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NR

Form 990-PF

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

OMB No 1545-0052

Treated as a Private Foundation

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

2011

ENVELOPE
POSTMARK DATE NOV 15 2012SCANNED NOV 21 2012
Revenue

For calendar year 2011 or tax year beginning

, 2011, and ending

, 20

Name of foundation
HAVEN TRUSTA Employer identification number
04-6053996

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

Room/suite

ROOM 800

50 CONGRESS STREET

City or town, state, and ZIP code

BOSTON, MA 02109

G Check all that apply

Initial return

Final return

Address change

Initial return of a former public charity

Amended return

Name change

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 ► 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) ► \$ 42,748.

J Accounting method Cash Accrual
(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)
1 Contributions, gifts, grants etc received (attach schedule)	47,808			
2 Check ► <input 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	44	44		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a	89,923			
7 Capital gain net income (from Part IV, line 2)		70,243		
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	71,176	70,287		
13 Compensation of officers, directors, trustees, etc	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) ATCH 2	456	228		228
c Other professional fees (attach schedule) *	4,050	2,025		2,025
17 Interest				
18 Taxes (attach schedule) (see instructions) **	1,870			70
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 5	61	61		
24 Total operating and administrative expenses				
Add lines 13 through 23	6,437	2,314		2,323
25 Contributions, gifts, grants paid	81,950			81,950
26 Total expenses and disbursements Add lines 24 and 25	88,387	2,314	0	84,273
27 Subtract line 26 from line 12	-17,211			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		67,973		
c Adjusted net income (if negative, enter -0-)				

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NOV 16 2012

OGDEN, UT

Operating and Administrative Expenses

For Paperwork Reduction Act Notice, see instructions.

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* ATCH 3 JSA ** ATCH 4

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	821.	2,400.	2,400.
	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 6	42,582.	23,792.	40,348.
	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 ►)			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	43,403.	26,192.	42,748.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	0	0	
	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"/>				
Part III Analysis of Changes in Net Assets or Fund Balances	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	43,403.	26,192.	
	30	Total net assets or fund balances (see instructions)	43,403.	26,192.	
	31	Total liabilities and net assets/fund balances (see instructions)	43,403.	26,192.	

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	43,403.
2	Enter amount from Part I, line 27a	2	-17,211.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	26,192.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	26,192.

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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	70,244.	
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	-504.	

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	125,327.	93,923.	1.334359
2009	69,172.	108,591.	0.636996
2008	69,682.	252,504.	0.275964
2007	145,186.	406,789.	0.356907
2006	176,598.	456,961.	0.386462
2 Total of line 1, column (d)			2.990688
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			0.598138
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			91,195.
5 Multiply line 4 by line 3			54,547.
6 Enter 1% of net investment income (1% of Part I, line 27b)			680.
7 Add lines 5 and 6			55,227.
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			84,273.

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	680.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" 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-) . . .	3 4 5 6 7 8 9 10 11	2 3 4 5 6 7 8 9 10 11	680. 0 680. 1,208. 1,208. 1,208. 528. Refunded
3	Add lines 1 and 2 . . .			
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			
5	Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0- . . .			
6	Credits/Payments			
a	2011 estimated tax payments and 2010 overpayment credited to 2011 . . .	6a	1,208.	
b	Exempt foreign organizations - tax withheld at source . . .	6b	0	
c	Tax paid with application for extension of time to file (Form 8868) . . .	6c	0	
d	Backup withholding erroneously withheld . . .	6d	0	
7	Total credits and payments Add lines 6a through 6d . . .	7	1,208.	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . .	8	0	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . .	9	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . .	10	528.	
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ►	11	0	

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? . . .	1a	X
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)? . . .	1b	X
<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>			
1c	Did the foundation file Form 1120-POL for this year? . . .	1c	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? . . . <i>If "Yes," attach a detailed description of the activities</i>	2	X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . .	3	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . .	4a	X
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . .	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . <i>If "Yes," attach the statement required by General Instruction T</i>	5	X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . .	6	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> . . .	7	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> . . .	8b	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> . . .	9	X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . .	10	X

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	HAVEN TRUST	Telephone no ► 617-227-8660
Located at ► 50 CONGRESS STREET, ROOM 800, BOSTON, MA ZIP + 4 ► 02109		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► 15	
16	Yes	No X
See the instructions for exceptions and filing requirements for Form TD F 90-221. 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 checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input 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)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
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?	<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)	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?	<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?	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

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

5a	During the year did the foundation pay or incur any amount to					
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		<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)?				5b	
	Organizations relying on a current notice regarding disaster assistance check here ►					
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?		<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?					
	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?					

