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

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

OMB No 1545-0052

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

Name of foundation

U/W JOHN CLARKE

A Employer identification number

05-6006062

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

Room/suite

P O BOX 1802

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☐ Final return☐ Address change☐ Initial return of a former public charity☐ Amended return☐ Name change

H Check type of organization:

☐ Section 501(c)(3) exempt private foundation☒ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$

9,135,475.

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)

	(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	147,138.	147,138.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-26,703.			
b Gross sales price for all assets on line 6a	1,559,652.			
7 Capital gain net income (from Part IV, line 2)				
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)		30,106.		STMT 4
12 Total. Add lines 1 through 11	120,435.	177,244.		
13 Compensation of officers, directors, trustees, etc.	35,207.	14,083.		21,124.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 5	800.	NONE	NONE	800.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 6	11,110.	1,567.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STMT 7	341.	1,244.		341.
24 Total operating and administrative expenses. Add lines 13 through 23	47,458.	16,894.	NONE	22,265.
25 Contributions, gifts, grants paid	425,328.			425,328.
26 Total expenses and disbursements. Add lines 24 and 25	472,786.	16,894.	NONE	447,593.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-352,351.			
b Net investment income (if negative, enter -0-)		160,350.		
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

JSA

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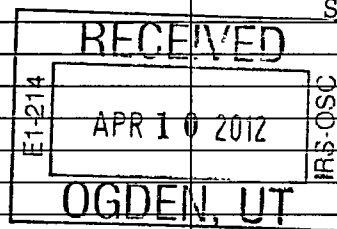
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POSTMARK DATE APR 05 2012

SCANNED APR 13 2012



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	NONE	NONE	
	2	Savings and temporary cash investments	244,440.	177,352.	177,352.
	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	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	NONE
	b	Investments - corporate stock (attach schedule)	5,914,272.	5,482,820.	5,949,170.
	c	Investments - corporate bonds (attach schedule)	NONE	NONE	NONE
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶	120,000.	120,000.	2,849,000.
	12	Investments - mortgage loans	NONE	NONE	
	13	Investments - other (attach schedule)	NONE	148,427.	159,953.
	14	Land, buildings, and equipment basis 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)	6,278,712.	5,928,599.	9,135,475.
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	6,278,712.	5,928,599.	
	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)	6,278,712.	5,928,599.	
	31	Total liabilities and net assets/fund balances (see instructions)	6,278,712.	5,928,599.	

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	6,278,712.
2	Enter amount from Part I, line 27a	2	-352,351.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	3,217.
4	Add lines 1, 2, and 3	4	5,929,578.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	979.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,928,599.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 1,350,583.		1,435,690.	-85,107.		
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			-85,107.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	-26,703.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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	425,721.	9,134,789.	0.04660436054
2009	321,382.	8,622,118.	0.03727413612
2008	432,993.	6,750,194.	0.06414526753
2007	450,952.	8,085,760.	0.05577113345
2006	372,882.	7,478,574.	0.04986004016
2 Total of line 1, column (d)			2 0.25365493780
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 0.05073098756
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 9,337,987.
5 Multiply line 4 by line 3			5 473,725.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,604.
7 Add lines 5 and 6			7 475,329.
8 Enter qualifying distributions from Part XII, line 4			8 447,593.

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)			
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		1	3,207.
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	3,207.
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	3,207.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	6,400.	
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	6,400.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,193.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> 1,604. Refunded <input type="checkbox"/>	11	1,589.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> RI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> PRIVATE BANK TAX SERVICES Telephone no <input type="checkbox"/> (401) 278-6825			
Located at <input type="checkbox"/> P.O. BOX 1802, PROVIDENCE, RI ZIP + 4 <input type="checkbox"/> 02901-1802				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 15				
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No 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 <input type="checkbox"/>				

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/>	1b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? <input type="checkbox"/>	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years <input type="checkbox"/>		
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"/>	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. <input type="checkbox"/>		
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"/>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **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 ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**

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 ☒ 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 10		35,207.	-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**

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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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	9,397,492.
b	Average of monthly cash balances	1b	82,698.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	9,480,190.
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	9,480,190.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	142,203.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,337,987.
6	Minimum investment return. Enter 5% of line 5	6	466,899.

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	466,899.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,207.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,207.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	463,692.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	463,692.
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	463,692.

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	447,593.
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	447,593.
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	447,593.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				463,692.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			NONE	
b Total for prior years: 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				NONE
b From 2007				57,391.
c From 2008				99,287.
d From 2009				NONE
e From 2010				NONE
f Total of lines 3a through e	156,678.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 447,593.				
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				447,593.
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))	16,099.			16,099.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	140,579.			
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	140,579.			
10 Analysis of line 9:				
a Excess from 2007	41,292.			
b Excess from 2008	99,287.			
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			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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).)

