Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation: GOODING G L IND DTD 5 10 50

A Employer identification number: 04-6095797

Number and street (or P O box number if mail is not delivered to street address): P O BOX 1802 | Room/suite:

B Telephone number (see instructions): (888) 866-3275

City or town, state, and ZIP code: PROVIDENCE, RI 02901-1802

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization: [X] 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)* ▶ $ 624,618.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) ____ *(Part I, column (d) must be on cash basis)*

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ [X] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	24,809.	24,809.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	44,311.			
	b Gross sales price for all assets on line 6a 270,488.				
	7 Capital gain net income (from Part IV, line 2)		44,311.		
	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)	11.			STMT 2
	12 **Total.** Add lines 1 through 11	69,131.	69,120.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	6,854.	4,112.		2,741.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) STMT 3	31,706.	NONE	NONE	31,706.
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	598.	378.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 5	35.			35.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	39,193.	4,490.	NONE	34,482.
	25 Contributions, gifts, grants paid	14,000.			14,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	53,193.	4,490.	NONE	48,482.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	15,938.			
	b **Net investment income** (if negative, enter -0-)		64,630.		
	c **Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		NONE	
	2 Savings and temporary cash investments	23,242.	21,859.	21,859.
	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
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)		NONE	NONE
	b Investments - corporate stock (attach schedule) STMT 6	590,536.	608,671.	602,759.
	c Investments - corporate bonds (attach schedule)		NONE	NONE
	11 Investments - land, buildings, and equipment basis ▶ NONE			
	Less accumulated depreciation (attach schedule) ▶		NONE	
	12 Investments - mortgage loans		NONE	
	13 Investments - other (attach schedule)		NONE	NONE
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)		NONE	NONE
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	613,778.	630,530.	624,618.
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 ▶ ☐ 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. ▶ X			
	27 Capital stock, trust principal, or current funds	613,778.	630,530.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds		NONE	
	30 **Total net assets or fund balances** (see instructions)	613,778.	630,530.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	613,778.	630,530.	

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	613,778.
2	Enter amount from Part I, line 27a	2	15,938.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	814.
4	Add lines 1, 2, and 3	4	630,530.
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	630,530.

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	262,128.		226,177.	35,951.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				35,951.
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** 44,311.

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? [X] 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			
2009			
2008			
2007			
2006			

2 **Total** of line 1, column (d) **2**

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**

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 . . . . . **4**

5 Multiply line 4 by line 3 . . . . . **5**

6 Enter 1% of net investment income (1% of Part I, line 27b) **6**

7 Add lines 5 and 6 . . . . . **7**

8 Enter qualifying distributions from Part XII, line 4 . . . . . **8**

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	1,293.
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	1,293.
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	1,293.
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 1,293.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	1,293.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ ________ (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? *If "Yes," attach a detailed description of the activities*	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? *If "Yes," attach a conformed copy of the changes*	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? *If "Yes," attach the statement required by General Instruction T*	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? *If "Yes," complete Part II, col (c), and Part XV*	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 *General Instruction G? If "No," attach explanation*	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)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ US TRUST FIDUCIARY TAX SERVICES Telephone no ▶ (888)866-3275

Located at ▶ PO BOX 1802, PROVIDENCE, RI ZIP + 4 ▶ 02901-1802

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☒ Yes ☐ No			
	If "Yes," list the years ▶ ________ , ________ , 2008 , 2007			
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		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ________ , ________ , ________ , ________			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . [ ] Yes [X] No		
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . . . [ ] Yes [X] No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . [ ] Yes [X] No		
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) . . . . . [ ] Yes [X] No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . [ ] Yes [X] 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? . . . . . [ ] Yes [ ] No		
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . . [ ] Yes [X] No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b		X
	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? . . [ ] Yes [X] No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		6,854.	-0-	-0-

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		NONE	NONE	NONE

Total number of other employees paid over $50,000 . . . . . ▶ NONE

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
SEE STATEMENT 10		NONE
Total number of others receiving over $50,000 for professional services . . . . ▶		NONE

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 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 N/A	
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	669,603.
b	Average of monthly cash balances	1b	13,269.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	682,872.
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	682,872.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	10,243.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	672,629.
6	**Minimum investment return.** Enter 5% of line 5	6	33,631.

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	33,631.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,293.		
b	Income tax for 2011. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,293.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	32,338.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	32,338.
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	32,338.