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 7		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
NONE		0

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 N/A	

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	1a	92,584.
b Average of monthly cash balances	1b	
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	92,584.
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	92,584.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,389.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	91,195.
6 Minimum investment return. Enter 5% of line 5	6	4,560.

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	4,560.
2a Tax on investment income for 2011 from Part VI, line 5	2a	680.
b Income tax for 2011 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	680.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	3,880.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	3,880.
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	3,880.

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	84,273.
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	84,273.
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	680.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	83,593.

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				3,880.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20 09 20 08 20 07				
3 Excess distributions carryover, if any, to 2011				
a From 2006	154,968.			
b From 2007	125,711.			
c From 2008	56,572.			
d From 2009	63,998.			
e From 2010	123,043.			
f Total of lines 3a through e	524,292.			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 84,273.				
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				3,880.
e Remaining amount distributed out of corpus	80,393.			
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	604,685.			
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)	154,968.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	449,717.			
10 Analysis of line 9				
a Excess from 2007	125,711.			
b Excess from 2008	56,572.			
c Excess from 2009	63,998.			
d Excess from 2010	123,043.			
e Excess from 2011	80,393.			

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

NOT APPLICABLE

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				4942(j)(3) or 4942(j)(5)																																		
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>Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>b 85% of line 2a</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>c Qualifying distributions from Part XII line 4 for each year listed</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>d Amounts included in line 2c not used directly for active conduct of exempt activities</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c</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	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					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					
Tax year	Prior 3 years			(e) Total																																			
	(a) 2011	(b) 2010	(c) 2009		(d) 2008																																		
Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed																																							
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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	<table border="1"> <tr> <td>"Assets" alternative test - enter</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>(1) Value of all assets</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>(2) Value of assets qualifying under section 4942(j)(3)(B)(i)</td> <td></td> <td></td> <td></td> <td></td> </tr> </table>				"Assets" alternative test - enter					(1) Value of all assets					(2) Value of assets qualifying under section 4942(j)(3)(B)(i)																								
"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	<table border="1"> <tr> <td>"Support" alternative test - enter</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>(1) Total support other than gross investment income (interest, dividends, rents payments on securities loans (section 512(a)(5)), or royalties)</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>(3) Largest amount of support from an exempt organization</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>(4) Gross investment income</td> <td></td> <td></td> <td></td> <td></td> </tr> </table>				"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														
"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))

GEORGE LEWIS

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

ATTACHMENT 8

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

USUAL

c Any submission deadlines

NONE

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

NONE

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
ATTACHMENT 9				
Total				81,950.
<i>b Approved for future payment</i>				
Total				► 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	
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	
4 Dividends and interest from securities			14	44.
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	23,324.
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)				23,368.
13 Total Add line 12, columns (b), (d), and (e)					23,368.

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

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

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 _____ 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

Sign Here	 Signature of officer or trustee	1/15/12	 Title	TRUSTEE	May the IRS discuss this return with the preparer shown below (see instructions)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
-----------	--	---------	---	---------	---	--

Form 990-PF (2011)

Schedule B
(Form 990, 990-EZ,
or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

OMB No 1545-0047

2011

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

Name of the organization

HAVEN TRUST

Employer identification number

04-6053996

Organization type (check one)

Filers of.