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:

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	425,328.
b Approved for future payment				
Total			3b	

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

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
AT&T INC	3,268.	3,268.
ABBOTT LABORATORIES	1,336.	1,336.
AMERICAN ELECTRIC POWER CO	1,711.	1,711.
AMGEN INC COM	308.	308.
ANHEUSER BUSCH INBEV SA/NV SPONSORED ADR	650.	650.
APACHE CORPORATION	360.	360.
AVON PRODUCTS INC	1,334.	1,334.
BECTON DICKINSON & COMPANY	248.	248.
BLACKROCK INC CL A	309.	309.
BOFA CASH RESERVES TRUST CLASS	14.	14.
CIGNA CORPORATION	23.	23.
INTERM GOV'T/CREDIT BOND CTF	45,670.	45,670.
CARDINAL HEALTH INCORPORATED	841.	841.
CHEVRONTEXACO CORP COM	927.	927.
CISCO SYSTEMS INCORPORATED	324.	324.
COLUMBIA ACORN FUND CLASS Z SHARES	782.	782.
COLUMBIA ACORN INTERNATIONAL FUND CL Z	8,307.	8,307.
COLUMBIA MID CAP VALUE FUND CLASS Z SHAR	1,187.	1,187.
COMCAST CORP NEW CL A COM	245.	245.
AGGREGATE BOND CTF	33,514.	33,514.
DISNEY WALT CO	390.	390.
EMERSON ELEC CO	669.	669.
EXELON CORP COM	263.	263.
EXXON MOBIL CORPORATION	1,203.	1,203.
GENERAL ELEC CO	1,305.	1,305.
GOLDMAN SACHS GROUP INC	560.	560.
HESS CORP COM	200.	200.
HEWLETT PACKARD CO COM	480.	480.
HOME DEPOT INC	884.	884.
HONEYWELL INTERNATIONAL INC	685.	685.
INTERNATIONAL BUSINESS MACHS	1,636.	1,636.
INTERNATIONAL PAPER COMPANY	975.	975.

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
INTUIT INC	124.	124.
ISHARES RUSSELL MIDCAP VALUE INDEX FUND	1,674.	1,674.
J P MORGAN CHASE & CO COM	1,400.	1,400.
JOHNSON & JOHNSON	270.	270.
KIMBERLY CLARK CORP COM	1,020.	1,020.
METLIFE INC	518.	518.
MICROSOFT CORPORATION	1,819.	1,819.
NEXTERA ENERGY INC COM	770.	770.
OCCIDENTAL PETROLEUM CORPORATION	968.	968.
P G & E CORPORATION	921.	921.
PNC BK CORP	926.	926.
PARKER HANNIFIN CORPORATION	549.	549.
PEPSICO INCORPORATED	1,393.	1,393.
PFIZER INC	1,660.	1,660.
PRAXAIR INCORPORATED	550.	550.
PRICE T ROWE GROUP INC COM	620.	620.
PROCTER & GAMBLE CO COM	1,658.	1,658.
PRUDENTIAL FINL INC COM	725.	725.
RAYTHEON CO COM NEW	583.	583.
RIO TINTO PLC SPONSORED ADR	467.	467.
SCHLUMBERGER LIMITED	456.	456.
STAPLES INCORPORATED	439.	439.
STATE STREET CORP	6.	6.
TJX COMPANIES INCORPORATED NEW	756.	756.
TARGET CORP	404.	404.
TEXAS INSTRS INC	224.	224.
THORNBURG INTL VALUE FUND CL I	491.	491.
US BANCORP DEL COM NEW	754.	754.
UNITED PARCEL SERVICE CL B	663.	663.
UNITED TECHNOLOGIES CORP	1,806.	1,806.
VANGUARD MSCI EMERGING MKTS ETF	7,386.	7,386.
VERIZON COMMUNICATIONS	1,570.	1,570.
WAL-MART STORES INCORPORATED	1,279.	1,279.

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
YUM BRANDS INC COM	716.	716.
TE CONNECTIVITY LTD COM	459.	459.
TYCO INTL LTD NEW F COM	506.	506.
	-----	-----
TOTAL	147,138.	147,138.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ISHARES S&P GSCI COMMODITY-INDEX ED TR U	-----	30,106.
TOTALS	=====	30,106. =====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	800.			800.
TOTALS	800.	NONE	NONE	800.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	162.	162.
FEDERAL TAX PAYMENT - PRIOR YE	3,143.	
FEDERAL ESTIMATES - PRINCIPAL	6,400.	
FOREIGN TAXES ON QUALIFIED FOR	655.	655.
FOREIGN TAXES ON NONQUALIFIED	750.	750.
	-----	-----
TOTALS	11,110.	1,567.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER ALLOCABLE EXPENSE-INCOME	50.		50.
OTHER NON-ALLOCABLE EXPENSE -	17.		17.
REAL ESTATE EXPENSE ON NON-REN	274.		274.
DIVIDEND INVESTMENT EXPENSE -		1,244.	
TOTALS	341.	1,244.	341.
	=====	=====	=====

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

=====

DESCRIPTION

AMOUNT

11 TYE INCOME ADJ

3,217.

TOTAL

3,217.

=====

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

=====

DESCRIPTION -----	AMOUNT -----
ADJ CARRYING VALUE	979.

TOTAL	979.
	=====

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

=====

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

100 FEDERAL STREET

BOSTON, MA 02110

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION 27,207.

OFFICER NAME:

BARBARA N. WATTERSON

ADDRESS:

P.O. BOX 3058

WESTPORT, MA 02790

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION 4,000.

OFFICER NAME:

WILLIAM W. CORCORAN, ESQ

ADDRESS:

61 LONG WHARF

NEWPORT, RI 02840, RI 02840

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION 4,000.

TOTAL COMPENSATION:

35,207.

=====

U/W JOHN CLARKE
FORM 990PF, PART XV - LINES 2a - 2d
=====

05-6006062

RECIPIENT NAME:

BANK OF AMERICA, N.A.

ADDRESS:

100 FEDERAL STREET

BOSTON, MA 02110

FORM, INFORMATION AND MATERIALS:

NO PARTICULAR FORM

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

FOR RELIEF OF THE POOR, AND EDUCATIONAL ASSISTANCE FOR CHILDREN

U/W JOHN CLARKE

05-6006062

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

=====

RECIPIENT NAME:

SEE ATTACHED SCHEDULE

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

RELIEF OF THE POOR AND HELP CHILDREN TO LEARN

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 425,328.

