29/2011	10-hour first time homebuyer workshop series	3,000
Vanessa Lake	03/10/2011	scholarship money is used for reimbursement of book	263
Vanessa Lake	10/05/2011	scholarship money is being used to reimburse Vanessa for the cost of her college books	283
Volunteers in Public Schools in Westfield	04/12/2011	funding support to send 100 students from Westfield Vocational High School to the performance of	1,000
VT-NH Komen Race for the Cure	05/03/2011	Pink Sponsorship - name on t-shirts and posters	1,000
West Stockbridge Cultural Council	06/30/2011	sponsorship support for their fire works display at the Zucchini Festival	500
West Stockbridge Historical Society	09/30/2011	donation toward their matching funds campaign	500
Western MA Enterprise Fund, Inc	03/30/2011	support for their Business Lending Program	7,500

Berkshire Bank Foundation, Inc.
Grants Paid for the Year Ended December 31, 2011

Charity	Date	Exempt Purpose	Amount
Western Massachusetts Council, Inc	06/08/2011	donation to the 2011 Distinguished Citizen Award Reception on June 23, 2011	1,000
Western New England College	07/19/2011	1st payment of the 2 year, \$5,000 pledge for 1,2,3's of Financial Literacy for Small Businesses	-
Western New England College	01/13/2011	BBF scholarship to Emily L. Fitzgerald payable to Western New England College	2,000
Western New England University	07/19/2011	1st payment of 2 year, \$5,000 pledge to support their financial literacy workshops for small bus	2,500
Westfield Girls Lacrosse Association, Inc	05/09/2011	"Volunteer of the Year" donation on behalf of Gary O'Grady to a non-profit of his choice	500
Westfield High School	09/29/2011	3rd and final pledge payment for their Science Fair Program	5,500
Westfield on Weekends, Inc	08/10/2011	funding support for their Colonial Harvest Day September 24, 2011	1,000
Westfield State University	09/01/2011	mini-grant request from Nick DiCaprio to support their Student Support Services Program	100
Weston Playhouse Theatre Company	03/31/2011	1st payment of 2 year, \$5,000 grant to support their School Matinee Program	2,500
Westside Neighborhood Resource Center	05/16/2011	support for Gather-In 2011	1,000
Williams College	01/12/2011	BBF scholarship for Bradford G. Siegars payable to Williams College	2,000
Williams College	02/15/2011	balance of BB Scholarship for Kerry L. Koehler payable to Williams College	838
Williams Middle School	02/16/2011	support for the Williams Middle School's "Snow Sports Program"	150
Williamstown Youth Center	08/04/2011	2nd & final pledge payment to support their new building	5,000
Women of Color Giving Circle	05/16/2011	funding support for their Graduate Program & Black College Tour Program	1,000
WordxWord Festival	06/07/2011	Sponsor support for their WordxWord Festival on August 13-20, 2011 in Pittsfield, MA	-
YMCA of the Greater Tri-Valley	08/30/2011	Rome, NY non-profit give-a-way runner up	1,000
Grants Paid for the Year Ended December 31, 2011			867,762

FORM 990FF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 18

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

SEE ATTACHED SCHEDULE

ON FILE - DETAILS UPON REQUEST

NOT RELATED

501 (C) (3)

SEE PURPOSE ON ATTACHED SCHEDULE

301,243.

TOTAL CONTRIBUTIONS APPROVED

301,243.

