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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

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

2011

For calendar year 2011 or tax year beginning

, 2011, and ending

, 20

Name of foundation

JOHN W BOYNTON FUND

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

P O BOX 1802

City or town, state, and ZIP code

PROVIDENCE, RI 02901-1802

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change 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) ► \$ 3,629,958. **J** Accounting method: Cash Accrual
 Other (specify) _____

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	91,426	91,426		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	135,777			
b Gross sales price for all assets on line 6a	1,281,042			
7 Capital gain net income (from Part IV, line 2)		135,777		
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	227,203	227,203		
13 Compensation of officers, directors, trustees, etc	31,575	18,945		12,630
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest	1,740	1,108		
18 Taxes (attach schedule) (see instructions)	STMT 4			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	STMT 5	437		437
24 Total operating and administrative expenses.				
Add lines 13 through 23	33,752	20,053		13,067
25 Contributions, gifts, grants paid	164,000			164,000
26 Total expenses and disbursements. Add lines 24 and 25	197,752	20,053		177,067
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	29,451			
b Net investment income (if negative, enter -0-)		207,150		
c Adjusted net income (if negative, enter -0-)				

POSTMARK DATE APR 2 2012

Revenue

SCANNED MAY 9 2012

Operating and Administrative Expenses

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OCT 2 2012

OGDEN, UT

	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing	NONE	NONE	
	2 Savings and temporary cash investments	34,086.	201,483.	201,483.
	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) ► *	*	NONE	
	Less allowance for doubtful accounts ►	NONE	NONE	NONE
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
Assets	10 a Investments - U S and state government obligations (attach schedule)	503,554.	403,051.	439,137.
	b Investments - corporate stock (attach schedule)	2,649,736.	2,630,116.	2,633,316.
	c Investments - corporate bonds (attach schedule)	362,772.	337,584.	356,022.
	11 Investments - land, buildings, and equipment basis ►	NONE		
	Less accumulated depreciation ►			
	12 Investments - mortgage loans	NONE	NONE	
	13 Investments - other (attach schedule)	NONE	NONE	
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	15 Other assets (describe ►)	NONE	NONE	NONE
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	3,550,148.	3,572,234.	3,629,958.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	3,550,148.	3,572,234.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	NONE	NONE	
	30 Total net assets or fund balances (see instructions)	3,550,148.	3,572,234.	
	31 Total liabilities and net assets/fund balances (see instructions)	3,550,148.	3,572,234.	

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	3,550,148.
2 Enter amount from Part I, line 27a	2	29,451.
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	3,579,599.
5 Decreases not included in line 2 (itemize) ► SEE STATEMENT 7	5	7,365.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,572,234.

Form 990-PF (2011)

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 PUBLICLY TRADED SECURITIES					
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 1,278,300.		1,145,265.	133,035.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			133,035.		
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	135,777.	
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		

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	179,571.	3,655,601.	0.04912215529
2009	191,297.	3,384,152.	0.05652730728
2008	185,469.	3,633,542.	0.05104358227
2007	183,767.	4,255,012.	0.04318836234
2006	193,936.	4,195,259.	0.04622742005

2 Total of line 1, column (d)	2	0.24610882723
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	0.04922176545
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	3,824,366.
5 Multiply line 4 by line 3	5	188,242.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,072.
7 Add lines 5 and 6	7	190,314.
8 Enter qualifying distributions from Part XII, line 4	8	177,067.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	Date of ruling or determination letter. _____ (attach copy of letter if necessary - see instructions)	1	4,143.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b . . .			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .	2		
3	Add lines 1 and 2 . . .	3	4,143.	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .	4	NONE	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . .	5	4,143.	
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011 . . .	6a	756.	
b	Exempt foreign organizations - tax withheld at source . . .	6b	NONE	
c	Tax paid with application for extension of time to file (Form 8868) . . .	6c	NONE	
d	Backup withholding erroneously withheld . . .	6d		
7	Total credits and payments Add lines 6a through 6d . . .	7	756.	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . .	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . .	9	3,387.	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . .	10		
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ►	11	Refunded	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . .	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . .	X	
1c	<i>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.</i>		
d	Did the foundation file Form 1120-POL for this year? . . .		
e	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
f	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	
	<i>If "Yes," attach a detailed description of the activities</i>		
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? <i>If "Yes," attach a conformed copy of the changes</i>	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	
	<i>If "Yes," attach the statement required by General Instruction T</i>		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: <ul style="list-style-type: none">● 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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i> . . .	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)? <i>If "Yes," complete Part XIV</i> . . .	X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . .	X	

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ►	N/A	
14	Telephone no. ► (401) 278-6858	
Located at ► PO BOX 1802, PROVIDENCE, RI	ZIP + 4 ► 02901-1802	
15	► 15	
16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►		

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 ►		
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?		
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?		
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			

Form 990-PF (2011)

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

5a	During the year did the foundation pay or incur any amount to:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	<input type="checkbox"/>	5b	
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/>		
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/>		