TOTAL GRANTS PAID:

425,328.

=====

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TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102	CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)				
02/08/11	SAVING SIGHT-RHODE ISLAND ADULT & CHILDREN EYECARE SERVICES THE JOHN CLARKE TRUST TR TRAN#=110390004000 TR CD=823 REG=0 PORT=INC	-5000.00	-5000 00		1102000009
02/08/11	STAR KID SCHOLARSHIPS THE JOHN CLARKE TRUST TR TRAN#=110390005000 TR CD=823 REG=0 PORT=INC	-3500 00	-3500.00		1102000010
02/08/11	SALVE REGINA UNIVERSITY SCHOLARSHIPS FOR NURSING STUDENTS THE JOHN CLARKE TRUST TR TRAN#=110390002000 TR CD=823 REG=0 PORT=INC	-6000 00	-6000.00		1102000007
02/08/11	VOLUNTEERS IN NEWPORT EDUCATION VARIOUS PROGRAMS SUPPORT JOHN CLARKE TRUST TR TRAN#=110390011000 TR CD=823 REG=0 PORT=INC	-4000 00	-4000.00		1102000016
02/08/11	VOLUNTEERS IN PROVIDENCE SCHOOLS VARIOUS PROGRAMS SUPPORT JOHN CLARKE TRUST TR TRAN#=110390012000 TR CD=823 REG=0 PORT=INC	-5000.00	-5000.00		1102000017
02/08/11	SEAMENS CHURCH INSTITUTE CAPITAL SUPPORT JOHN CLARKE TRUST TR TRAN#=110390013000 TR CD=823 REG=0 PORT=INC	-5000.00	-5000 00		1102000018
02/08/11	NEWPORT HOSPITAL FOUNDATION RENOVATION OF PEDIATRICS UNIT JOHN CLARKE TRUST - PMNT 4 OF 5 TR TRAN#=110390014000 TR CD=823 REG=0 PORT=INC	-20000.00	-20000.00		1102000019
02/08/11	THE HAVEN OF GRACE MINISTRIES PROGRAMS & SERVICES THE JOHN CLARKE TRUST TR TRAN#=110390006000 TR CD=823 REG=0 PORT=INC	-5000.00	-5000.00		1102000011
02/08/11	THE NEWPORT ART MUSEUM AND EDUCATION & COMMUNITY BASED PROGRAMS THE JOHN CLARKE TRUST TR TRAN#=110390007000 TR CD=823 REG=0 PORT=INC	-5000.00	-5000.00		1102000012
02/08/11	THE SANDRA FEINSTEIN-GAMM PAWTUCKET LITERACY & ARTS FOR YOUTH THE JOHN CLARKE TRUST TR TRAN#=110390008000 TR CD=823 REG=0 PORT=INC	-4000.00	-4000.00		1102000013
02/08/11	THE UNITED BAPTIST CHURCH REPLACE FAILING CEILING JOHN CLARKE TRUST - PYMT 1 OF 3 YEAR TR TRAN#=110390009000 TR CD=823 REG=0 PORT=INC	-15000.00	-15000.00		1102000014
02/08/11	THE WHEELER SCHOOL VARIOUS PROGRAMS SUPPORT JOHN CLARKE TRUST - PYMT 1 OF 2 YEAR TR TRAN#=110390010000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000 00		1102000015
02/08/11	BRADLEY HOSPITAL FOUNDATION GENERAL SUPPORT JOHN CLARKE TRUST TR TRAN#=110390015000 TR CD=823 REG=0 PORT=INC	-6000.00	-6000 00		1102000020
02/08/11	WOLFF SCHOOL CAPITAL SUPPORT JOHN CLARKE TRUST TR TRAN#=110390016000 TR CD=823 REG=0 PORT=INC	-5000.00	-5000 00		1102000021
02/08/11	CHILD & FAMILY COMMUNITY CAMPAIGN SUPPORT JOHN CLARKE TRUST TR TRAN#=110390017000 TR CD=823 REG=0 PORT=INC	-10000 00	-10000.00		1102000022
02/08/11	ADOPTION RHODE ISLAND SPECIALIZED RECRUITMENT & SUPPORT ADVOCACY PROGRAMS JOHN CLARKE TRUST TR TRAN#=110390019000 TR CD=823 REG=0 PORT=INC	-5000.00	-5000 00		1102000024
02/08/11	COLLEGE VISIONS - AS220 GENERAL OPERATIONAL SUPPORT JOHN CLARKE TRUST TR TRAN#=110390020000 TR CD=823 REG=0 PORT=INC	-2500.00	-2500 00		1102000025
02/08/11	BIG BROTHERS OF RHODE ISLAND, MENTORS TO FATHERLESS BOYS JOHN CLARKE TRUST TR TRAN#=110390021000 TR CD=823 REG=0 PORT=INC	-3000 00	-3000.00		1102000026