**Berkshire Bank Foundation, Inc.
Future Grants Approved for the Year Ended December 31, 2011**

Charity	Purpose	Amount
1Berkshire f/k/a Berkshire Unity Project	3rd & final pymt of 3 year, \$165,000 pledge toward formation of 1Berkshire	55,000
Albany Medical Center Foundation	2nd pymt of 5 yr \$50,000 pledge to support their "Lifetime Campaign" (\$5,000 Patient Pavilion \$2,500 for "Light Up The Night", \$2,500 for "Dancing in the Woods"	10,000
American Cancer Society Eastern Division, Inc		5,000
Bay Path College	2nd pymt of 3 yr \$15,000 pledge to support their HopeClub Capital Campaign	5,000
Baystate Health Foundation, Inc	2nd pymt of 3 yr \$15,000 grant to support scholarships for low income women	25,000
Berkshire Bank Foundation Scholarship Awards	3rd & final pymt of 3 year, \$75,000 grant to support capital improvements	1,243
Berkshire Bank Foundation Scholarship Awards	Vanessa Lake - balance remaining for purchase of books	2,000
Berkshire Bank Foundation Scholarship Awards	Jaclyn Dobies (Niskayuna HS) will apply scholarship to Duke University for her Fall 2012 semester	2,000
Berkshire Bank Foundation Scholarship Awards	Charlotte Martin (Mt Everett HS)	2,000
Berkshire Bank Foundation Scholarship Awards	Michael Greb (Mt Greylock Regional HS)	2,000
Berkshire Bank Foundation Scholarship Awards	Joleigh Ferro (St Joseph HS)	2,000
Berkshire Bank Foundation Scholarship Awards	Lunnette Figueroa (High School of Commerce, Springfield)	2,000
Berkshire Community College Foundation	refurbishment of three existing adult court surfaces and additional lines to accommodate three 10 & under Quick Start courts plus construction of two new Quick Start courts	10,000
Berkshire Regional Employment Board/Youth Leadership Program	4th payment of \$25,000 grant	5,000
Berkshire United Way	2nd half of 3rd payment of 4 year, \$215,000 pledge to support pressing community problems in Berkshire County	35,000
Berkshire United Way	1st half of 3rd payment of 4 year, \$215,000 pledge to support pressing community problems in Berkshire County	35,000
Boys & Girls Club of Greater Westfield, Inc	2nd payment of 3 year, \$50,000 grant	17,000
Boys & Girls Club of Pittsfield	2nd pledge pymt for funding support for operating costs of fundraising events	7,500
Capital Region Sponsor-A-Scholar, Inc	3rd & final pledge payment for their "Sponsor A Scholar" program	1,500
Community Foundation of Western Massachusetts	2nd pymt of 3 year, \$45,000 pledge to support "Reading Success by 4th Grade Funders Collaborative"	15,000
DevelopSpringfield	2nd pymt of 3 yr, \$15,000 pledge to support rebuilding sections of Springfield severely damaged by the tornado	5,000
IS183, Inc d/b/a IS183 Art School of the Berkshires	2nd & final pymt of 2 year, \$10,000 00 pledge for the Learning Through Arts program at Morningside Community School	5,000
Norman Rockwell Museum	2nd & final pymt of 2 year, \$16,000 00 grant for School Education Program	8,000
Northern Berkshire YMCA	funding support to assist with renovating and improving their 41 year old facility	6,000
Pioneer Valley Regional Ventures Center	2nd & final payment of 2 year, \$10,000 grant to support the program "Leadership Pioneer Valley"	5,000
Springfield College	3rd & final payment to support the new YMCA Center in the renovated Judd Gymnasium	5,000
St Peter's Hospital Foundation	2nd pymt of 5 yr \$50,000 pledge to support their "Conerstone Campaign"	10,000
United Way of Rome & Western Oneida County, Inc	funds to support their Annual Campaign	15,000
Western New England University	2nd & final pymt of 2 year, \$5,000 grant for 1,2,3's of Financial Literacy for Small Businesses	2,500
Weston Playhouse Theatre Company	balance on \$5,000 grant to support their School Matinee Program	2,500
Future Grants Approved for the Year Ended December 31, 2011		301,243

**SCHEDULE D
(Form 1041)**

Capital Gains and Losses

OMB No 1545-0092

2011

Department of the Treasury
Internal Revenue Service

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

Name of estate or trust

BERKSHIRE BANK FOUNDATION, INC.

Employer identification number

04-3365869

Note: Form 5227 filers need to complete *only* Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b **1b** -125,437.

2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 **2**

3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts **3**

4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet **4** ()

5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back **5** -125,437.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b **6b** 1,669,899.

7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 **7**

8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts **8**

9 Capital gain distributions **9** 34,546.

10 Gain from Form 4797, Part I **10**

11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet **11** ()

12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back **12** 1,704,445.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)		13		-125,437.
14 Net long-term gain or (loss):				
a Total for year	14a			1,704,445.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c 28% rate gain	14c			
15 Total net gain or (loss). Combine lines 13 and 14a	15			1,579,008.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of

a The loss on line 15, column (3) or b \$3,000 **16** ()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20 Add lines 18 and 19	20		
21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21		
22 Subtract line 21 from line 20. If zero or less, enter -0-	22		
23 Subtract line 22 from line 17. If zero or less, enter -0-	23		
24 Enter the smaller of the amount on line 17 or \$2,300	24		
25 Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26, go to line 27 and check the "No" box ☐ No. Enter the amount from line 23	25		
26 Subtract line 25 from line 24	26		
27 Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27		
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29 Subtract line 28 from line 27	29		
30 Multiply line 29 by 15% (15)	30		
31 Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32 Add lines 30 and 31	32		
33 Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

► See instructions for Schedule D (Form 1041).
► Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2011

Name of estate or trust

BERKSHIRE BANK FOUNDATION, INC.