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	48,482.
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	48,482.
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	48,482.

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

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Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7				32,338.
2	Undistributed income, if any, as of the end of 2011				
a	Enter amount for 2010 only			31,092.	
b	Total for prior years 20 09 ,20 08 ,20 07		34,299.		
3	Excess distributions carryover, if any, to 2011				
a	From 2006 NONE				
b	From 2007 NONE				
c	From 2008 NONE				
d	From 2009 NONE				
e	From 2010 NONE				
f	**Total** of lines 3a through e	NONE			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 48,482.				
a	Applied to 2010, but not more than line 2a			31,092.	
b	Applied to undistributed income of prior years (Election required - see instructions)		17,390.		
c	Treated as distributions out of corpus (Election required - see instructions)	NONE			
d	Applied to 2011 distributable amount				NONE
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).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b	Prior years' undistributed income Subtract line 4b from line 2b		16,909.		
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		16,909.		
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				32,338.
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	NONE			
10	Analysis of line 9				
a	Excess from 2007 NONE				
b	Excess from 2008 NONE				
c	Excess from 2009 NONE				
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)

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2a 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					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

NONE

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

NONE

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

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

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

SEE STATEMENT 11

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 12				
Total . . . . ▶ 3a				14,000.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
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	24,809.	
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	44,311.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b FEDERAL TAX REFUND			1	11.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				69,131.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 69,131.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

			Yes	No
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?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee	Date	Title
[signature]	09/26/2012	SVP Tax

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 ☐ 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
INVESCO INTL GROWTH FUND CL Y	308.	308.
ARTIO GLOBAL HIGH INCOME FUND CL I	954.	954.
COLUMBIA ACORN FUND CLASS Z SHARES	80.	80.
COLUMBIA ACORN INTERNATIONAL FUND CL Z	284.	284.
COLUMBIA SMALL CAP VALUE I FUND CLASS Z	496.	496.
EATON VANCE LARGE-CAP VALUE FUND CL I	1,987.	1,987.
HARBOR INTERNATIONAL FUND INSTL CL	557.	557.
JOHN HANCOCK FDS III DISCIPLINED VALUE M	119.	119.
LAZARD FUNDS INC EMERGING MKTS PORTFOLIO	2,661.	2,661.
NATIXIS FDS TR IV AEW REAL ESTATE FD CL	183.	183.
PIMCO TOTAL RETURN FUND INSTL	4,130.	4,130.
PIMCO COMMODITY REALRETURN STRATEGY FUND	12,768.	12,768.
PIMCO EMERGING MKT CURRENCY FUND INSTL	108.	108.
ROWE T PRICE INTL FUNDS INC INTL BD FUND	160.	160.
BANK OF AMERICA MONEY MARKET SAVINGS ACC	14.	14.
TOTAL	24,809.	24,809.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
FEDERAL TAX REFUND		11.
	TOTALS	11.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES- CHARITABLE PURPOSE	31,706.			31,706.
TOTALS	31,706.	NONE	NONE	31,706.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX PAYMENT - PRIOR YE	220.	
FOREIGN TAXES ON QUALIFIED FOR	319.	319.
FOREIGN TAXES ON NONQUALIFIED	59.	59.
TOTALS	598.	378.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
OTHER ALLOCABLE EXPENSE-INCOME	35.	35.
TOTALS	35.	35.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION

PLEASE SEE ATTACHED

TOTALS

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

DESCRIPTION		AMOUNT
CTF ADJUSTMENT		814.
	TOTAL	814.

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: 1
COMPENSATION .... 6,854.
COMPENSATION EXPLANATION:
PLEASE SEE ATTACHED

TOTAL COMPENSATION: 6,854.

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

EMPLOYEE NAME:
NONE

STATEMENT 9

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

NAME:
NONE

RECIPIENT NAME:
PLYMOUTH NORTH HIGH SCHOOL
ADDRESS:
41 OBERY ST -GUIDANCE DEPT.
PLYMOUTH, MA 02360
FORM, INFORMATION AND MATERIALS:
APPLICATION
SUBMISSION DEADLINES:
12/31
RESTRICTIONS OR LIMITATIONS ON AWARDS:
PLYMOUTH HIGH SCHOOL GRADUATE.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
PLEASE SEE ATTACHED
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS NAMED ORGANIZATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 14,000.