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
SEE STATEMENT 8		31,575.	-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
SEE STATEMENT 9		NONE	NONE	NONE

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

Form 990-PF (2011)

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
NONE		NONE

Total number of others receiving over \$50,000 for professional services ►		NONE

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	NONE	-----
2	-----	-----
3	-----	-----
4	-----	-----

Part IX-B Summary of Program-Related Investments (see 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		-----
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	1a	3,783,367.
b Average of monthly cash balances	1b	99,238.
c Fair market value of all other assets (see instructions)	1c	NONE
d Total (add lines 1a, b, and c)	1d	3,882,605.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	NONE
3 Subtract line 2 from line 1d	3	3,882,605.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	58,239.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,824,366.
6 Minimum investment return. Enter 5% of line 5	6	191,218.

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	191,218.
2a Tax on investment income for 2011 from Part VI, line 5	2a	4,143.
b Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	4,143.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	187,075.
4 Recoveries of amounts treated as qualifying distributions	4	NONE
5 Add lines 3 and 4	5	187,075.
6 Deduction from distributable amount (see instructions)	6	NONE
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	187,075.

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	177,067.
b Program-related investments - total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	NONE
b Cash distribution test (attach the required schedule)	3b	NONE
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	177,067.
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	N/A
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	177,067.

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				187,075.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			NONE	
b Total for prior years 20 09, 20 09, 20 09		NONE		
3 Excess distributions carryover, if any, to 2011				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	6,744.			
d From 2009	23,849.			
e From 2010	NONE			
f Total of lines 3a through e	30,593.			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 177,067.				
a Applied to 2010, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				177,067.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011 . (If an amount appears in column (d), the same amount must be shown in column (a))	10,008.			10,008.
6 Enter the net total of each column as indicated below:	20,585.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
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)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	20,585.			
10 Analysis of line 9:				
a Excess from 2007	NONE			
b Excess from 2008	NONE			
c Excess from 2009	20,585.			
d Excess from 2010	NONE			
e Excess from 2011	NONE			

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

NOT APPLICABLE

►				4942(j)(3) or	4942(j)(5)																																		
1a	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																																						
2a	<table border="1"> <thead> <tr> <th rowspan="2">Tax year</th> <th colspan="3">Prior 3 years</th> <th rowspan="2">(e) Total</th> </tr> <tr> <th>(a) 2011</th> <th>(b) 2010</th> <th>(c) 2009</th> <th>(d) 2008</th> </tr> </thead> <tbody> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>				Tax year	Prior 3 years			(e) Total	(a) 2011	(b) 2010	(c) 2009	(d) 2008																										
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)(iii)																																						
(3)	Largest amount of support from an exempt organization																																						
(4)	Gross investment income																																						

Part XV **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see 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).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

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

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

- a The name, address, and telephone number of the person to whom applications should be addressed:
SEE STATEMENT 10
- b The form in which applications should be submitted and information and materials they should include:
SEE ATTACHED STATEMENT FOR LINE 2
- c Any submission deadlines:
SEE ATTACHED STATEMENT FOR LINE 2
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 11				
Total			► 3a	164,000.
b Approved for future payment				
Total			► 3b	

Form 990-PF (2011)

Part XVI-A | Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See 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					
4 Dividends and interest from securities			14	91,426.	
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			18	135,777.	
8 Gain or (loss) from sales of assets other than inventory					
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)				227,203.	
13 Total. Add line 12, columns (b), (d), and (e)				13	227,203.
(See worksheet in line 13 instructions to verify calculations)					

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

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

JSA
1E1492 1,000

Form 990-PF (2011)

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

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

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

b If "Yes," complete the following schedule.