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc, purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year ► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization HAVEN TRUST

Employer identification number
04-6053996**Part I** Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	GEORGE LEWIS 50 CONGRESS STREET ROOM 800 BOSTON, MA 02109	\$ 47,808.	<input checked="" type="checkbox"/> Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>

Name of organization HAVEN TRUST

Employer identification number

04-6053996

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	BERKSHIRE HATHWAY INC.	\$ 47,808.	05/16/2011
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received

Name of organization HAVEN TRUST

Employer identification number

04-6053996

Part III *Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry*

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year (Enter this information once. See instructions) ► \$

Use duplicate copies of Part III if additional space is needed

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FIDUCIARY TRUST COMPANY	44.	44.
TOTAL	44.	44.

FORM 990PF, PART I - ACCOUNTING FEESATTACHMENT 2

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
PROFESSIONAL FEES	456.	228.	228.	228.
TOTALS	<u>456.</u>	<u>228.</u>	<u>228.</u>	<u>228.</u>

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
PROFESSIONAL FEES	4,050.	2,025.	2,025.
TOTALS	<u>4,050.</u>	<u>2,025.</u>	<u>2,025.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
COMM OF MA - FILING FEES FEDERAL INCOME TAX	70. 1,800.
TOTALS	<u>1,870.</u>

CHARITABLE
PURPOSES

70.
<u>70.</u>

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
<u>BANK FEES</u>	<u>61.</u>	<u>61.</u>
TOTALS	<u>61.</u>	<u>61.</u>

FORM 990PF, PART II - CORPORATE STOCKDESCRIPTION

CORPORATE STOCK

TOTALS

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>ENDING FMV</u>
CORPORATE STOCK	23,792.	40,348.
TOTALS	<u>23,792.</u>	<u>40,348.</u>

ATTACHMENT 6

HAVEN TRUST

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

04-6053996

ATTACHMENT 7

<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>
GEORGE LEWIS 50 CONGRESS STREET ROOM 800 BOSTON, MA 02109	TRUSTEE 1.00	0	0	0
WILLIAM THORNDIKE 50 CONGRESS STREET ROOM 800 BOSTON, MA 02109	TRUSTEE 1.00	0	0	0
	GRAND TOTALS	0	0	0

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

HAVEN TRUST-ATTN: GEORGE LEWIS
TELEPHONE NO. 617-227-8660
50 CONGRESS STREET, ROOM 800
BOSTON, MA 02109

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

ATTACHMENT 9

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

NONE
PUBLIC

SEE STATEMENT A

PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SUPPORT	81,950.
TOTAL CONTRIBUTIONS PAID	<u>81,950.</u>

SCHEDULE D
(Form 1041)Department of the Treasury
Internal Revenue Service**Capital Gains and Losses**

OMB No 1545-0092

2011

Name of estate or trust

HAVEN TRUST

Employer identification number

04-6053996

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				-504.
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				-504.

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				70,748.
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				()
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				70,748.

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

Schedule D (Form 1041) 2011

JSA

1F1210 2 000

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BOSTON - 04-6053996

PAGE 29

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		-504.
14	Net long-term gain or (loss):			
a	Total for year	14a		70,748.
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		70,244.

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?		
	<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?		
	<input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31	27	
	<input type="checkbox"/> No. Enter the smaller of line 17 or line 22	28	
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

Continuation Sheet for Schedule D (Form 1041)

2011

► 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
HAVEN TRUST

Employer identification number
04-6053996

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 -504.

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

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

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b 70,748.

Schedule D-1 (Form 1041) 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			
779.		.30 HELETT-PACKARD COM PROPERTY TYPE: SECURITIES 1,283.				P	09/30/2010 -504.	09/01/2011
47,501.		600. BERKSHIRE HATHAWAY INC. CL PROPERTY TYPE: SECURITIES 889.				P	07/09/1971 46,612.	05/17/2011
29,607.		80. APPLE COMPUTER INC COM PROPERTY TYPE: SECURITIES 11,598.				P	03/26/2008 18,009.	10/07/2011
6,930.		200. LIBERTY GLOBAL INC SER C PROPERTY TYPE: SECURITIES 3,754.				P	VAR 3,176.	10/07/2011
5,106.		500. FORD MOTOR COMPANY PROPERTY TYPE: SECURITIES 2,155.				P	04/09/2009 2,951.	12/20/2011
TOTAL GAIN(LOSS)							<u>70,244.</u>	