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102	CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)				
02/08/11	BLACKSTONE VALLEY ADVOCACY GENERAL OPERATING EXPENSES JOHN CLARKE TRUST TR TRAN#=110390022000 TR CD=823 REG=0 PORT=INC	-2500 00	-2500.00		1102000027
02/08/11	BOYS & GIRLS CLUB OF NEWPORT READING REAPS REWARDS PROGRAM JOHN CLARKE TRUST TR TRAN#=110390023000 TR CD=823 REG=0 PORT=INC	-4000 00	-4000.00		1102000028
02/08/11	BOYS & GIRLS CLUB OF PROVIDENCE SOUTH SIDE UNIVERSITY PROGRAM JOHN CLARKE TRUST TR TRAN#=110390024000 TR CD=823 REG=0 PORT=INC	-4000 00	-4000.00		1102000029
02/08/11	BRADFORD JONNYCAKE CENTER, INC GENERAL OPERATING SUPPORT JOHN CLARKE TRUST TR TRAN#=110390025000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000.00		1102000030
02/08/11	CLINICA ESPERANZA/ HOPE CLINIC GENERAL OPERATING SUPPORT JOHN CLARKE TRUST TR TRAN#=110390027000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000.00		1102000032
02/08/11	CROSSROADS RHODE ISLAND GENERAL OPERATING SUPPORT JOHN CLARKE TRUST TR TRAN#=110390028000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000.00		1102000033
02/08/11	DR. MARTIN LUTHER KING, JR. BREAKFAST MEALSITE AND FEED A FRIEND JOHN CLARKE TRUST - PYMT 1 OF 2 YEAR TR TRAN#=110390029000 TR CD=823 REG=0 PORT=INC	-7500.00	-7500.00		1102000034
02/08/11	HOMEFRONT HEALTHCARE SERVICES FOR ELDERS AND DISABLED JOHN CLARKE TRUST TR TRAN#=110390030000 TR CD=823 REG=0 PORT=INC	-5000.00	-5000 00		1102000035
02/08/11	CHRISTIAN POWER HOUSE MINISTRY GENERAL OPERATING SUPPORT JOHN CLARKE TRUST TR TRAN#=110390026000 TR CD=823 REG=0 PORT=INC	-2500 00	-2500.00		1102000031
02/08/11	EAST BAY COMMUNITY ACTION FOOD PANTRY & CHILDHOOD SERVICES JOHN CLARKE TRUST - 1 PYMT OF 2 YEAR TR TRAN#=110390032000 TR CD=823 REG=0 PORT=INC	-7500 00	-7500.00		1102000037
02/08/11	GIRL SCOUTS OF RHODE ISLAND SUPPORT OF VARIOUS PROGRAMS JOHN CLARKE TRUST TR TRAN#=110390033000 TR CD=823 REG=0 PORT=INC	-3000.00	-3000 00		1102000038
02/08/11	IN-SIGHT FOR THE BLIND ADAPTIVE TECHNIQUES FOR BLIND JOHN CLARKE TRUST TR TRAN#=110390034000 TR CD=823 REG=0 PORT=INC	-1000.00	-1000 00		1102000039
02/08/11	INTERNATIONAL INSTITUTE RHODE ASSISTING OVER 600 REFUGEES THE JON CLARKE TRUST TR TRAN#=110390035000 TR CD=823 REG=0 PORT=INC	-5000.00	-5000 00		1102000040
02/08/11	DAVISVILLE FREE LIBRARY DAILY PROGRAM SUPPORT JOHN CLARKE TRUST TR TRAN#=110390031000 TR CD=823 REG=0 PORT=INC	-1500 00	-1500 00		1102000036
02/08/11	MEALS ON WHEELS OF RHODE ISLAND GENERAL OPERATING SUPPORT THE JOHN CLARKE TRUST TR TRAN#=110390037000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000.00		1102000042
02/08/11	PROVIDENCE CHILDREN'S MUSEUM AMERICORPS PROGRAMS SUPPORT THE JOHN CLARKE TRUST TR TRAN#=110390038000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000 00		1102000043
02/08/11	PROVIDENCE INTOWN CHURCHES OUTREACH PROGRAMS SUPPORT THE JOHN CLARKE TRUST TR TRAN#=110390039000 TR CD=823 REG=0 PORT=INC	-8000 00	-8000.00		1102000044
02/08/11	RHODE ISLAND FAMILY SHELTER, INC GENERAL SUPPORT THE JOHN CLARKE TRUST TR TRAN#=110390040000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000.00		1102000045

