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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

PIERCE KATHARINE C UW

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

A Employer identification number

04-6095694

B Telephone number (see instructions)

(401) 278-6848

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) ► \$ 4,630,565. J Accounting method: Cash Accrual
 Other (specify) (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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					
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	92,017.				
7 Capital gain net income (from Part IV, line 2)		22,321.			
8 Net short-term capital gain			22,321.		
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. RECEIVED APR 17 2012 OSC	182,632	182,299.			21,707.
13 Compensation of officers, directors, trustees, etc.	54,267.	32,560.			
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					
18 Taxes (attach schedule) (see instructions)	4,396.	1,512.			
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)	870.				870.
24 Total operating and administrative expenses.					
Add lines 13 through 23	59,533.	34,072.			22,577.
25 Contributions, gifts, grants paid	187,565.				187,565.
26 Total expenses and disbursements. Add lines 24 and 25	247,098.	34,072.			210,142.
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	-64,466.				
b Net investment income (if negative, enter -0-)		148,227.			
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see instructions.

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Form 990-PF (2011)

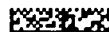
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Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing		NONE	NONE	
	2 Savings and temporary cash investments		96,665.	99,758.	99,758.
	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)		NONE	NONE	NONE
	b Investments - corporate stock (attach schedule)		3,666,549.	3,602,687.	4,530,807.
	c Investments - corporate bonds (attach schedule)		NONE	NONE	NONE
	11 Investments - land, buildings, and equipment basis ►	NONE			
	Less accumulated depreciation (attach schedule) ►		NONE	NONE	
	12 Investments - mortgage loans		NONE	NONE	
	13 Investments - other (attach schedule)		NONE	NONE	
	14 Land, buildings, and equipment basis		NONE	NONE	NONE
	Less accumulated depreciation (attach schedule) ►				
	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)		3,763,214.	3,702,445.	4,630,565.
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		3,763,214.	3,702,445.	
	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)		3,763,214.	3,702,445.	
	31 Total liabilities and net assets/fund balances (see instructions)		3,763,214.	3,702,445.	

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	3,763,214.
2 Enter amount from Part I, line 27a	2	-64,466.
3 Other increases not included in line 2 (itemize) ► SEE STATEMENT 5	3	3,697.
4 Add lines 1, 2, and 3	4	3,702,445.
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	3,702,445.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 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 75,000.		69,696.	5,304.		
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			5,304.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	$\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right.$		2	22,321.	
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	207,233.	4,456,336.	0.04650300157
2009	243,834.	3,964,354.	0.06150661621
2008	268,665.	4,838,911.	0.05552178992
2007	310,322.	5,753,782.	0.05393356926
2006	284,144.	5,487,088.	0.05178411573
2 Total of line 1, column (d)			2 0.26924909269
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 0.05384981854
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 4,741,450.
5 Multiply line 4 by line 3			5 255,326.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,482.
7 Add lines 5 and 6			7 256,808.
8 Enter qualifying distributions from Part XII, line 4			8 210,142.

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	2,965.
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	2,965.
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	2,965.
6	Credits/Payments			
a	2011 estimated tax payments and 2010 overpayment credited to 2011 . . .	6a	2,536.	
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	2,536.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . .		8	4.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . .		9	433.
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	NONERefunded

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
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . .	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>		
c	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 ► <u>N/A</u>		
14	PRIVATE BANK TAX SERVICES	Telephone no. ► (401) 278-6848
Located at ► <u>PO BOX 1802, PROVIDENCE, RI</u> ZIP + 4 ► <u>02901-1802</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► <u>15</u>	
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.		
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 ► <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? <input type="checkbox"/>	
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 ► <u> </u>	
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.) <input type="checkbox"/>	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► <u> </u>	
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) <input type="checkbox"/>	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	
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? <input type="checkbox"/>	


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)?			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
SEE STATEMENT 6		54,267.	-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		NONE	NONE	NONE

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

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
1NONE	

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
1NONE	

2	

All other program-related investments. See instructions	
3NONE	

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	4,758,022.
b Average of monthly cash balances	1b	55,633.
c Fair market value of all other assets (see instructions)	1c	NONE
d Total (add lines 1a, b, and c)	1d	4,813,655.
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	4,813,655.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	72,205.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,741,450.
6 Minimum investment return. Enter 5% of line 5	6	237,073.

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	237,073.
2a Tax on investment income for 2011 from Part VI, line 5	2a	2,965.
b Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	2,965.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	234,108.
4 Recoveries of amounts treated as qualifying distributions	4	NONE
5 Add lines 3 and 4	5	234,108.
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	234,108.