<u>EFFECT DATE</u>	<u>RECORD LOCATOR</u>	<u>SOURCE</u>	<u>DESCRIPTION</u>	GL ACCT NUMBER : 12000	OPENING BALANCE
					<u>DEBIT</u>
06/02/11	20110610M0201	M	AMERICAN RED CROSS CHARITABLE CONTRIBUTION		500.00
06/02/11	20110610M0202	M	BOSTON ATHENAEUM CHARITABLE CONTRIBUTION		500.00
06/02/11	20110610M0203	M	BOSTON PRESERVATION ALLIANCE CHARITABLE CONTRIBUTION		3,500.00
06/02/11	20110610M0204	M	BOSTON PUBLIC LIBRARY FOUNDATION CHARITABLE CONTRIBUTION		1,000.00
06/02/11	20110610M0205	M	CARE CHARITABLE CONTRIBUTION		100.00
06/02/11	20110610M0206	M	CHARLES RIVER SCHOOL CHARITABLE CONTRIBUTION		500.00
06/02/11	20110610M0207	M	CHILDREN'S HOSPITAL BOSTON CHARITABLE CONTRIBUTION		500.00
06/02/11	20110610M0208	M	CHILDREN'S HOSPITAL BOSTON SPECIAL CHARITABLE CONTRIBUTION		500.00
06/02/11	20110610M0209	M	CONSERVATION LAW FOUNDATION CHARITABLE CONTRIBUTION		500.00
06/02/11	20110613M0401	M	DISCOVERING JUSTICE CHARITABLE CONTRIBUTION		250.00
06/02/11	20110613M0402	M	DOCTOR'S WITHOUT BORDERS CHARITABLE CONTRIBUTION		5,000.00
06/02/11	20110613M0403	M	ENVIRONMENTAL DEFENSE CHARITABLE CONTRIBUTION		25.00
06/02/11	20110613M0404	M	ENVIRONMENTAL LEAGUE OF MASSACHUSETTS CHARITABLE CONTRIBUTION		250.00

CHARITABLE CONTRIBUTIONS			DESCRIPTION	GL ACCT NUMBER : 12000	OPENING BALANCE
EFFECT DATE	RECORD LOCATOR	SOURCE			DEBIT
06/02/11	20110613M0405	M	FARNSWORTH ART MUSEUM CHARITABLE CONTRIBUTION		50.00
06/02/11	20110613M0406	M	FENN SCHOOL CHARITABLE CONTRIBUTION		250.00
06/02/11	20110613M0407	M	GREENPEACE CHARITABLE CONTRIBUTION		50.00
06/02/11	20110613M0408	M	HISTORIC NEW ENGLAND CHARITABLE CONTRIBUTION		500.00
06/02/11	20110613M0409	M	HEALTH THROUGH FITNESS IN ORPHAN DISEASES FOUNDATION CHARITABLE FOUNDATION		500.00
06/02/11	20110613M0410	M	ISABELLA STEWART GARDNER MUSEUM CHARITABLE CONTRIBUTION		500.00
06/02/11	20110613M0411	M	MASS AUDUBON CHARITABLE CONTRIBUTION		100.00
06/02/11	20110613M0412	M	MASSACHUSETTS EYE AND EAR INSTITUTE CHARITABLE CONTRIBUTION		300.00
06/02/11	20110613M0413	M	MASSACHUSETTS HISTORICAL SOCIETY CHARITABLE CONTRIBUTION		5,000.00
06/02/11	20110613M0414	M	MORGAN MEMORIAL GOODWILL CHARITABLE CONTRIBUTION		200.00
06/02/11	20110613M0415	M	NATIONAL ARBOR DAY FOUNDATION CHARITABLE CONTRIBUTION		25.00
06/02/11	20110613M0416	M	PENOBSCOT MARINE MUSEUM CHARITABLE CONTRIBUTION		1,000.00
06/02/11	20110613M0417	M	SAILING FOUNDATION OF NY CHARITABLE CONTRIBUTION		1,000.00