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TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102 CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)				
02/08/11 LUCY'S HEARTH GENERAL OPERATING EXPENSES THE JON CLARKE TRUST - PYMT 1 OF 2 YEAR TR TRAN#=110390036000 TR CD=823 REG=0 PORT=INC	-10000 00	-10000 00		1102000041
02/08/11 RHODE ISLAND LEGAL SERVICES, INC LEGAL SERVICES FOR LOW-INCOME THE JOHN CLARKE TRUST TR TRAN#=110390041000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000 00		1102000046
03/01/11 RHODE ISLAND PHILHARMONIC MUSIC FOR OUR SCHOOLS EDUCATION CONCERTS - THE JOHN CLARKE TRUST TR TRAN#=110600001000 TR CD=823 REG=0 PORT=INC	-5000.00	-5000.00		1103000001
05/11/11 MIDDLETOWN HIGH SCHOOL JOHN CLARKE TRUST FOR SCHOLARSHIPS TR TRAN#=111310001000 TR CD=823 REG=0 PORT=INC	-5000.00	-5000.00		1105000010
05/11/11 ROGERS HIGH SCHOOL JOHN CLARKE TRUST FOR SCHOLARSHIPS TR TRAN#=111310003000 TR CD=823 REG=0 PORT=INC	-10000 00	-10000 00		1105000012
05/11/11 PORTSMOUTH HIGH SCHOOL JOHN CLARKE TRUST FOR SCHOLARSHIPS TR TRAN#=111310002000 TR CD=823 REG=0 PORT=INC	-5000.00	-5000.00		1105000011
06/28/11 PROVENDER LUNCH 6/17/2011 TR TRAN#=111790001000 TR CD=823 REG=0 PORT=INC	-52 65	-52.65		1106000041
08/01/11 AMERICAN BAPTIST CHURCHES OF SUPPORT OF CAMP CANONICUS JOHN CLARKE TRUST 2011 TR TRAN#=112130001000 TR CD=823 REG=0 PORT=INC	-5000.00	-5000.00		1108000001
08/01/11 BOOKS ARE WINGS THE BOOK PARTY PROGRAM JOHN CLARKE TRUST 2011 TR TRAN#=112130003000 TR CD=823 REG=0 PORT=INC	-2000.00	-2000 00		1108000003
08/01/11 AMOS HOUSE PRESCRIPTION ASSISTANCE & EYEGLASSES PROGRAM - JOHN CLARKE TRUST 2011 TR TRAN#=112130002000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000.00		1108000002
08/01/11 EAST BAY FOOD PANTRY ACCESS TO NUTRITION PROGRAM JOHN CLARKE TRUST 2011 TR TRAN#=112130009000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000 00		1108000009
08/01/11 FAMILY SERVICE OF RHODE ISLAND TEEN YOUTH GROUP AT DR. MLK COMMUNITY CENTER - JOHN CLARKE TRUST 2011 TR TRAN#=112130010000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000.00		1108000010
08/01/11 FUND FOR UCAP - URBAN EXPANDING THE POSSIBILITIES CAPITAL CAMPAIGN - JOHN CLARKE TRUST 2011 TR TRAN#=112130011000 TR CD=823 REG=0 PORT=INC	-10000.00	-10000.00		1108000011
08/01/11 NEWPORT COMMUNITY SCHOOL NCS CONNECTS PROGRAM THE JOHN CLARKE TRUST 2011 TR TRAN#=112130016000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000.00		1108000016
08/01/11 BOYS SCOUTS OF AMERICA THE SCOUT REACH PROGRAM JOHN CLARKE TRUST 2011 TR TRAN#=112130004000 TR CD=823 REG=0 PORT=INC	-2500 00	-2500.00		1108000004
08/01/11 BOYS & GIRLS CLUB OF NEWPORT THE HANDS-ON SCIENCE PROGRAM JOHN CLARKE TRUST 2011 TR TRAN#=112130005000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000 00		1108000005
08/01/11 CAMP RUGGLES, INC PARTIAL CAMPERSHIPS JOHN CLARKE TRUST 2011 TR TRAN#=112130006000 TR CD=823 REG=0 PORT=INC	-5100 00	-5100.00		1108000006
08/01/11 CHAMBER EDUCATION FOUNDATION AQUIDNECK ISLAND MENTORING PROGRAM (AIM) - JOHN CLARKE TRUST 2011 TR TRAN#=112130007000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000.00		1108000007
08/01/11 COMMUNITY PREPARATORY SCHOOL ANNUAL SCHOLARSHIP FUND JOHN CLARKE TRUST 2011 TR TRAN#=112130008000 TR CD=823 REG=0 PORT=INC	-12800 00	-12800.00		1108000008

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TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102	CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)				
08/01/11	GREATER PROVIDENCE YMCA NEIGHBORS IN NEED, CDIP & PROV. YOUTH SERVICES BRANCH - JOHN CLARKE TRUST 2011 TR TRAN#=112130012000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000.00		1108000012
08/01/11	JEWISH FAMILY SERVICE, INC FOR MENTAL HEALTH SERVICES FOR UNINSURED & UNDERINSURED - JOHN CLARKE TRUST 2011 TR TRAN#=112130014000 TR CD=823 REG=0 PORT=INC	-5000.00	-5000.00		1108000014
08/01/11	MEETING STREET EARLY LITERACY PROGRAMS THE JOHN CLARKE TRUST 2011 TR TRAN#=112130015000 TR CD=823 REG=0 PORT=INC	-3000 00	-3000.00		1108000015
08/01/11	HEADS UP, INC HOSPITALITY FOR THE HOMELESS PROGRAM - THE JOHN CLARKE TRUST 2011 TR TRAN#=112130013000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000 00		1108000013
08/01/11	RHODE ISLAND 4-H FOUNDATION SCHOLARSHIPS FOR DESERVING STUDENTS THE JOHN CLARKE TRUST 2011 TR TRAN#=112130018000 TR CD=823 REG=0 PORT=INC	-3000 00	-3000 00		1108000018
08/01/11	RHODE ISLAND COMMUNITY FOOD BANK GENERAL EXPENSES THE JOHN CLARKE TRUST 2011 TR TRAN#=112130019000 TR CD=823 REG=0 PORT=INC	-5000.00	-5000 00		1108000019
08/01/11	SHAKE-A-LEG, INC CONFIDENCE IS COOL PROGRAM THE JOHN CLARKE TRUST 2011 TR TRAN#=112130020000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000.00		1108000020
08/01/11	ST JOSEPH HEALTH SERVICES OF CARE PROGRAMS AT SJC & FHC THE JOHN CLARKE TRUST 2011 TR TRAN#=112130021000 TR CD=823 REG=0 PORT=INC	-4000.00	-4000 00		1108000021
08/01/11	PROVIDENCE COMMUNITY LIBRARY CITYWIDE EXTENDED LEARNING PROGRAM THE JOHN CLARKE TRUST 2011 TR TRAN#=112130017000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000.00		1108000017
08/01/11	THE SAN MIGUEL EDUCATION CENTER SPONSORSHIPS/SCHOLARSHIPS PROGRAMS THE JOHN CLARKE TRUST 2011 TR TRAN#=112130025000 TR CD=823 REG=0 PORT=INC	-7500.00	-7500.00		1108000025
08/01/11	TIVERTON LIBRARY FOUNDATION, INC CHILDREN'S WING & YOUNG ADULT ROOM FIRST OF FIVE ANNUAL PAYMENTS THE JOHN CLARKE TRUST 2011 TR TRAN#=112130026000 TR CD=823 REG=0 PORT=INC	-10000 00	-10000.00		1108000026
08/01/11	TRINITY ACADEMY FOR THE GENERAL EXPENSES THE JOHN CLARKE TRUST 2011 TR TRAN#=112130027000 TR CD=823 REG=0 PORT=INC	-8000.00	-8000.00		1108000027
08/01/11	THE SAMARITANS OF RHODE ISLAND HOTLINE VOLUNTEER SCHOLARSHIPS THE JOHN CLARKE TRUST 2011 TR TRAN#=112130023000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000.00		1108000023
08/01/11	ST MARY'S HOME FOR CHILDREN NON-OFFENDING PARENT PROGRAM THE JOHN CLARKE TRUST 2011 TR TRAN#=112130022000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000.00		1108000022
08/01/11	THUNDERMIST HEALTH CENTER HEALTHCARE FOR THE HOMELESS PROGRAM THE JOHN CLARKE TRUST 2011 TR TRAN#=112130024000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000.00		1108000024
08/01/11	WOMEN & INFANTS HOSPITAL OF PROJECT LINK PROGRAM THE JOHN CLARKE TRUST 2011 TR TRAN#=112130028000 TR CD=823 REG=0 PORT=INC	-5000.00	-5000 00		1108000028
08/01/11	WOMEN & INFANTS HOSPITAL OF GENERAL EXPENSES THE JOHN CLARKE TRUST 2011 TR TRAN#=112130029000 TR CD=823 REG=0 PORT=INC	-5000.00	-5000.00		1108000029
08/01/11	WOMEN'S RESOURCE CENTER OF CHILDREN'S PLAY GROUP THERAPY PROGRAM THE JOHN CLARKE TRUST 2011 TR TRAN#=112130030000 TR CD=823 REG=0 PORT=INC	-5000.00	-5000.00		1108000030