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

**Sign
Here**

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

Summary

04/04/2012

Date _____

SVP Tax

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

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC SR UNSEC'D GLOBAL NT	2,425.	2,425.
ABBOTT LABORATORIES	2,940.	940.
AMGEN INC COM	182.	182.
APACHE CORPORATION	225.	225.
ARTIO INT'L EQUITY FUND CL I	3,594.	3,594.
BERKSHIRE HATHAWAY FIN CORP GTD SR NT	2,300.	2,300.
BOTTLING GROUP LLC NT	1,375.	1,375.
CHEVRONTEXACO CORP COM	122.	122.
CISCO SYS INC SR NT	1,450.	1,450.
COLUMBIA INCOME OPPORTUNITIES FUND CL Z	1,857.	1,857.
COLUMBIA SHORT TERM BOND FUND CLASS Z SH	5,335.	5,335.
COLUMBIA HIGH INCOME FUND CLASS Z SHARES	529.	529.
COLUMBIA INTERMEDIATE BOND FUND CLASS Z	4,030.	4,030.
COLUMBIA STRATEGIC INVESTOR FUND CLASS Z	726.	726.
COLUMBIA VALUE AND RESTRUCTURING FUND CL	4,259.	4,259.
COLUMBIA SELECT OPPORTUNITIES FUND CLASS	92.	92.
DANAHER CORPORATION	40.	40.
EMERSON ELEC CO	80.	80.
EXXON MOBIL CORPORATION	370.	370.
FEDERAL HOME LN MTG CORP MTN CALL 10/4/1	2,795.	2,795.
FEDERAL FARM CR BKS CONS BD	2,688.	2,688.
FEDERAL FARM CR BKS CONS BD	3,788.	3,788.
FEDERAL FARM CR BKS CONS BD	1,990.	1,990.
FEDERAL HOME LN BKS CONS BD	2,250.	2,250.
FEDERAL HOME LN BKS CONS BD	1,813.	1,813.
FEDERAL HOME LN MTG CORP NT	2,563.	2,563.
FEDERAL NAT'L MTG ASSN BENCHMARK NT	2,500.	2,500.
FRANKLIN RES INC COM	75.	75.
FREEPORT-MCMORAN COPPER & GOLD INC COM	750.	750.
GENERAL ELEC CO	368.	368.
GOLDMAN SACHS GROUP INC	123.	123.
HEWLETT PACKARD CO COM	24.	24.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
HOME DEPOT INC	416.	416.
HONEYWELL INTERNATIONAL INC	548.	548.
INTEL CORPORATION	105.	105.
INTERNATIONAL BUSINESS MACHS	580.	580.
ISHARES MSCI EMERGING MKTS INDEX FUND	1,144.	1,144.
ISHARES BARCLAYS 1-3 YR TREAS BD FUND	1,002.	1,002.
I SHR MSCI EAFE INDEX FUND	300.	300.
ISHARES S&P SMALLCAP 600 INDEX FUND	577.	577.
ISHARES BARCLAYS INTERMEDIATE CR BD FUND	3,707.	3,707.
J P MORGAN CHASE & CO COM	313.	313.
JOHNSON & JOHNSON NT	2,775.	2,775.
MICROSOFT CORPORATION	260.	260.
NESTLE S A SPONSORED ADR	1,458.	1,458.
NIKE INC CL B	341.	341.
OCCIDENTAL PETROLEUM CORPORATION	765.	765.
ORACLE SYS CORP	27.	27.
PIMCO TOTAL RETURN FUND INSTL	527.	527.
PNC BK CORP	288.	288.
PEPSICO INCORPORATED	155.	155.
PFIZER INC	1,200.	1,200.
PHILIP MORRIS INTL INC COM	1,306.	1,306.
PIMCO GLOBAL MULTI-ASSET FUND INSTL CL	2,771.	2,771.
PRICE T ROWE GROUP INC COM	620.	620.
PROCTER & GAMBLE CO COM	854.	854.
QUALCOMM INC	194.	194.
ROWE T PRICE INTL FUNDS INC INTL BD FUND	1,799.	1,799.
SPDR S&P MIDCAP 400 ETF TR UNIT SER 1 ST	1,351.	1,351.
SCHLUMBERGER LIMITED	355.	355.
AIM LIQUID ASSETS PORTFOLIO	119.	119.
STANLEY BLACK & DECKER INC COM	41.	41.
ST STREET BK & TR DTD 9/24/2003 5.25% DU	2,625.	2,625.
STATE STREET CORP	219.	219.
TJX COMPANIES INCORPORATED NEW	144.	144.
DP6172 L775 04/04/2012 14:04:21		

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TARGET CORP	50.	50.
TEXAS INSTRS INC	485.	485.
UNITED STATES TREAS NT DTD 08/15/02 4.62	2,188.	2,188.
UNITED STATES TREAS NTS DTD 05/15/04	1,188.	1,188.
UNITED TECHNOLOGIES CORP	466.	466.
VANGUARD MSCI EMERGING MKTS ETF	3,801.	3,801.
WAL MART STORES INC 02/18/2004 4.125% 02	516.	516.
WELLS FARGO & CO NEW SR NT	2,188.	2,188.
TOTAL	91,426.	91,426.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	219.	219.
FEDERAL ESTIMATES - PRINCIPAL	632.	
FOREIGN TAXES ON QUALIFIED FOR	701.	701.
FOREIGN TAXES ON NONQUALIFIED	188.	188.
TOTALS	1,740.	1,108.

[REDACTED]

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
OTHER ALLOCABLE EXPENSE- PRINCI OTHER ALLOCABLE EXPENSE- INCOME OTHER NON-ALLOCABLE EXPENSE -	400. 35. 2.	400. 35. 2.
TOTALS	437.	437.



22- 1

JOHN W BOYNTON FUND

FORM 990PF, PART II - CORPORATE STOCK
=====

04-6036706

DESCRIPTION

PLEASE SEE ATTACHED

TOTALS

Exhibit

DP6172 L775 04/04/2012 14:04:21

STATEMENT 6

22



JOHN W BOYNTON FUND

04-6036706

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

DESCRIPTION	AMOUNT
ACCRUED INCOME	7,365.
TOTAL	7,365.