TOTAL GRANTS PAID: 14,000.

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2011

Name of estate or trust: GOODING G L IND DTD 5 10 50

Employer identification number: 04-6095797

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	-290.
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	-290.

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					8,360.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	36,241.
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	44,601.

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

Part III Summary of Parts I and II
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-290.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			44,601.
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			44,311.

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

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

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

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero
Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if.*
- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

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

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

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2011

Name of estate or trust: GOODING G L IND DTD 5 10 50

Employer identification number: 04-6095797

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 115.378 INVESCO INTL GROWT	09/30/2011	11/30/2011	3,025.00	2,783.00	242.00
3.885 ARTIO GLOBAL HIGH IN I	02/28/2011	05/16/2011	41.00	41.00	
8.083 ARTIO GLOBAL HIGH IN I	02/28/2011	06/07/2011	85.00	85.00	
20.637 COLUMBIA MARSICO IN OPPORTUNITIES FD CLASS Z SH	05/16/2011	06/07/2011	247.00	245.00	2.00
53.055 COLUMBIA MARSICO IN OPPORTUNITIES FD CLASS Z SH	05/16/2011	09/30/2011	502.00	630.00	-128.00
97.792 COLUMBIA MARSICO IN OPPORTUNITIES FD CLASS Z SH	08/31/2011	09/30/2011	926.00	1,050.00	-124.00
13.203 COLUMBIA SMALL CAP FUND CLASS Z SHARES	06/07/2011	07/29/2011	445.00	443.00	2.00
19.196 COLUMBIA SELECT SMA CLASS Z SHARES	06/07/2011	07/29/2011	326.00	327.00	-1.00
3.262 HARBOR INTERNATIONAL CL	05/16/2011	06/07/2011	210.00	208.00	2.00
23.096 JOHN HANCOCK FDS II DISCIPLINED VALUE MID CAP F	03/31/2011	05/16/2011	287.00	285.00	2.00
39.021 LAZARD FUNDS INC EM PORTFOLIO INSTL	05/16/2011	06/07/2011	843.00	831.00	12.00
57.63 PIMCO TOTAL RETURN F	11/30/2010	05/16/2011	636.00	662.00	-26.00
780.098 PIMCO TOTAL RETURN	11/30/2010	06/07/2011	8,628.00	8,963.00	-335.00
89.444 PIMCO COMMODITY REA STRATEGY FUND	05/16/2011	06/07/2011	865.00	826.00	39.00
6.557 PIMCO EMERGING MKT C INSTL	05/16/2011	06/07/2011	73.00	72.00	1.00
13.24 PIMCO EMERGING MKT C INSTL	11/30/2010	06/07/2011	148.00	137.00	11.00
16.869 ROWE T PRICE INTL F INTL BD FUND	05/16/2011	06/07/2011	177.00	173.00	4.00
61.186 ROWE T PRICE INTL F INTL BD FUND	11/30/2010	11/30/2011	609.00	602.00	7.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -290.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: GOODING G L IND DTD 5 10 50