BANK OF AMERICA, N A
TAX TRANSACTION DETAIL

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10:47 22 AM

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102 CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)				
09/07/11 SAINT PHILOMENA SCHOOL, INC THE JOHN CLARKE TRUST 2011 PYMENT 2 OF 4 YEAR PLEDGE FOR TUITION TR TRAN#=112500002000 TR CD=823 REG=0 PORT=INC	-7875 00	-7875.00		1109000006
09/08/11 BABY STEPS PROGRAM THE JOHN CLARKE TRUST 2011 PAYMENT 2 OF 5 YEAR GRANT TR TRAN#=112510002000 TR CD=823 REG=0 PORT=INC	-10000.00	-10000.00		1109000011
02/08/11 RIVERZEDGE ARTS PROJECT YEAR ROUND ARTS & BUSINESS PROGRAMS THE JOHN CLARKE TRUST TR TRAN#=110390001000 TR CD=823 REG=0 PORT=INC	-5000 00	-5000.00		1102000006
02/08/11 SARGENT REHABILITATION CENTER NURSING SERVICES FOR DISABLED STUDENTS THE JOHN CLARKE TRUST TR TRAN#=110390003000 TR CD=823 REG=0 PORT=INC	-4000.00	-4000.00		1102000008
TOTAL CODE 102 - CHARITABLE DEDUCTION - CURRENT INCOME	-425327 65	-425327.65	0 00	

**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

U/W JOHN CLARKE

Employer identification number

05-6006062

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 -20,503.
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 7,466.
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 -13,037.

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					26,344.
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b -65,270.
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 25,260.
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 -13,666.

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

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-13,037.
14	Net long-term gain or (loss):			
a	Total for year	14a		-13,666.
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		-26,703.

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	(3,000)
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. <input type="checkbox"/> 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? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)	30		
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2011

**Continuation Sheet for Schedule D
(Form 1041)**

OMB No 1545-0092

2011

► See instructions for Schedule D (Form 1041).

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

Name of estate or trust

U/W JOHN CLARKE

Employer identification number

05-6006062

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

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b		-20,503.00
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