<u>EFFECT DATE</u>	<u>CHARITABLE CONTRIBUTIONS</u>	<u>RECORD LOCATOR</u>	<u>SOURCE</u>	<u>DESCRIPTION</u>	<u>GL ACCT NUMBER :</u> 12000	<u>OPENING BALANCE :</u>
						<u>DEBIT</u>
06/02/11	20110613M0418	M	WGBH	CHARITABLE CONTRIBUTION		2,000.00
06/06/11	20110606M0201	M	PARKINSON'S DISEASE RESEARCH FUND IN MEMORY OF DANIEL S. GREGORY	CHARITABLE CONTRIBUTION	500.00	
06/09/11	20110610M0302	M	AMERICAN RED CROSS PIONEER VALLEY CHAP. SPRINGFIELD TORNADO AID		500.00	
07/18/11	20110718M0201	M	VINALHAVEN HISTORICAL SOCIETY	CHARITABLE CONTRIBUTION	50.00	
08/02/11	20110802M0101	M	CAMDEN PUBLIC LIBRARY	CHARITABLE CONTRIBUTION	1,000.00	
08/08/11	20110808M0202	M	NORTH HAVEN BAPTIST CHURCH	CHARITABLE CONTRIBUTION	1,000.00	
09/16/11	20110916M0401	M	PEABODY ESSEX LIBRARY COMMITTEE	CHARITABLE CONTRIBUTION	1,000.00	
10/17/11	20111031M0401	M	ALZHEIMER'S FUND	CHARITABLE CONTRIBUTION	1,000.00	
10/17/11	20111031M0402	M	AMERICAN FRIENDS FOR THE PRESERVATION OF CZECH CULTURE, INC.	CHARITABLE CONTRIBUTION	500.00	
10/17/11	20111031M0403	M	BOSTONIAN SOCIETY	CHARITABLE CONTRIBUTION	300.00	
10/17/11	20111031M0701	M	BOSTON SYMPHONY ORCHESTRA	CHARITABLE CONTRIBUTION	500.00	
10/17/11	20111031M0702	M	CERF	CHARITABLE CONTRIBUTION	250.00	
10/17/11	20111031M0703	M	CHARLES RIVER WATERSHED ASSOCIATION	CHARITABLE CONTRIBUTION	2,000.00	

<u>EFFECT DATE</u>	<u>CHARITABLE CONTRIBUTIONS</u>	<u>RECORD LOCATOR</u>	<u>SOURCE</u>	<u>DESCRIPTION</u>	<u>GL ACCT NUMBER</u> : 12000	<u>OPENING BALANCE</u> :
						<u>DEBIT</u>
10/17/11	20111031M0704	M	CH1 PSI EDUCATIONAL TRUST	CHARITABLE CONTRIBUTION		50.00
10/17/11	20111031M0705	M	DARE	CHARITABLE CONTRIBUTION		50.00
10/17/11	20111031M0706	M	DOVER CHURCH	CHARITABLE CONTRIBUTION		500.00
10/17/11	20111031M0707	M	FOREST HILLS EDUCATIONAL TRUST	CHARITABLE CONTRIBUTION		100.00
10/17/11	20111031M0708	M	FREELANCE PLAYERS	CHARITABLE CONTRIBUTION		250.00
10/17/11	20111031M0709	M	HERESHOFF MARINE MUSEUM	CHARITABLE CONTRIBUTION		250.00
10/17/11	20111031M0710	M	ISLAND INSTITUTE	CHARITABLE CONTRIBUTION		300.00
10/17/11	20111031M0711	M	ISLANDS COMMUNITY MEDICAL SERVICES	CHARITABLE CONTRIBUTION		500.00
10/17/11	20111031M0712	M	MAINE COAST HERITAGE TRUST	CHARITABLE CONTRIBUTION		1,000.00
10/17/11	20111031M0713	M	MAINE SEA COAST MISSION	CHARITABLE CONTRIBUTION		500.00
10/17/11	20111031M0714	M	MASSACHUSETTS HORTICULTURAL SOCIETY	CHARITABLE CONTRIBUTION		100.00
10/17/11	20111031M0715	M	MUSEUM INSTITUTE FOR TEACHING SCIENCE	CHARITABLE CONTRIBUTION		500.00
10/17/11	20111031M0716	M	MUSEUM OF FINE ARTS	CHARITABLE CONTRIBUTION		5,000.00
10/17/11	20111031M0717	M	MUSEUM OF SCIENCE	CHARITABLE CONTRIBUTION		5,000.00