Employer identification number

04-3365869

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a CISCO SYSTEMS INC	03/03/2011	04/14/2011	34,053.	37,270.	-3,217.
ISHARES RUSSELL MIDCAP GRWTH	02/14/2011	05/13/2011	46,849.	45,795.	1,054.
ISHARES RUSSELL 2000 GROWTH	03/03/2011	05/13/2011	53,033.	51,429.	1,604.
AT&T INC	11/29/2010	06/14/2011	28,202.	25,420.	2,782.
AT&T INC	11/05/2010	06/14/2011	28,202.	27,019.	1,183.
AT&T INC	11/29/2010	06/14/2011	2,452.	2,210.	242.
PRAXAIR INC	11/19/2010	06/14/2011	20,333.	18,458.	1,875.
FHLB	01/07/2011	06/21/2011	200,000.	198,900.	1,100.
TARGET CORP	01/21/2011	06/16/2011	56,112.	67,320.	-11,208.
TARGET CORP	02/14/2011	06/16/2011	14,028.	16,155.	-2,127.
FHLB	01/07/2011	06/30/2011	200,000.	199,700.	300.
FHLB	03/17/2011	07/07/2011	150,000.	149,700.	300.
MEDTRONIC INC	01/21/2011	08/04/2011	41,834.	48,337.	-6,503.
MEDTRONIC INC	04/19/2011	08/04/2011	28,447.	34,718.	-6,271.
MEDTRONIC INC	06/14/2011	08/04/2011	6,693.	7,687.	-994.
MEDTRONIC INC	07/08/2011	08/04/2011	3,347.	3,812.	-465.
TEVA PHARM INDS ADR	06/14/2011	08/04/2011	12,413.	14,788.	-2,375.
TEVA PHARM INDS ADR	07/08/2011	08/04/2011	2,069.	2,470.	-401.
VANGUARD MSCI EMERGING MARKETS	03/03/2011	08/04/2011	44,450.	47,265.	-2,815.
VANGUARD MSCI EMERGING MARKETS	06/14/2011	08/04/2011	26,670.	28,784.	-2,114.
VANGUARD MSCI EMERGING MARKETS	07/08/2011	08/04/2011	13,335.	14,702.	-1,367.
VANGUARD REIT ETF	07/08/2011	08/04/2011	5,881.	6,538.	-657.
ISHARES MSCI EAFE INDEX FUND	02/14/2011	08/05/2011	52,919.	60,980.	-8,061.
ISHARES MSCI EAFE INDEX FUND	06/14/2011	08/05/2011	79,378.	90,637.	-11,259.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

JSA

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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a ORACLE/OZARK 5% 1/15/11	01/08/2008	01/15/2011	50,000.	51,184.	-1,184.
COLGATE PALMOLIVE CO	03/12/2007	02/14/2011	3,080.	2,604.	476.
COLGATE PALMOLIVE CO	03/12/2007	02/14/2011	7,896.	6,677.	1,219.
COLGATE PALMOLIVE CO	10/12/2006	02/14/2011	7,896.	6,147.	1,749.
COLGATE PALMOLIVE CO	03/12/2007	02/14/2011	42,719.	36,123.	6,596.
COLGATE PALMOLIVE CO	10/16/2008	02/14/2011	3,080.	2,383.	697.
SIEMENS AG ADR	10/29/2008	02/14/2011	64,045.	28,537.	35,508.
WELLS FARGO & CO	01/30/2008	02/14/2011	5,068.	4,999.	69.
WELLS FARGO & CO	03/28/2008	02/14/2011	4,224.	3,725.	499.
WELLS FARGO & CO	01/30/2008	02/14/2011	4,224.	4,166.	58.
WELLS FARGO & CO	01/30/2008	02/14/2011	24,497.	24,162.	335.
WELLS FARGO & CO	01/30/2008	02/14/2011	1,352.	1,333.	19.
WELLS FARGO & CO	03/28/2008	02/14/2011	845.	745.	100.
WELLS FARGO & CO	03/28/2008	02/14/2011	28,721.	25,330.	3,391.
JOHN DEERE CAP CORP MTN 2%	10/14/2009	02/18/2011	150,036.	150,000.	36.
GOOGLE INC-A	08/29/2008	03/03/2011	27,400.	21,048.	6,352.
GOOGLE INC-A	09/17/2008	03/03/2011	6,089.	4,360.	1,729.
GOOGLE INC-A	09/17/2008	03/03/2011	27,400.	19,622.	7,778.
ABBOTT LABS 3.75% 3/15/11	12/04/2008	03/15/2011	50,000.	50,645.	-645.
CISCO SYSTEMS INC	03/12/2007	04/14/2011	29,626.	45,714.	-16,088.
CISCO SYSTEMS INC	08/29/2007	04/14/2011	4,427.	7,969.	-3,542.
CISCO SYSTEMS INC	11/08/2007	04/14/2011	20,857.	37,914.	-17,057.
CISCO SYSTEMS INC	04/21/2009	04/14/2011	4,257.	4,370.	-113.
NATIONAL OILWELL VARCO INC	02/11/2009	05/09/2011	42,217.	17,142.	25,075.
NATIONAL OILWELL VARCO INC	04/01/2009	05/09/2011	28,145.	11,792.	16,353.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2011