Employer identification number: 04-6095797

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

(a) Description of property (Example. 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 416.769 ARTIO GLOBAL HIGH CL I	12/23/2009	11/30/2011	3,913.00	4,238.00	-325.00
71.038 COLUMBIA ACORN FUND SHARES	03/18/2010	05/16/2011	2,269.00	1,880.00	389.00
6.637 COLUMBIA ACORN INTER FUND CL Z	12/29/2009	05/16/2011	278.00	227.00	51.00
5.86 COLUMBIA ACORN INTERN CL Z	12/29/2009	06/07/2011	249.00	201.00	48.00
64.665 COLUMBIA ACORN INTE FUND CL Z	12/23/2009	11/30/2011	2,282.00	2,192.00	90.00
589.939 COLUMBIA MARSICO I OPPORTUNITIES FD CLASS Z SH	12/23/2009	09/30/2011	5,587.00	6,277.00	-690.00
246.556 COLUMBIA MARSICO I OPPORTUNITIES FD CLASS Z SH	12/29/2009	09/30/2011	2,335.00	2,650.00	-315.00
956.473 COLUMBIA MARSICO I OPPORTUNITIES FD CLASS Z SH	01/29/2010	09/30/2011	9,058.00	9,613.00	-555.00
21.944 COLUMBIA MARSICO IN OPPORTUNITIES FD CLASS Z SH	03/26/2010	09/30/2011	208.00	236.00	-28.00
19.831 COLUMBIA MARSICO IN OPPORTUNITIES FD CLASS Z SH	04/30/2010	09/30/2011	188.00	209.00	-21.00
17.149 COLUMBIA SMALL CAP CLASS Z SHARES	12/29/2009	05/16/2011	825.00	656.00	169.00
46.053 COLUMBIA SMALL CAP FUND CLASS Z SHARES	12/29/2009	05/16/2011	1,603.00	1,122.00	481.00
177.297 COLUMBIA SMALL CAP FUND CLASS Z SHARES	12/23/2009	07/29/2011	5,970.00	4,315.00	1,655.00
95.345 COLUMBIA SMALL CAP FUND CLASS Z SHARES	12/29/2009	07/29/2011	3,210.00	2,324.00	886.00
7.591 COLUMBIA SMALL CAP G CLASS Z SHARES	06/30/2010	07/29/2011	256.00	183.00	73.00
42.288 COLUMBIA SELECT SMA CLASS Z SHARES	01/29/2010	05/16/2011	748.00	559.00	189.00
506.431 COLUMBIA SELECT SM CLASS Z SHARES	01/29/2010	07/29/2011	8,594.00	6,690.00	1,904.00
50.441 COLUMBIA SELECT SMA CLASS Z SHARES	06/30/2010	07/29/2011	856.00	660.00	196.00
877.653 COLUMBIA SELECT LA GROWTH FUND CLASS Z SHARES	05/04/2006	02/28/2011	11,796.00	8,531.00	3,265.00
418.168 COLUMBIA SELECT LA GROWTH FUND CLASS Z SHARES	03/18/2010	05/16/2011	5,762.00	4,453.00	1,309.00
208.906 COLUMBIA SELECT LA GROWTH FUND CLASS Z SHARES	05/04/2006	07/29/2011	2,879.00	2,031.00	848.00
6534.57 COLUMBIA SELECT LA GROWTH FUND CLASS Z SHARES	05/04/2006	11/30/2011	81,878.00	63,516.00	18,362.00
1716.957 EATON VANCE LARGE FUND CL I	12/23/2009	11/30/2011	29,223.00	29,102.00	121.00
3.128 HARBOR INTERNATIONAL CL	03/29/2010	06/07/2011	201.00	172.00	29.00
1.954 HARBOR INTERNATIONAL CL	12/30/2009	06/07/2011	126.00	108.00	18.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: GOODING G L IND DTD 5 10 50

Employer identification number: 04-6095797

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 7.167 LAZARD FUNDS INC EME PORTFOLIO INSTL	03/29/2010	06/07/2011	155.00	136.00	19.00
51.481 NATIXIS FDS TR IV A ESTATE FD CL Y COM	03/18/2010	05/16/2011	884.00	704.00	180.00
12.164 NATIXIS FDS TR IV A ESTATE FD CL Y COM	03/18/2010	06/07/2011	209.00	166.00	43.00
522.68 NATIXIS FDS TR IV A ESTATE FD CL Y COM	01/29/2010	11/30/2011	8,551.00	6,111.00	2,440.00
47.875 NATIXIS FDS TR IV A ESTATE FD CL Y COM	03/18/2010	11/30/2011	783.00	655.00	128.00
231.617 NATIXIS FDS TR IV ESTATE FD CL Y COM	03/29/2010	11/30/2011	3,789.00	3,155.00	634.00
4.168 NATIXIS FDS TR IV AE ESTATE FD CL Y COM	06/30/2010	11/30/2011	68.00	55.00	13.00
814.131 OLD MUTUAL TS&W MI FUND CL I	12/23/2009	03/31/2011	7,734.00	6,277.00	1,457.00
519.275 OLD MUTUAL TS&W MI FUND CL I	12/30/2009	03/31/2011	4,933.00	4,019.00	914.00
848.317 OLD MUTUAL TS&W MI FUND CL I	01/29/2010	03/31/2011	8,059.00	6,261.00	1,798.00
313.063 PIMCO TOTAL RETURN	03/18/2010	06/07/2011	3,462.00	3,456.00	6.00
602.452 PIMCO TOTAL RETURN	01/29/2010	08/31/2011	6,633.00	6,603.00	30.00
519.212 PIMCO TOTAL RETURN	01/29/2010	09/30/2011	5,602.00	5,691.00	-89.00
53.257 PIMCO TOTAL RETURN	03/18/2010	09/30/2011	575.00	588.00	-13.00
189.018 PIMCO COMMODITY RE STRATEGY FUND	12/23/2009	02/28/2011	1,828.00	1,584.00	244.00
78.742 PIMCO COMMODITY REA STRATEGY FUND	12/23/2009	06/07/2011	761.00	660.00	101.00
35.043 PIMCO COMMODITY REA STRATEGY FUND	12/30/2009	06/07/2011	339.00	291.00	48.00
320.464 PIMCO EMERGING MKT FUND INSTL	12/23/2009	11/30/2011	3,230.00	3,186.00	44.00
7.439 ROWE T PRICE INTL FU BD FUND	12/23/2009	06/07/2011	78.00	74.00	4.00
51.193 ROWE T PRICE INTL F INTL BD FUND	12/23/2009	08/31/2011	540.00	507.00	33.00
231.829 ROWE T PRICE INTL INTL BD FUND	12/23/2009	11/30/2011	2,307.00	2,295.00	12.00
19.219 ROWE T PRICE INTL F INTL BD FUND	01/03/2010	11/30/2011	191.00	188.00	3.00
301.952 ROWE T PRICE INTL INTL BD FUND	01/29/2010	11/30/2011	3,004.00	2,962.00	42.00
4.659 ROWE T PRICE INTL FU BD FUND	04/30/2010	11/30/2011	46.00	45.00	1.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 36,241.00