STATEMENT 7

JOHN W BOYNTON FUND

04-6036706

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

=====

OFFICER NAME:

BANK OF AMERICA

ADDRESS:

111 WESTMINSTER STREET
PROVIDENCE, RI 02903

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION 31,575.

=====

TOTAL COMPENSATION:

31,575.

=====

STATEMENT 8

JOHN W BOYNTON FUND

04-6036706

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

=====

EMPLOYEE NAME:

NONE

STATEMENT 9

JOHN W BOYNTON FUND
FORM 990PF, PART XV - LINES 2a - 2d
=====

04-6036706

RECIPIENT NAME:
MICHAEL INNOCENTI

ADDRESS:
BANK OF AMERICA NA, 225 FRANKLIN ST, 3RD FL
BOSTON, MA 02110

RECIPIENT'S PHONE NUMBER: 617-897-3160

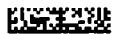
FORM, INFORMATION AND MATERIALS:

ONCE MR INNOCENTI HAS BEEN CONTACTED AN
APPLICATION WILL BE MAILED OUT TO THE RECIPANT
SUBMISSION DEADLINES:

SEE ATTACHED

RESTRICTIONS OR LIMITATIONS ON AWARDS:
TO THE TOWN OF ATHOL AND CHILDREN, BUT NOT
LIMITED TO
SEE ATTACHED FOR ADDITIONAL INFORMATION

STATEMENT 10



04-6036706

JOHN W BOYNTON FUND
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

PLEASE SEE ATTACHED LIST

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT NAMED ORGANIZATIONS

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 164,000.

TOTAL GRANTS PAID:

164,000.

STATEMENT 11

FORM 990PF, Part XV, Ln. 3:
Grants Paid attachment to return :

Posting Date	Amount	Distribution	Relationship to substantial contributor	Purpose	Foundation Status of Recipient
2/18/2011	-10000	INSTITUTE FOR COMMUNITY BUILDING	NONE	SUPPORT NAMED ORGANIZATION	N/A
9/29/2011	-20000	ATHOL AREA UNITED WAY, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
9/29/2011	-23000	ATHOL AREA YMCA	NONE	SUPPORT NAMED ORGANIZATION	N/A
9/29/2011	-10000	ATHOL HISTORICAL SOCIETY	NONE	SUPPORT NAMED ORGANIZATION	N/A
9/29/2011	-20000	FRIEND OF ATHOL COUNCIL ON AGING	NONE	SUPPORT NAMED ORGANIZATION	N/A
9/29/2011	-5000	FRIENDSHIPWORKS	NONE	SUPPORT NAMED ORGANIZATION	N/A
9/29/2011	-8000	HEARTH, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
9/29/2011	-5000	HOME FOR AGED WOMEN	NONE	SUPPORT NAMED ORGANIZATION	N/A
9/29/2011	-8000	INQUILINOS BORICUAS EN ACCION	NONE	SUPPORT NAMED ORGANIZATION	N/A
9/29/2011	-7500	MERRIMACK VALLEY FOOD BANK, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
9/29/2011	-10000	MOUNT PLEASANT HOME	NONE	SUPPORT NAMED ORGANIZATION	N/A
9/29/2011	-10000	NEW ENGLAND EYE INSTITUTE, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
9/29/2011	-10000	NORTH QUABBIN CITIZEN ADVOCACY	NONE	SUPPORT NAMED ORGANIZATION	N/A
9/29/2011	-10000	VALUING OUR CHILDREN F/B/O	NONE	SUPPORT NAMED ORGANIZATION	N/A
9/30/2011	-7500	S COASTAL CITY LEGAL SERVICES	NONE	SUPPORT NAMED ORGANIZATION	N/A

SCHEDULE D
(Form 1041)

Capital Gains and Losses

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

Employer identification number

JOHN W BOYNTON FUND

04-6036706

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	35,556.
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	35,556

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 <u>LONG-TERM CAPITAL GAIN DIVIDENDS</u>					2,742

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	97,479
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	
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	(33,766
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	66,455

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		35,556.
14	Net long-term gain or (loss):			
a	Total for year	14a		66,455.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		-23,143.
15	Total net gain or (loss). Combine lines 13 and 14a	15		102,011.

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

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?			
<input type="checkbox"/>	Yes. Skip lines 25 and 26; go to line 27 and check the "No" box.	25		
<input type="checkbox"/>	No. Enter the amount from line 23.	26		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same?	27		
<input type="checkbox"/>	Yes. Skip lines 27 thru 30, go to line 31	28		
<input type="checkbox"/>	No. Enter the smaller of line 17 or line 22	29		
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-1
(Form 1041)**
**Continuation Sheet for Schedule D
(Form 1041)**

OMB No 1545-0092

2011Department of the Treasury
Internal Revenue Service

► See instructions for Schedule D (Form 1041).

► Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust

JOHN W BOYNTON FUND

Employer identification number
04-6036706**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 75. AMGEN INC COM	07/12/2011	12/19/2011	4,549.00	4,274.00	275.00
150. CHEVRONTEXACO CORP CO	11/01/2011	12/19/2011	15,096.00	15,269.00	-173.00
20. CORNING INC	03/08/2011	05/13/2011	420.00	454.00	-34.00
100. FRANKLIN RES INC COM	03/08/2011	11/01/2011	9,971.00	12,493.00	-2,522.00
50. GOLDMAN SACHS GROUP IN	03/08/2011	12/19/2011	4,387.00	7,980.00	-3,593.00
1. ISHARES SILVER TR	06/30/2010	01/31/2011	23.00	15.00	8.00
1. ISHARES SILVER TR	06/30/2010	02/28/2011	21.00	11.00	10.00
1. ISHARES SILVER TR	06/30/2010	03/31/2011	27.00	14.00	13.00
1. ISHARES SILVER TR	06/30/2010	04/30/2011	32.00	14.00	18.00
875. ISHARES SILVER TR	06/30/2010	05/05/2011	31,950.00	15,944.00	16,006.00
500. ISHARES SILVER TR	06/30/2010	05/13/2011	17,212.00	9,111.00	8,101.00
1. ISHARES SILVER TR	06/30/2010	05/31/2011	8.00	4.00	4.00
1. ISHARES SILVER TR	06/30/2010	06/30/2011	7.00	4.00	3.00
150. J P MORGAN CHASE & CO	03/08/2011	12/19/2011	4,598.00	6,811.00	-2,213.00
200. MYLAN LABS INC	07/12/2011	12/19/2011	4,145.00	4,849.00	-704.00
250. OCCIDENTAL PETROLEUM	09/08/2010	07/12/2011	25,562.00	19,232.00	6,330.00
150. ORACLE SYS CORP	03/08/2011	11/01/2011	4,753.00	4,855.00	-102.00
300. PHILIP MORRIS INTL IN	09/08/2010	05/13/2011	20,470.00	16,093.00	4,377.00
200. PHILIP MORRIS INTL IN	09/08/2010	07/12/2011	13,431.00	10,729.00	2,702.00
1. SPDR GOLD TR GOLD SHS	06/30/2010	01/05/2011	13.00	12.00	1.00
1. SPDR GOLD TR GOLD SHS	08/23/2010	01/05/2011	14.00	12.00	2.00
1. SPDR GOLD TR GOLD SHS	06/30/2010	02/04/2011	13.00	12.00	1.00
1. SPDR GOLD TR GOLD SHS	08/23/2010	02/04/2011	13.00	12.00	1.00
1. SPDR GOLD TR GOLD SHS	06/30/2010	03/03/2011	11.00	10.00	1.00

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

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Continuation Sheet for Schedule D (Form 1041)

OMB No 1545-0092

2011

► See instructions for Schedule D (Form 1041).

► Attach to Schedule D to list additional transactions for lines 1a and 6a.

Department of the Treasury
Internal Revenue Service

Name of estate or trust
JOHN W BOYNTON FUND

Employer identification number
04-6036706

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

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

35,556.00

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

Schedule D-1 (Form 1041) 2011

JSA

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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

JOHN W BOYNTON FUND

Employer identification number

04-6036706

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 175. ABBOTT LABORATORIES	12/21/2009	12/19/2011	9,531.00	9,386.00	145.00
25. AMAZON COM INC	04/22/2009	05/13/2011	5,142.00	1,981.00	3,161.00
100. AMAZON COM INC	04/22/2009	11/01/2011	20,980.00	7,926.00	13,054.00
250. AMGEN INC COM	10/13/2010	12/19/2011	15,163.00	13,997.00	1,166.00
50. APACHE CORPORATION	12/21/2009	07/12/2011	6,041.00	5,036.00	1,005.00
150. APACHE CORPORATION	12/21/2009	12/19/2011	13,172.00	15,107.00	-1,935.00
200. APACHE CORPORATION	11/01/2005	12/19/2011	17,563.00	12,959.00	4,604.00
2015.179 ARTIO INTL EQUITY	11/16/2005	12/19/2011	45,140.00	70,652.00	-25,512.00
50. AUTOZONE INCORPORATED	12/21/2009	12/19/2011	16,230.00	7,916.00	8,314.00
1997.845 COLUMBIA INTERMED FUND CLASS Z SHARES	09/21/2010	12/19/2011	18,540.00	18,360.00	180.00
1035. COLUMBIA VALUE AND R FUND CLASS Z SHARES	01/19/2006	12/19/2011	43,739.00	49,970.00	-6,231.00
5934.605 COLUMBIA VALUE AN RESTRUCTURING FUND CLASS Z	11/16/2005	12/19/2011	250,796.00	265,811.00	-15,015.00
100. DANAHER CORPORATION	02/01/2008	07/12/2011	5,330.00	3,764.00	1,566.00
400. DANAHER CORPORATION	01/26/2004	12/19/2011	18,498.00	9,308.00	9,190.00
1000. E M C CORP MASS	02/18/2005	03/08/2011	26,784.00	12,928.00	13,856.00
250. E M C CORP MASS	02/01/2008	07/12/2011	6,741.00	4,047.00	2,694.00
650. E M C CORP MASS	02/18/2005	11/01/2011	15,453.00	8,403.00	7,050.00
100. E M C CORP MASS	05/18/2006	11/01/2011	2,377.00	1,273.00	1,104.00
1000. E M C CORP MASS	05/18/2006	12/29/2011	21,546.00	12,730.00	8,816.00
50000. FEDERAL HOME LN MTG CALL 10/4/11 @100	05/24/2007	10/04/2011	50,000.00	49,971.00	29.00
50000. FEDERAL FARM CR BKS	05/30/2007	07/18/2011	50,000.00	50,552.00	-552.00
100. FREEPORT-MCMORAN COPP INC COM	02/01/2008	12/19/2011	3,639.00	4,588.00	-949.00
40. FREEPORT-MCMORAN COPPE COM	03/30/2007	12/19/2011	1,456.00	1,330.00	126.00
300. GENERAL ELEC CO	05/20/2004	07/12/2011	5,527.00	9,099.00	-3,572.00
150. GENERAL ELEC CO	12/10/2002	07/12/2011	2,764.00	3,861.00	-1,097.00