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a ISHARES RUSSELL MIDCAP GRWTH	03/02/2010	05/13/2011	31,545.	23,669.	7,876.
NOBLE CORP	06/20/2008	05/09/2011	40,147.	64,030.	-23,883.
NOBLE CORP	04/01/2009	05/09/2011	40,147.	24,320.	15,827.
HEWLETT PACKARD CO 2.25%	06/16/2009	05/27/2011	50,000.	50,360.	-360.
AT&T INC	01/11/2007	06/14/2011	33,107.	36,917.	-3,810.
MERCK & CO INC 1.875% 6/30/11	06/23/2009	06/30/2011	50,000.	50,222.	-222.
TEVA PHARM INDS ADR	08/29/2008	08/04/2011	36,413.	41,799.	-5,386.
TEVA PHARM INDS ADR	10/16/2008	08/04/2011	4,965.	4,954.	11.
TEVA PHARM INDS ADR	04/01/2009	08/04/2011	20,689.	22,795.	-2,106.
VANGUARD MSCI EMERGING MARKETS	07/15/2010	08/04/2011	77,787.	70,193.	7,594.
VANGUARD MSCI EMERGING MARKETS	07/16/2010	08/04/2011	23,336.	20,827.	2,509.
ISHARES MSCI EAFE INDEX FUND	07/30/2010	08/05/2011	83,718.	82,237.	1,481.
FHLB 2.05% 8/18/15	08/04/2010	08/24/2011	100,000.	100,000.	
HEWLETT-PACKARD CO	08/29/2007	08/19/2011	23,413.	48,009.	-24,596.
HEWLETT-PACKARD CO	08/09/2010	08/19/2011	23,413.	42,870.	-19,457.
BANK OF AMERICA CORP	12/04/2008	09/29/2011	442.	1,047.	-605.
BANK OF AMERICA CORP	12/04/2008	09/29/2011	1,231.	2,915.	-1,684.
BANK OF AMERICA CORP	12/04/2008	09/29/2011	5,683.	13,455.	-7,772.
BANK OF AMERICA CORP	12/04/2008	09/29/2011	1,263.	2,990.	-1,727.
BANK OF AMERICA CORP	12/23/2008	09/29/2011	5,683.	11,513.	-5,830.
BANK OF AMERICA CORP	10/14/2008	09/29/2011	1,231.	5,033.	-3,802.
BANK OF AMERICA CORP	10/14/2008	09/29/2011	6,946.	28,392.	-21,446.
BANK OF AMERICA CORP	11/06/2008	09/29/2011	442.	1,474.	-1,032.
BANK OF AMERICA CORP	12/04/2008	09/29/2011	4,010.	9,493.	-5,483.
ISHARES MSCI EAFE INDEX FUND	07/31/2010	10/10/2011	169,603.	175,858.	-6,255.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2011

Employer identification number

[illegible]

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b 1,669,899.

JSA

**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 ☒ **X**
- 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*

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

BERKSHIRE BANK FOUNDATION, INC.

☒ 04-3365869

Number, street, and room or suite no. If a P.O. box, see instructions

Social security number (SSN)

P.O. BOX 1308

City, town or post office, state, and ZIP code. For a foreign address, see instructions.

PITTSFIELD, MA 01202-1308

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

- The books are in the care of ► MARY ELLEN PUNTIN

Telephone No ► 413 447-1724FAX No ► 413 236-0975

- 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 08/15, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ calendar year 20 11 or
- ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

- 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 \$	35,749.
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 \$	37,500.
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 \$	

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.

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

Form **8868** (Rev. 1-2012)