Part XII Qualifying Distributions (see instructions)

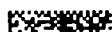
1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	210,142.
b Program-related investments - total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly 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	210,142.
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	210,142.

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				234,108.
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 20			NONE	
3 Excess distributions carryover, if any, to 2011:				
a From 2006	15,513.			
b From 2007	26,520.			
c From 2008	29,143.			
d From 2009	49,990.			
e From 2010	NONE			
f Total of lines 3a through e	121,166.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 210,142.				
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				210,142.
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))		23,966.		23,966.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	97,200.			
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	97,200.			
10 Analysis of line 9				
a Excess from 2007	18,067.			
b Excess from 2008	29,143.			
c Excess from 2009	49,990.			
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

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	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).)

N/A

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

N/A

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

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

**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 7				
Total			► 3a	187,565.
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	160,311.	
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	22,321.	
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)					182,632.	
13 Total. Add line 12, columns (b), (d), and (e)					13	182,632.

Part XVI B Relationships of Activities to the Accomplishment of Exempt Purposes

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.)

NOT APPLICABLE

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:	1a(1)	X
(1)	Cash	1a(2)	X
(2)	Other assets	1b(1)	X
b	Other transactions:	1b(2)	X
(1)	Sales of assets to a noncharitable exempt organization	1b(3)	X
(2)	Purchases of assets from a noncharitable exempt organization	1b(4)	X
(3)	Rental of facilities, equipment, or other assets	1b(5)	X
(4)	Reimbursement arrangements	1b(6)	X
(5)	Loans or loan guarantees	1c	X
(6)	Performance of services or membership or fundraising solicitations		
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		
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

(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

03/28/2012

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
AFLAC INC	923.	923.
AMERICAN EXPRESS CO	1,080.	1,080.
ANADARKO PETROLEUM CORP	648.	648.
ARTIO GLOBAL HIGH INCOME FUND CL I	5,710.	5,710.
BEAM INC COM	95.	95.
BLAIR WILLIAM FUNDS INTL SMALL CAP GROWTH	654.	654.
CISCO SYSTEMS INCORPORATED	324.	324.
COLUMBIA ACORN FUND CLASS Z SHARES	236.	236.
COLUMBIA VALUE AND RESTRUCTURING FUND CL	3,796.	3,796.
DISNEY WALT CO	800.	800.
ECOLAB INCORPORATED	1,050.	1,050.
EMERSON ELEC CO	2,153.	2,153.
EXXON MOBIL CORPORATION	2,220.	2,220.
FIFTH THIRD BANCORP COM	336.	336.
FORTUNE BRANDS INC	285.	285.
FRONTIER COMMUNICATIONS CORP COM	275.	61.
GENERAL ELEC CO	1,740.	1,740.
HOME DEPOT INC	2,288.	2,288.
ILLINOIS TOOL WORKS INCORPORATED	2,070.	2,070.
INTEL CORPORATION	1,878.	1,878.
INTERMEDIATE TERM TAXABLE BOND FD	38,836.	38,717.
INTERNATIONAL BUSINESS MACHS	1,450.	1,450.
ISHR MSCI EAFE INDEX FUND	9,945.	9,945.
ISHARES S&P SMALLCAP 600 INDEX FUND	1,498.	1,498.
JOHNSON & JOHNSON	2,700.	2,700.
LAZARD FUNDS INC EMERGING MKTS PORTFOLIO	5,592.	5,592.
MEDTRONIC INC	1,403.	1,403.
MICROSOFT CORPORATION	1,496.	1,496.
NEWS CORP CL A	510.	510.
NOVARTIS AG ADR	1,182.	1,182.
PEPSICO INCORPORATED	1,592.	1,592.
PFIZER INC	788.	788.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PIMCO COMMODITY REALRETURN STRATEGY FUND	39,693.	39,693.
PIMCO EMERGING MKT CURRENCY FUND INSTL	795.	795.
PROCTER & GAMBLE CO COM	3,085.	3,085.
ROWE T PRICE INTL FUNDS INC INTL BD FUND	3,049.	3,049.
SPDR DJ WILSHIRE REIT ETF	5,321.	5,321.
SPDR S&P MIDCAP 400 ETF TR UNIT SER 1 ST	1,717.	1,717.
SCHLUMBERGER LIMITED	1,248.	1,248.
STRYKER CORP	936.	936.
SYSSCO CORPORATION	1,560.	1,560.
TARGET CORP	825.	825.
VERIZON COMMUNICATIONS	2,993.	2,993.
WAL-MART STORES INCORPORATED	2,096.	2,096.
WELLS FARGO COMPANY	1,440.	1,440.
TOTAL	160,311.	159,978.



FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	179.	179.
FEDERAL TAX PAYMENT - PRIOR YE	348.	
FEDERAL ESTIMATES - PRINCIPAL	2,536.	
FOREIGN TAXES ON QUALIFIED FOR	1,224.	1,224.
FOREIGN TAXES ON NONQUALIFIED	109.	109.
TOTALS	4,396.	1,512.

[REDACTED]

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
OTHER ALLOCABLE EXPENSE-PRINCI OTHER ALLOCABLE EXPENSE-INCOME	800. 70.	800. 70.
TOTALS	870.	870.



PIERCE KATHARINE C UW

04-6095694

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

DESCRIPTION	AMOUNT
-----	-----
CTF ADJUSTMENT	3,697.
TOTAL	3,697.
=====	=====

STATEMENT 5



PIERCE KATHARINE C UW

04-6095694

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

47,991.

OFFICER NAME:

WILLIAM A TRUSLOW

ADDRESS:

ONE INTERNATIONAL PLACE
BOSTON, MA 02110

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION

6,276.

TOTAL COMPENSATION:

54,267.

=====

PIERCE KATHARINE C UW
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:

PLEASE SEE ATTACHED

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT NAMED ORGANIZATION

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 187,565.

TOTAL GRANTS PAID:

187,565.

=====

**FORM 990PF, Part XV, Ln. 3:
Grants Paid Attachment to return :
KATHERINE PIERCE C UW**

Posting Date	Amount	Distribution	Relationship to substantial contributor	Purpose	Foundation Status of Recipient
2/9/2011	-5000	CAMBRIDGE AT HOME, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-1450	MYSTIC VALLEY ELDER SERVICES INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-1450	SOUTHWEST BOSTON SENIOR SERVICES	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-1450	GREATER LYNN SENIOR SERVICES INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-1265	BAY PATH ELDER SERVICES	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-2585	BOSTON SENIOR HOME CARE	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-1980	BRISTOL ELDER SERVICES, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-6765	CENTRAL BOSTON ELDER SERVICES	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-1870	COASTLINE ELDERLY SERVICES, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-1925	ELDER SERVICES BERKSHIRE COUNTY	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-5610	ELDER SERVICES MERRIMACK VALLEY	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-2310	ELDER SERVICES WORCESTER AREA	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-1375	SOUTHWEST BOSTON SENIOR SERVICES	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-2255	FRANKLIN COUNTY HOME CARE CORP	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-1485	GREATER LYNN SENIOR SERVICES	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-2145	HEALTH & SOCIAL SERVICES CONSORT	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-5390	HIGHLAND VALLEY ELDER SERVICES	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-3245	MINUTEMAN SENIOR SERVICES	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-5280	MYSTIC VALLEY ELDER SERVICES	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-4675	NORTH SHORE ELDER SERVICES	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-3080	OLD COLONY ELDER SERVICES	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-6490	SOMERVILLE-CAMBRIDGE ELDER SERV	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/9/2011	-4345	SPRINGWELL, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/10/2011	-2090	TRI-VALLEY ELDER SERVICES, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/10/2011	-3025	WESTMASS ELDERCARE, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/11/2011	-2420	ELDER SERVICES OF CAPE COD	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/11/2011	-2915	GR. SPRINGFIELD SENIOR SERVICES	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/11/2011	-1485	MONTACHUSETT HOME CARE CORP	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/11/2011	-1925	SENIORCARE, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
2/11/2011	-2750	SOUTH SHORE ELDER SERVICES	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-1045	BAYPATH ELDER SERVICES, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-2585	BOSTON SENIOR HOME CARE	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-1540	BRISTOL ELDER SERVICES, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-8545	CENTRAL BOSTON ELDER SERVICES	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-1870	COASTLINE ELDERLY SERVICES, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-1925	ELDER SERVICES OF BERKSHIRE CTY	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-2420	ELDER SERVICES OF CAPE COD	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-5610	ELDER SERVICES MERRIMACK VALLEY	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-1760	ELDER SERVICES OF WORCESTER AREA	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-1540	CHELSEA REVERE WINTHROP HOMECARE	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-2530	SOUTHWEST BOSTON SENIOR SERVICES	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-2255	FRANKLIN COUNTY HOME CARE CORP	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-2695	GREATER LYNN SENIOR SERVICES	NONE	SUPPORT NAMED ORGANIZATION	N/A