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

JOHN W BOYNTON FUND 04-6036706

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 300. GENERAL ELEC CO	12/10/2002	12/19/2011	5,048.00	7,722.00	-2,674.00
50. GOLDMAN SACHS GROUP IN	10/13/2010	12/19/2011	4,387.00	7,814.00	-3,427.00
350. HEWLETT PACKARD CO CO	02/16/2007	03/08/2011	14,736.00	14,926.00	-190.00
250. HEWLETT PACKARD CO CO	02/01/2008	05/13/2011	10,189.00	11,037.00	-848.00
50. HEWLETT PACKARD CO COM	02/16/2007	05/13/2011	2,038.00	2,132.00	-94.00
100. HONEYWELL INTERNATION	09/08/2010	12/19/2011	5,259.00	4,235.00	1,024.00
95. INTERNATIONAL BUSINESS	02/01/2008	12/19/2011	17,397.00	10,262.00	7,135.00
490. ISHARES BARCLAYS 1-3 FUND	06/30/2010	12/19/2011	41,407.00	41,214.00	193.00
1875. ISHARES SILVER TR		01/31/2011	23.00		23.00
1875. ISHARES SILVER TR		02/28/2011	21.00		21.00
1875. ISHARES SILVER TR		03/31/2011	27.00		27.00
1875. ISHARES SILVER TR		04/30/2011	32.00		32.00
500. ISHARES SILVER TR		05/31/2011	8.00		8.00
500. ISHARES SILVER TR		06/30/2011	7.00		7.00
1. ISHARES SILVER TR	06/30/2010	07/31/2011	8.00	4.00	4.00
500. ISHARES SILVER TR		07/31/2011	8.00		8.00
1. ISHARES SILVER TR	06/30/2010	08/31/2011	8.00	4.00	4.00
500. ISHARES SILVER TR		08/31/2011	8.00		8.00
1. ISHARES SILVER TR	06/30/2010	09/30/2011	8.00	5.00	3.00
500. ISHARES SILVER TR		09/30/2011	8.00		8.00
1. ISHARES SILVER TR	06/30/2010	10/31/2011	7.00	4.00	3.00
500. ISHARES SILVER TR		10/31/2011	7.00		7.00
500. ISHARES SILVER TR	06/30/2010	11/01/2011	15,891.00	9,087.00	6,804.00
250. J P MORGAN CHASE & CO	10/13/2010	12/19/2011	7,664.00	10,174.00	-2,510.00
300. MICROSOFT CORPORATION	09/09/2003	03/08/2011	7,726.00	8,586.00	-860.00