CHARITABLE CONTRIBUTIONS				GL ACCT NUMBER : 12000	OPENING BALANCE :
EFFECT DATE	RECORD LOCATOR	SOURCE	DESCRIPTION		DEBIT
10/17/11	20111031M0718	M	MYSTICK SEAPORT MUSEUM CHARITABLE CONTRIBUTION		500.00
10/17/11	20111031M0719	M	NATICK VISITING NURSE ASSOCIATION CHARITABLE CONTRIBUTION		250.00
10/17/11	20111031M0720	M	NATURAL RESOURCES COUNCIL OF ME CHARITABLE CONTRIBUTION		5,000.00
10/17/11	20111031M0721	M	NEW FEDFORD WHALING MUSEUM CHARITABLE CONTRIBUTION		100.00
10/17/11	20111031M0722	M	NEW ENGLAND AQUARIUM CHARITABLE CONTRIBUTION		1,000.00
10/17/11	20111031M0723	M	NEW ENGLAND BAPTIST HOSPITAL CHARITABLE CONTRIBUTION		250.00
10/17/11	20111031M0724	M	NEW ENGLAND FORESTRY FOUNDATION CHARITABLE CONTRIBUTION		250.00
10/17/11	20111031M0725	M	NORTH BENNET STREET SCHOOL CHARITABLE CONTRIBUTION		250.00
10/17/11	20111031M0726	M	NORTH HAVEN ARTS & ENRICHMENT CHARITABLE CONTRIBUTION		200.00
10/17/11	20111031M0727	M	NORTH HAVEN CONSERVATION PARTNERS CHARITABLE CONTRIBUTION		200.00
10/17/11	20111031M0728	M	NORTH HAVEN FOUNDATION CHARITABLE CONTRIBUTION		200.00
10/17/11	20111031M0729	M	NORTH HAVEN HISTORICAL SOCIETY CHARITABLE CONTRIBUTION		1,000.00
10/17/11	20111031M0730	M	NORTH HAVEN LIBRARY, INC. CHARITABLE CONTRIBUTION		100.00
10/17/11	20111031M0731	M	NORTH HAVEN LIBRARY, INC. CHARITABLE CONTRIBUTION		100.00

<u>EFFECT DATE</u>	<u>CHARITABLE CONTRIBUTIONS</u>	<u>RECORD LOCATOR</u>	<u>SOURCE</u>	<u>DESCRIPTION</u>	<u>GL ACCT NUMBER</u> :	<u>120000</u>	<u>OPENING BALANCE</u> :
							<u>DEBIT</u>
10/17/11	20111031M0732	M		NORTH HAVEN SUMMER SERVICES CHARITABLE CONTRIBUTION			500.00
10/17/11	20111031M0733	M		OLD SOUTH MEETING HOUSE CHARITABLE CONTRIBUTION			50.00
10/17/11	20111031M0734	M		SALVATION ARMY CHARITABLE CONTRIBUTION			300.00
10/17/11	20111031M0735	M		SCHEPENS EYE RESEARCH INSTITUTE CHARITABLE CONTRIBUTION			100.00
10/17/11	20111031M0736	M		SEA EDUCATION ASSOCIATION CHARITABLE CONTRIBUTION			500.00
10/17/11	20111031M0737	M		SHERBORN COMMUNITY CENTER FOUADION CHARITABLE CONTRIBUTION			250.00
10/17/11	20111031M0738	M		SHERBORN HISTORICAL SOCIETY CHARITABLE CONTRIBUTION			50.00
10/17/11	20111031M1801	M		FRIENDS OF THE SHERBORN LIBRARY CHARITABLE CONTRIBUTION			100.00
10/17/11	20111031M1802	M		STEPHEN D. PAINE SCHOLARSHIP BOSTON ART DEALERS ASSOCIATION CHARITABLE CONTRIBUTION			1,000.00
10/17/11	20111031M1803	M		TRUSTEES OF RESERVATION, MGSF FUND CHARITABLE CONTRIBUTION			5,000.00
10/17/11	20111031M1804	M		UNICEF CHARITABLE CONTRIBUTION			1,000.00
10/17/11	20111031M1805	M		URBAN IMPROV CHARITABLE CONTRIBUTION			500.00
10/17/11	20111031M1806	M		USS CONSTITUTION MUSEUM CHARITABLE CONTRIBUTION			100.00