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

Employer identification number

U/W JOHN CLARKE

05-6006062

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 1100. AKAMAI TECHNOLOGIES	03/09/2010	11/30/2011	31,421.00	32,511.00	-1,090.00
475. ALPHA NATURAL RESOURC	04/19/2010	10/27/2011	11,590.00	23,255.00	-11,665.00
100. ALPHA NATURAL RESOURC	07/23/2010	10/27/2011	2,440.00	3,910.00	-1,470.00
550. AMGEN INC COM	12/11/2008	11/30/2011	31,186.00	32,003.00	-817.00
100. APACHE CORPORATION	07/23/2010	11/30/2011	9,782.00	8,955.00	827.00
500. APACHE CORPORATION	05/22/2009	11/30/2011	48,912.00	39,403.00	9,509.00
475. AVON PRODUCTS INC	04/01/2008	11/30/2011	8,087.00	19,027.00	-10,940.00
500. AVON PRODUCTS INC	06/26/2008	11/30/2011	8,512.00	18,175.00	-9,663.00
475. AVON PRODUCTS INC	01/24/2008	11/30/2011	8,087.00	16,790.00	-8,703.00
1250. COLUMBIA MULTI-ADVISE EQUITY FUND CLASS Z SHARES	01/24/2008	10/26/2011	13,725.00	19,675.00	-5,950.00
2293.164 COLUMBIA MULTI-AD EQUITY FUND CLASS Z SHARES	07/26/2006	10/26/2011	25,179.00	35,475.00	-10,296.00
12619.391 COLUMBIA MULTI-A EQUITY FUND CLASS Z SHARES	11/29/2005	10/26/2011	138,561.00	185,253.00	-46,692.00
8214.286 COLUMBIA MULTI-AD EQUITY FUND CLASS Z SHARES	10/25/2005	10/26/2011	90,193.00	115,000.00	-24,807.00
11545.42 COLUMBIA MID CAP CLASS Z SHARES	11/29/2005	10/26/2011	146,858.00	166,254.00	-19,396.00
1023.36 COLUMBIA MID CAP V CLASS Z SHARES	06/30/2006	10/26/2011	13,017.00	14,194.00	-1,177.00
7107.843 COLUMBIA MID CAP CLASS Z SHARES	05/22/2009	10/26/2011	90,412.00	60,630.00	29,782.00
4843.02 AGGREGATE BOND CTF	08/30/1991	08/05/2011	80,326.00	80,947.00	-621.00
1832.945 AGGREGATE BOND CT	01/31/1997	08/05/2011	30,401.00	30,629.00	-228.00
653.743 AGGREGATE BOND CTF	04/30/1992	08/05/2011	10,843.00	10,891.00	-48.00
1714.064 AGGREGATE BOND CT	09/30/1996	08/05/2011	28,429.00	28,198.00	231.00
200. DISNEY WALT CO	09/18/2007	11/30/2011	6,956.00	6,793.00	163.00
775. DISNEY WALT CO	09/15/2006	11/30/2011	26,956.00	23,324.00	3,632.00
500. EXELON CORP COM	11/29/2005	03/04/2011	20,722.00	26,230.00	-5,508.00
192. FRONTIER COMMUNICATIO	01/24/2008	03/04/2011	1,566.00	1,869.00	-303.00
1150. GENERAL ELEC CO	05/22/2009	11/30/2011	17,683.00	15,197.00	2,486.00

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

Schedule D-1 (Form 1041) 2011

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

Employer identification number

U/W JOHN CLARKE

05-6006062

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 1100. GENERAL ELEC CO	01/01/1966	11/30/2011	16,914.00	819.00	16,095.00
1000. HANESBRANDS INC COM	11/10/2009	03/04/2011	25,725.00	25,800.00	-75.00
325. HEWLETT PACKARD CO CO	04/24/2007	11/30/2011	8,962.00	13,609.00	-4,647.00
400. HEWLETT PACKARD CO CO	11/29/2005	11/30/2011	11,030.00	11,996.00	-966.00
775. HEWLETT PACKARD CO CO	10/25/2005	11/30/2011	21,370.00	21,359.00	11.00
125. INTERNATIONAL BUSINES	02/22/2006	03/04/2011	20,461.00	10,189.00	10,272.00
50. INTERNATIONAL BUSINESS	06/30/2006	03/04/2011	8,185.00	3,883.00	4,302.00
500. JOHNSON & JOHNSON	12/11/2008	03/04/2011	30,582.00	29,294.00	1,288.00
400. KIMBERLY CLARK CORP C	02/22/2006	03/04/2011	26,052.00	23,723.00	2,329.00
350. KIMBERLY CLARK CORP C	12/11/2008	03/04/2011	22,796.00	18,273.00	4,523.00
1075. MYLAN LABS INC	04/19/2010	11/30/2011	20,552.00	23,107.00	-2,555.00
150. PARKER HANNIFIN CORPO	11/10/2009	03/04/2011	13,365.00	8,526.00	4,839.00
350. RAYTHEON CO COM NEW	10/08/2010	11/30/2011	15,685.00	15,864.00	-179.00
600. SOUTHWESTERN ENERGY C	11/09/2007	03/04/2011	22,776.00	15,752.00	7,024.00
1125. STAPLES INCORPORATED	12/11/2008	11/30/2011	16,284.00	19,984.00	-3,700.00
625. STATE STREET CORP	05/21/2007	03/04/2011	27,522.00	42,887.00	-15,365.00
700. TEXAS INSTRS INC	09/18/2007	03/04/2011	25,436.00	24,197.00	1,239.00
1025. TEXAS INSTRS INC	01/24/2008	03/04/2011	37,246.00	31,045.00	6,201.00
500. THERMO ELECTRON CORP	06/26/2008	11/30/2011	23,696.00	27,733.00	-4,037.00
300. UNITED TECHNOLOGIES C	05/22/2009	03/04/2011	25,061.00	15,455.00	9,606.00
800. VERIZON COMMUNICATION	01/24/2008	11/30/2011	29,831.00	28,488.00	1,343.00
300. WAL-MART STORES INCOR	12/11/2008	03/04/2011	15,643.00	16,541.00	-898.00
100. WASTE MANAGEMENT INC	11/29/2005	03/04/2011	3,738.00	3,032.00	706.00
625. WASTE MANAGEMENT INC	10/25/2005	03/04/2011	23,365.00	17,413.00	5,952.00
250. YUM BRANDS INC COM	01/24/2008	03/04/2011	12,719.00	9,349.00	3,370.00

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

Schedule D-1 (Form 1041) 2011

Employer identification number

05-6006062

[illegible]

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b		-65,270.00
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U/W JOHN CLARKE
05-6006062
Balance Sheet
12/31/2011