8/9/2011	-2915 GR SPRINGFIELD SENIOR SERVICES	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-2080 HLTH & SOCIAL SRVCS CONSORTIUM	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-5390 HIGHLAND VALLEY ELDER SERVICES	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-1540 MINUTEMAN SENIOR SERVICES	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-1375 MONTACHUSSETT HOME CARE CORP	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-6600 MYSTIC VALLEY ELDER SERVICES	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-4180 NORTH SHORE ELDER SERVICES, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-2695 OLD COLONY ELDERLY SERVICES, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-1595 SENIORCARE, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-6490 SOMERVILLE-CAMBRIDGE ELDER SRVCS	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-835 SOUTH SHORE ELDER SERVICES, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-4345 SPRINGWELL, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-2035 TRI-VALLEY ELDER SERVICES, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-3025 WESTMASS ELDERCARE, INC	NONE	SUPPORT NAMED ORGANIZATION	N/A
8/9/2011	-3000 MASS HOME CARE	NONE	SUPPORT NAMED ORGANIZATION	N/A
1/22/2011	-15000 BEACON HILL VILLAGE	NONE	SUPPORT NAMED ORGANIZATION	N/A

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

Employer identification number

04-6095694

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	
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	711.
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	711.

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 LONG-TERM CAPITAL GAIN DIVIDENDS					9 , 869 .

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	5,304.
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	6,437.
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	()
2 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	21,610.

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

Schedule D (Form 1041) 2011

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		711.
14	Net long-term gain or (loss):			
a	Total for year	14a		21,610.
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		22,321.

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:	16	()
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.

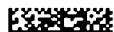
Caution: Skip this part and complete the Schedule D Tax Worksheet in the instructions if:

- 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	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



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

04-6095694

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

5,304.00

Schedule D-1 (Form 1041) 2011

PIERCE KATHARINE C UW
04-6095694
Balance Sheet
12/31/2011



Cusip	Asset	Units	Basis	Market Value
98956P102	ZIMMER HLDGS INC	750.000	21,282.93	40,065.00
949746101	WELLS FARGO & CO	3000.000	32,302.50	82,680.00
931142103	WAL-MART STORES INC	1500.000	69,990.62	89,640.00
92343V104	VERIZON COMMUNICATIONS INC	1525.000	35,907.89	61,183.00
87612E106	TARGET CORP	750.000	40,458.75	38,415.00
871829107	SYSCO CORP	1500.000	1,140.24	43,995.00
863667101	STRYKER CORP	1300.000	32,656.00	64,623.00
806857108	SCHLUMBERGER LTD	1300.000	31,167.50	88,803.00
78467Y107	SPDR S&P MIDCAP 400 ETF TR	1002.000	80,769.84	159,808.98
78464A607	SPDR	2619.000	150,232.85	168,663.60
77956H104	ROWE T PRICE INTL FDS INC	6429.278	65,000.00	62,621.17
742718109	PROCTER & GAMBLE CO	1500.000	75,072.50	100,065.00
72201F409	PIMCO EMERGING MKT CURRENCY	4495.504	44,917.55	44,550.44
722005667	PIMCO COMMODITY REALRETURN	18564.356	150,000.00	121,410.89
717081103	PFIZER INC	985 000	17,252.28	21,315.40
713448108	PEPSICO INC	800.000	18,044.93	53,080.00
66987V109	NOVARTIS A G	500.000	27,779.50	28,585.00
65248E104	NEWS CORP	3000.000	46,110.00	53,520.00
594918104	MICROSOFT CORP	2200.000	36,276.00	57,112.00
585055106	MEDTRONIC INC	1500.000	62,447.50	57,375.00
52106N889	LAZARD EMERGING MKTS EQUITY	8717.032	155,303.79	146,446.14
478160104	JOHNSON & JOHNSON	1200.000	30,398.50	78,696.00
464287804	ISHARES S&P SMALLCAP 600 INDEX	2142.000	100,725.04	146,298.60
464287465	ISHARES MSCI EAFE INDEX	5343.000	324,688.56	264,638.79
459200101	INTERNATIONAL BUSINESS MACHS	500.000	42,268.43	91,940.00
45899T998	INTERMEDIATE TERM TAXABLE BOND	68808.415	904,701.32	903,027.88
458140100	INTEL CORP	2400.000	43,181.25	58,200.00
452308109	ILLINOIS TOOL WKS INC	1500.000	43,052.50	70,065.00
437076102	HOME DEPOT INC	2200.000	22,161.34	92,488.00
369604103	GENERAL ELEC CO	3000.000	35,153.57	53,730.00
35906A108	FRONTIER COMMUNICATIONS CORP	366.000	2,323.15	1,884.90
34964C106	FORTUNE BRANDS HOME & SEC INC	500.000	8,210.03	8,515.00
316773100	FIFTH THIRD BANCORP	1600.000	21,762.37	20,352.00
30231G102	EXXON MOBIL CORP	1200.000	39,162.84	101,712.00

PIERCE KATHARINE C UW
04-6095694
Balance Sheet
12/31/2011



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