<u>EFFECT DATE</u>	<u>RECORD LOCATOR</u>	<u>SOURCE</u>	<u>DESCRIPTION</u>	GL ACCT NUMBER : 12000	OPENING BALANCE :
					<u>DEBIT</u>
10/17/11	20111031M1807	M	VINALHAVEN LAND TRUST CHARITABLE CONTRIBUTION		500.00
10/17/11	20111031M1808	M	WALKER HOME AND SCHOOL CHARITABLE CONTRIBUTION		2,500.00
10/17/11	20111031M1809	M	WENTWORTH INSTITUTE OF TECHNOLOGY CHARITABLE CONTRIBUTION		100.00
10/17/11	20111031M1810	M	WOODS HOLE OCEANOGRAPHIC INSTITUTE CHARITABLE CONTRIBUTION		400.00
10/17/11	20111031M1811	M	WORLD WILDLIFE FUND CHARITABLE CONTRIBUTION		50.00
10/17/11	20111107M0601	M			
10/17/11	20111107M0602	M			
10/17/11	201111227M0503	M	Reversal of duplicate entry for North Haven Library, Inc.		100.00
11/04/11	20111107M1201	M	ALZHEIMER'S ASSOCIATION MASSACHUSETTS CHARITABLE CONTRIBUTION		250.00
11/04/11	20111107M1202	M	AMERICAN CANCER SOCIETY CHARITABLE CONTRIBUTION		500.00
11/04/11	20111107M1203	M	ATLANTIC CHALLENGE CHARITABLE CONTRIBUTION		400.00
11/04/11	20111107M1204	M	CHARLES RIVER CONSERVANCY CHARITABLE CONTRIBUTION		50.00
11/04/11	20111107M1205	M	COUSTEAU SOCIETY CHARITABLE CONTRIBUTION		50.00
11/04/11	20111107M1206	M	CROSSROADS FOR KIDS CHARITABLE CONTRIBUTION		100.00

CHARITABLE CONTRIBUTIONS				GL ACCT NUMBER : 12000	OPENING BALANCE :	.00		
EFFECT DATE	RECORD LOCATOR	SOURCE	DESCRIPTION		DEBIT	CREDIT	CK NUM	VENDOR
11/04/11	20111107M1207	M	NEIGHBORHOOD HOUSE CHARTER SCHOOL CHARITABLE CONTRIBUTION		250.00			
11/04/11	20111107M1208	M	NEW ENGLAND CONSERVANCY OF MUSIC CHARITABLE CONTRIBUTION		300.00			
11/04/11	20111107M1209	M	PROJECT HOPE CHARITABLE CONTRIBUTION		200.00			
11/04/11	20111107M1210	M	TEEN CENTER CHARITABLE CONTRIBUTION		200.00			
11/04/11	20111107M1211	M	VINALHAVEN PUBLIC LIBRARY CHARITABLE CONTRIBUTION		50.00			
12/23/11	20111223M0501	M	THOMPSON ISLAND CHARITABLE DONATION		10,000.00	00271		
			BALANCE AS OF 12/31/11 :		81,950.00			