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

Schedule D-1 (Form 1041) 2011

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

JOHN W BOYNTON FUND

Employer identification number

04-6036706

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 500. MICROSOFT CORPORATION	09/15/2003	03/08/2011	12,877.00	14,235.00	-1,358.00
200. MICROSOFT CORPORATION	01/26/2004	03/08/2011	5,151.00	5,728.00	-577.00
500. MYLAN LABS INC	10/13/2010	12/19/2011	10,362.00	9,443.00	919.00
200. NESTLE S A SPONSORED	01/04/2007	07/12/2011	12,445.00	7,067.00	5,378.00
200. NESTLE S A SPONSORED	01/04/2007	11/01/2011	11,373.00	7,067.00	4,306.00
100. NIKE INC CL B	04/22/2009	07/12/2011	9,128.00	5,494.00	3,634.00
300. NIKE INC CL B	04/22/2009	12/19/2011	28,012.00	16,481.00	11,531.00
50. OCCIDENTAL PETROLEUM C	09/08/2010	11/01/2011	4,412.00	3,846.00	566.00
500. PRICE T ROWE GROUP IN	02/11/2010	12/19/2011	26,990.00	24,433.00	2,557.00
165. PROCTER & GAMBLE CO C	02/01/2008	12/19/2011	10,699.00	10,980.00	-281.00
575. SPDR GOLD TR GOLD SHS		01/05/2011	27.00		27.00
575. SPDR GOLD TR GOLD SHS		02/04/2011	26.00		26.00
575. SPDR GOLD TR GOLD SHS		03/03/2011	22.00		22.00
575. SPDR GOLD TR GOLD SHS		04/07/2011	26.00		26.00
575. SPDR GOLD TR GOLD SHS		05/09/2011	28.00		28.00
575. SPDR GOLD TR GOLD SHS		06/08/2011	28.00		28.00
1. SPDR GOLD TR GOLD SHS	06/30/2010	07/08/2011	14.00	11.00	3.00
575. SPDR GOLD TR GOLD SHS		07/08/2011	28.00		28.00
1. SPDR GOLD TR GOLD SHS	06/30/2010	08/10/2011	14.00	10.00	4.00
575. SPDR GOLD TR GOLD SHS		08/10/2011	29.00		29.00
1. SPDR GOLD TR GOLD SHS	06/30/2010	09/09/2011	16.00	11.00	5.00
1. SPDR GOLD TR GOLD SHS	08/23/2010	09/09/2011	16.00	11.00	5.00
575. SPDR GOLD TR GOLD SHS		09/09/2011	32.00		32.00
1. SPDR GOLD TR GOLD SHS	06/30/2010	10/13/2011	18.00	14.00	4.00
1. SPDR GOLD TR GOLD SHS	08/23/2010	10/13/2011	18.00	14.00	4.00

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

Schedule D-1 (Form 1041) 2011

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

04-6036706

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

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

97,479.00

Schedule D-1 (Form 1041) 2011

JOHN W BOYNTON FUND
04-6036706
Balance Sheet
12/31/2011

Bank of America 

Cusip	Asset	Units	Basis	Market Value
H84989104	TE CONNECTIVITY LTD	500.000	15,026.00	15,405.00
G1151C101	ACCENTURE PLC	150.000	8,105.25	7,984.50
988498101	YUM BRANDS INC	300.000	17,328.51	17,703.00
962166104	WEYERHAEUSER CO	700.000	11,553.50	13,069.00
949746NY3	WELLS FARGO & CO	50000.000	49,960.00	51,675.00
949746101	WELLS FARGO & CO	500.000	12,787.00	13,780.00
92343V104	VERIZON COMMUNICATIONS INC	500.000	18,355.10	20,060.00
922042858	VANGUARD MSCI EMERGING MKTS	3705.000	144,933.05	141,568.05
912828CJ7	UNITED STATES TREAS NT	25000.000	25,583.01	27,613.25
912828AJ9	UNITED STATES TREAS NT	50000.000	50,208.98	51,316.50
911312106	UNITED PARCEL SVC INC	200.000	14,274.50	14,638.00
88579Y101	3M CO	200.000	15,740.00	16,346.00
882508104	TEXAS INSTRS INC	625.000	16,702.87	18,193.75
87612E106	TARGET CORP	200.000	10,336.00	10,244.00
872540109	TJX COS INC NEW	270.000	12,577.35	17,428.50
857449AB8	ST STREET BK & TR DTD 9/24/2003	50000.000	51,005.00	55,643.50
854502101	STANLEY BLACK & DECKER INC	250.000	15,646.13	16,900.00
832696405	SMUCKER J M CO	200.000	15,444.00	15,634.00
806857108	SCHLUMBERGER LTD	200.000	13,255.00	13,662.00
78467Y107	SPDR S&P MIDCAP 400 ETF TR	1250.000	198,675.98	199,362.50
78463V107	SPDR GOLD TR	500.000	60,354.45	75,995.00
77956H104	ROWE T PRICE INTL FDS INC	3791.983	35,000.00	36,933.91
760759100	REPUBLIC SVCS INC	500.000	13,372.50	13,775.00
747525103	QUALCOMM INC	300.000	17,209.50	16,410.00
742718109	PROCTER & GAMBLE CO	250.000	15,988.16	16,677.50
72201P100	PIMCO GLOBAL MULTI-ASSET FUND	6824.386	75,000.00	73,362.15
718172109	PHILIP MORRIS INTL INC	300.000	18,344.31	23,544.00
717081103	PFIZER INC	1500.000	33,268.75	32,460.00
713448108	PEPSICO INC	150.000	10,622.25	9,952.50
693475105	PNC FINL SVCS GROUP INC	250.000	13,463.25	14,417.50
693390700	PIMCO TOTAL RETURN FUND	2264.493	25,000.00	24,615.04
674599105	OCCIDENTAL PETE CORP DEL	300.000	24,233.30	28,110.00
66987V109	NOVARTIS A G	300.000	16,933.44	17,151.00
641069406	NESTLE S A	350.000	13,392.05	20,211.80