GOODING G L IND DTD 5 10 50
04-6095797
Balance Sheet
12/31/2011

Bank of America

Cusip	Asset	Units	Basis	Market Value
72201F409	PIMCO EMERGING MKT CURRENCY	310.965	3,107.77	3,081.66
722005667	PIMCO COMMODITY REALRETURN	8669.117	68,308.48	56,696.03
693390700	PIMCO TOTAL RETURN FUND	9867.247	108,440.79	107,256.97
63872W409	NATIXIS FDS TR IV AEW REAL	429.737	5,673.65	7,301.23
52106N889	LAZARD EMERGING MKTS EQUITY	4437.676	81,875.35	74,552.96
47803W406	JOHN HANCOCK FDS III DISCIPLINED	3365.633	39,730.77	37,998.00
411511306	HARBOR INTERNATIONAL FUND	373.707	20,084.87	19,600.93
277905642	EATON VANCE LARGE-CAP VALUE	5273.683	88,519.63	90,549.14
269858304	EAGLE SM CAP GROWTH FUND	646.637	26,426.65	24,701.53
19765Y688	COLUMBIA SELECT LARGE CAP	7382.618	76,643.91	88,739.07
19765N567	COLUMBIA SMALL CAP VALUE I FUND	544.477	22,425.35	22,410.67
197199813	COLUMBIA ACORN INTERNATIONAL	199.870	6,733.80	6,857.54
197199409	COLUMBIA ACORN FUND	1346.133	34,730.95	37,099.43
04315J860	ARTIO GLOBAL HIGH INCOME FUND	920.611	9,445.48	8,561.68
008882532	INVESCO INTL GROWTH FUND	685.050	16,523.40	17,352.32
	Cash/Cash Equivalent	21859.240	21,859.24	21,859.24
		Totals:	630,530.09	624,618.40

FORM 990PF, Part XV, Ln. 3:
Grants Paid attachment to return :
GOODING G L IND DTD 5/10/50