Cusip	Asset	Units	Basis	Market Value
H89128104	TYCO INTL LTD	675.000	30,905.89	31,529.25
H84989104	TE CONNECTIVITY LTD	850.000	31,069.71	26,188.50
992049650	VALLEY RD MIDDLETOWN RI 02842	100.000	120,000.00	785,300.00
992049643	AQUIDNECK MIDDLETOWN RI 02842	100.000	0.00	2,063,700.00
988498101	YUM BRANDS INC	625.000	11,896.87	36,881.25
931142103	WAL-MART STORES INC	850.000	46,865.44	50,796.00
922042858	VANGUARD MSCI EMERGING MKTS	7200.000	290,044.77	275,112.00
913017109	UNITED TECHNOLOGIES CORP	900.000	43,041.00	65,781.00
911312106	UNITED PARCEL SVC INC	425.000	31,159.90	31,105.75
902973304	US BANCORP DEL	1775.000	54,996.25	48,013.75
885215566	THORNBURG INTL VALUE FUND	10301.983	264,967.00	253,222.74
87612E106	TARGET CORP	475.000	24,718.63	24,329.50
872540109	TJX COS INC NEW	1050.000	47,168.63	67,777.50
806857108	SCHLUMBERGER LTD	475.000	27,860.54	32,447.25
780259206	ROYAL DUTCH SHELL PLC	650.000	45,205.23	47,508.50
767204100	RIO TINTO PLC	400.000	22,507.13	19,568.00
744320102	PRUDENTIAL FINL INC	500.000	23,714.65	25,060.00
742718109	PROCTER & GAMBLE CO	900.000	56,682.50	60,039.00
74144T108	PRICE T ROWE GROUP INC	500.000	19,312.50	28,475.00
74005P104	PRAXAIR INC	275.000	13,079.00	29,397.50
718172109	PHILIP MORRIS INTL INC	425.000	32,395.67	33,354.00
717081103	PFIZER INC	2075.000	31,963.87	44,903.00
713448108	PEPSICO INC	700.000	35,662.50	46,445.00
701094104	PARKER HANNIFIN CORP	350.000	19,895.12	26,687.50
693475105	PNC FINL SVCS GROUP INC	825.000	46,795.55	47,577.75
69331C108	PG&E CORP	675.000	31,079.03	27,823.50
674599105	OCCIDENTAL PETE CORP DEL	700.000	47,609.76	65,590.00
65339F101	NEXTERA ENERGY INC	350.000	18,838.75	21,308.00
594918104	MICROSOFT CORP	2675.000	74,590.94	69,443.00
487836108	KELLOGG CO	550.000	26,776.31	27,813.50
46625H100	J P MORGAN CHASE & CO	1750.000	82,216.74	58,187.50
46428R107	ISHARES S&P GSCI COMMODITY-INDEX	4850.000	148,427.00	159,953.00
464287473	ISHARES RUSSELL MIDCAP VALUE	5831.000	250,425.71	253,065.40
461202103	INTUIT	825.000	43,783.09	43,386.75

U/W JOHN CLARKE
05-6006062
Balance Sheet
12/31/2011



Cusip	Asset	Units	Basis	Market Value
460146103	INTERNATIONAL PAPER CO	1000.000	22,248.09	29,600.00
459200101	INTERNATIONAL BUSINESS MACHS	525.000	40,773.86	96,537.00
438516106	HONEYWELL INTL INC	500.000	21,687.50	27,175.00
437076102	HOME DEPOT INC	850.000	20,338.38	35,734.00
42809H107	HESS CORP	500.000	29,383.03	28,400.00
38141G104	GOLDMAN SACHS GROUP INC	400.000	50,290.98	36,172.00
369550108	GENERAL DYNAMICS CORP	800.000	52,816.32	53,128.00
30231G102	EXXON MOBIL CORP	650.000	4,486.09	55,094.00
302182100	EXPRESS SCRIPTS INC	800.000	19,466.32	35,752.00
291011104	EMERSON ELEC CO	400.000	19,137.24	18,636.00
268648102	EMC CORP	3300.000	37,257.57	71,082.00
237194105	DARDEN RESTAURANTS INC	575.000	27,269.38	26,208.50
202671913	AGGREGATE BOND CTF	53215.998	851,200.23	887,509.81
20030N101	COMCAST CORP	725.000	18,599.81	17,189.75
19765P810	COLUMBIA SMALL CAP CORE FUND	27492.016	383,070.68	408,806.28
197199813	COLUMBIA ACORN INTERNATIONAL	7625.367	246,463.78	261,626.34
197199409	COLUMBIA ACORN FUND	9812.425	246,583.48	270,430.43
17275R102	CISCO SYS INC	1800.000	47,156.04	32,544.00
166764100	CHEVRON CORP	300.000	19,531.50	31,920.00
14149Y108	CARDINAL HEALTH INC	1025.000	36,089.33	41,625.25
1261291M7	INTERM GOVT/CREDIT BOND CTF	94331.729	1,141,116.96	1,190,579.62
125509109	CIGNA CORP	575.000	25,232.16	24,150.00
09247X101	BLACKROCK INC	225.000	37,846.12	40,104.00
075887109	BECTON DICKINSON & CO	550.000	40,579.60	41,096.00
071813109	BAXTER INTL INC	900.000	45,955.89	44,532.00
03524A108	ANHEUSER BUSCH INBEV SA/NV	550.000	32,166.20	33,544.50
025537101	AMERICAN ELEC PWR INC	925.000	31,601.61	38,211.75
023135106	AMAZON COM INC	300.000	32,407.00	51,930.00
002824100	ABBOTT LABS	775.000	40,404.38	43,578.25
00206R102	AT&T INC	1900.000	34,432.12	57,456.00
	Cash/Cash Equivalent	177351.840	177,351.84	177,351.84
		Totals:	5,928,599.17	9,135,474.71