JOHN W BOYNTON FUND
04-6036706
Balance Sheet
12/31/2011

Bank of America



Cusip	Asset	Units	Basis	Market Value
594918104	MICROSOFT CORP	500 000	13,052.50	12,980.00
50075N104	KRAFT FOODS INC	450.000	15,924.25	16,812.00
478160AQ7	JOHNSON & JOHNSON	50000.000	54,512.00	60,359.50
478160104	JOHNSON & JOHNSON	200.000	12,741.00	13,116.00
464288638	ISHARES	930.000	100,267.95	99,677.40
464287804	ISHARES S&P SMALLCAP 600 INDEX	825.000	50,593.13	56,347.50
464287465	ISHARES MSCI EAFE INDEX	500.000	28,852.50	24,765.00
464287457	ISHARES	1000 000	83,707.25	84,500.00
464287234	ISHARES MSCI EMERGING MKTS INDEX	1203.000	56,073.51	45,641.82
459200101	INTERNATIONAL BUSINESS MACHS	105.000	10,891.07	19,307.40
458140100	INTEL CORP	500.000	11,972.50	12,125.00
438516106	HONEYWELL INTL INC	300.000	12,703.50	16,305.00
437076102	HOME DEPOT INC	500.000	13,420.45	21,020.00
369550108	GENERAL DYNAMICS CORP	200.000	12,600.98	13,282.00
35671D857	FREEPORT-MCMORAN COPPER &	360.000	11,967.28	13,244.40
31359MA45	FEDERAL NATL MTG ASSN	50000.000	49,414.50	56,858.50
3134A4QD9	FEDERAL HOME LN MTG CORP	50000.000	51,279.00	51,349.00
3133XSAE8	FEDERAL HOME LN BKS	50000.000	51,776.90	52,844.00
3133XASA6	FEDERAL HOME LN BKS	50000.000	50,408.00	55,667.50
31331YPE4	FEDERAL FARM CR BKS	50000.000	50,797.00	54,745.50
31331XZB1	FEDERAL FARM CR BKS	75000.000	73,584.00	88,743.00
30231G102	EXXON MOBIL CORP	400.000	30,366.00	33,904.00
291011104	EMERSON ELEC CO	300.000	14,672.50	13,977.00
268648102	EMC CORP	1000.000	12,730.00	21,540.00
25271C102	DIAMOND OFFSHORE DRILLING INC	200.000	10,749.00	11,052.00
229899109	CULLEN FROST BANKERS INC	200.000	10,190.96	10,582.00
22544R305	CREDIT SUISSE COMMODITY-RETURN	10801.507	91,000.00	88,356.33
19765Y688	COLUMBIA SELECT LARGE CAP	6619.221	75,000.00	79,563.04
19765Y589	COLUMBIA SELECT SMALL CAP FUND	4941.584	81,259.98	76,792.22
19765P166	COLUMBIA STRATEGIC INVESTOR	7346.634	133,611.09	127,390.63
19765N468	COLUMBIA INTERMEDIATE BOND FUND	8883.548	81,639.80	82,439.33
19765H362	COLUMBIA SHORT TERM BOND FUND	24770.686	245,000.00	244,238.96
19763T889	COLUMBIA INCOME OPPORTUNITIES	3725.843	35,000.00	34,762.12
191216100	COCA COLA CO	200.000	13,521.00	13,994.00

JOHN W BOYNTON FUND
04-6036706
Balance Sheet
12/31/2011



Cusip	Asset	Units	Basis	Market Value
17275RAG7	CISCO SYS INC	50000.000	53,050.50	52,896.50
17275R102	CISCO SYS INC	1000.000	17,870.00	18,080.00
171232101	CHUBB CORP	300.000	20,089.50	20,766.00
10138MAG0	BOTTLING GROUP LLC	25000.000	25,283.25	28,962.25
09247X101	BLACKROCK INC	75.000	12,580.13	13,368.00
084664BD2	BERKSHIRE HATHAWAY FIN CORP	50000.000	52,152.50	52,592.00
075887109	BECTON DICKINSON & CO	150.000	10,629.75	11,208.00
071813109	BAXTER INTL INC	300.000	14,467.50	14,844.00
053015103	AUTOMATIC DATA PROCESSING INC	310.000	15,972.75	16,743.10
04315J506	ARTIO INTL EQUITY FUND	6951.654	225,973.33	157,246.41
03875R205	ARBITRAGE FUND	3837.299	50,000.00	50,268.62
037833100	APPLE INC	100.000	35,481.50	40,500.00
030420103	AMERICAN WTR WKS CO INC	500.000	15,611.00	15,930.00
009158106	AIR PRODS & CHEMS INC	150.000	12,348.75	12,778.50
002824100	ABBOTT LABS	325.000	16,661.37	18,274.75
00206RAQ5	AT&T INC	50000.000	51,621.00	53,893.50
Cash/Cash Equivalent		201482.660	201,482.66	201,482.66
Totals:			3,572,234.28	3,629,958.38