Posting Date	Amount	Distribution	Relationship to substantial contributor	Purpose	Foundation Status of Recipient
6/14/2011	-1000	TUFTS UNIVERSITY	NONE	SUPPORT NAMED ORGANIZATION	PUBLIC CHARITY
6/14/2011	-1000	BRANDEIS UNIVERSITY	NONE	SUPPORT NAMED ORGANIZATION	PUBLIC CHARITY
6/14/2011	-1000	UNIVERSITY OF MASSACHUSETTS	NONE	SUPPORT NAMED ORGANIZATION	PUBLIC CHARITY
6/14/2011	-1000	UNIVERSITY OF VERMONT	NONE	SUPPORT NAMED ORGANIZATION	PUBLIC CHARITY
6/14/2011	-1000	ASSUMPTION COLLEGE	NONE	SUPPORT NAMED ORGANIZATION	PUBLIC CHARITY
6/14/2011	-1000	PENNSYLVANIA STATE UNIVERSITY	NONE	SUPPORT NAMED ORGANIZATION	PUBLIC CHARITY
6/15/2011	-1000	SUFFOLK UNIVERSITY	NONE	SUPPORT NAMED ORGANIZATION	PUBLIC CHARITY
6/15/2011	-1000	SYRACUSE UNIVERSITY	NONE	SUPPORT NAMED ORGANIZATION	PUBLIC CHARITY
6/15/2011	-1000	SALEM STATE UNIVERSITY	NONE	SUPPORT NAMED ORGANIZATION	PUBLIC CHARITY
6/15/2011	-1000	NORTHEASTERN UNIVERSITY	NONE	SUPPORT NAMED ORGANIZATION	PUBLIC CHARITY
6/15/2011	-1000	UNIVERSITY OF MA-AMHERST	NONE	SUPPORT NAMED ORGANIZATION	PUBLIC CHARITY
6/23/2011	-1000	UNIVERSITY OF MASS LOWELL	NONE	SUPPORT NAMED ORGANIZATION	PUBLIC CHARITY
6/27/2011	-1000	BRIDGEWATER STATE UNIVERSITY	NONE	SUPPORT NAMED ORGANIZATION	PUBLIC CHARITY
7/5/2011	-1000	BRANDEIS UNIVERSITY	NONE	SUPPORT NAMED ORGANIZATION	PUBLIC CHARITY
TOTAL	-14000				

IRC §4942(h)(2) Election
(Form 990-PF, Part XIII)

Name: GEORGE L GOODING
Address: P.O. BOX 1802
PROVIDENCE, RI 02901-1802
EIN: 04-6095797
Year Ending: 12/31/11

Pursuant to IRC §4942(h)(2) and Regulation 53.4942(a)-3(d)(2), the above referenced foundation hereby elects to treat current year qualifying distributions in excess of the immediately preceding tax year's undistributed income as being made out of:

X a. Undistributed income from tax year(s) ending:

Tax Year	Amount
2006	2,921.00
2007	14,469.00

___ b. Corpus.

____
(Signature)

KAREN J. KISER
(Name)

SENIOR V. P. TAX
(Title)

Part VIII – 990PF
Compensation :

Average hours Trustee spends on this foundation: 1hour

"The compensation shown on the return that is paid to Bank of America, N.A. as corporate trustee is not calculated based upon an hourly rate for time spent by the trustee; rather, Bank of America's compensation as corporate trustee is calculated using a market value fee schedule. The trust officer's time spent performing administrative responsibilities for this foundation averages one hour per week. In addition, time is spent by other staff members for recordkeeping, investment management, income collection, rendering statements and accountings, regulatory reporting, regulatory compliance, and tax services. "

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

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

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

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

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions GOODING G L IND DTD 5 10 50 .	Employer identification number (EIN) or [X] 04-6095797
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions P O BOX 1802	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions PROVIDENCE, RI 02901-1802	

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

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

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

- The books are in the care of ▶ US TRUST FIDUCIARY TAX SERVICES
  Telephone No. ▶ (401)278-6858 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ . If this is for the whole group, check this box . . . . . . ▶ [ ] . If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 11/15 , 20 12

5 For calendar year 2011 , or other tax year beginning ________ , 20 ____ , and ending ________ , 20 ____

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension ADDITIONAL TIME REQUESTED TO FILE A COMPLETE AND ACCURATE RETURN

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	**8a**	$ 1,293.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	**8b**	$
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**8c**	$ NONE

Signature and Verification must be completed for Part II only.

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

Signature ▶ [signature] Title ▶ Date ▶

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Form **8868**
(Rev January 2012)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. GOODING G L IND DTD 5 10 50 .	Employer identification number (EIN) or [X] 04-6095797
	Number, street, and room or suite no If a P.O. box, see instructions. P O BOX 1802	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PROVIDENCE, RI 02901-1802	

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

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

- The books are in the care of ▶ BANK OF AMERICA, N.A.

Telephone No. ▶ (401)278-6858 FAX No. ▶

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15 , 20 12 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] calendar year 20 11 or
▶ [ ] tax year beginning ______ , 20 ___ , and ending ______ , 20 ___ .

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**3a**	$ 1,293.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	**3b**	$
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**3c**	$ 1,293.

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 1-2012)

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