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### Form **990-PF**

# 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

		t of the Treasury	Note. The fo		i <b>reated as a Priva</b> be able to use a copy of thi			rting requirements.	<b>ZUII</b>
			r tax year beginning			, and e			
Na	me of	foundation	• "					A Employer identification	n number
_		.B. FOUR						06-1484294	Į.
		•	ox number if mail is not d		address)		Room/suite	B Telephone number	
			NET POINT	r ROAD				401-421-89	
	-	own, state, and Z		00007	0000			C If exemption application is i	pending, check here
_		TLE COME		<u> 02837-</u>			haub.	D 4 Favoran avanavration	a abaalchana 🕟 🦳
G	Спеск	all that apply:	Initial retur		Initial return of a	iormer public d	nanty	D 1. Foreign organization	s, check here
			Address c		Name change			Foreign organizations m 2. check here and attach c	eeting the 85% test,
Н.	Check	type of organiza			empt private foundation			1	
	_		nonexempt charitable		Other taxable private found	dation		E If private foundation sta under section 507(b)(1	
ı F			assets at end of year	J Accounts	· · · · · · · · · · · · · · · · · · ·	X Accr	ual	F If the foundation is in a	
6	from F	Part II, col (c), l			her (specify)			under section 507(b)(1	
	▶\$			-	mn (d) must be on cash	basis)			·
P	art I	→ (The total of amount)	venue and Expenses unts in columns (b), (c), a the amounts in column	nd (d) may not	(a) Revenue and expenses per books	(b) Net in		(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1	Contributions, g	lifts, grants, etc., rece	eived				N/A	
	2		the foundation is not required	to attach Sch B					
	3	Interest on savings cash investments	and temporary			1			
	4		nterest from securitie	es	23,994	. 2	3,994.		STATEMENT 1
	'.'	Gross rents							,
		Net rental income			42,949				
9	B oa	Gross sales price f	rom sale of assets not on for all	1,928.	42,747	•	-		
o i do i do	7	assets on line 6a Capital gain net inc	come (from Part IV, line 2	•		4	2,949.		
å	<u>.</u>	Net short-term	•	,					
	9	Income modific	ations						
	10a	Gross sales less re and allowances	eturns						
	b	Less Cost of good	ds sold						
	C	Gross profit or (	(loss)						
	11	Other income			66.042		C 043		
	12	Total. Add lines			66,943	ľ	<u>6,943.</u> 0.		0.
	13	•	officers, directors, trustee salaries and wages	es, etc	0	•	<u> </u>		
ā	15		employee benefits						
7107	2 16a	Legal fees		rmt 2	270	•	270.		0.
7	į b	Accounting fees	s S'	гмт 3	3,185	•	3,185.		0.
7107 T o	ទី c	Other professio	nal fees						
֝֟֝֝֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓	17	Interest			<u> </u>	ļ			<u> </u>
ALC JUL	18	Taxes	d depletion REC	EMIVED	909	•	909.		0.
١ ۽	2 19	Depreciation an	d depletion KEV		701	<del> </del>			
ן בֿ	20				131	<del></del>			
	22	Printing and pu	nces and meetings	23 2012					-
֓֞֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓֓	٦	Other expenses	S'	MEN5 U	195		195.		0.
<b>)</b> {	24		and administrative	DEN, O					
7	23		lines 13-through 23		4,559		4,559.		0.
C	25	Contributions, (	gifts, grants paid		45,600				45,600
	26		and disbursements						
_	-	Add lines 24 an			50,159	•	<u>4,559.</u>		45,600
		Subtract line 26			16 704				
	- 1		over expenses and dish		16,784		204		
	1		t income (if negative, ei come (if negative, ente				2,384.	N/A	<del> </del>

Fòr	m 99	0-PF (2011) G.P.B. FOUNDATION	<u> </u>	06-1	1484294 Page 2
Гр	art	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of	
_	art	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	117,134.	127,467.	127,467.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable ►			
		Less; allowance for doubtful accounts <b>&gt;</b>			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other			
		disqualified persons			
	7	Other notes and loans receivable			
		Less; allowance for doubtful accounts ▶			
ţ	8	Inventories for sale or use			
Assets	9	Prepaid expenses and deferred charges			
4	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 6	860,042.	866,493.	788,120.
	C	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis			
		Less accumulated depreciation			
	12	Investments - mortgage loans			
	13	Investments - other			<u> </u>
	14	Land, buildings, and equipment: basis			
		Less accumulated depreciation			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers)	977,176.	993,960.	<u>915,587.</u>
	17	Accounts payable and accrued expenses			
	18	Grants payable			
S	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
abi	21	Mortgages and other notes payable			
	22	Other liabilities (describe )			
_	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here			
		and complete lines 24 through 26 and lines 30 and 31.			
or Fund Balances	24	Unrestricted	977,176.	993,960.	
<u>la</u> n	25	Temporarily restricted			
Ba	26	Permanently restricted			
핕		Foundations that do not follow SFAS 117, check here			
Ę		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
Net Assets	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
As	29	Retained earnings, accumulated income, endowment, or other funds			
ş	30	Total net assets or fund balances	977,176.	993,960.	
_	31	Total liabilities and net assets/fund balances	977,176.	993,960.	
F	art	III Analysis of Changes in Net Assets or Fund B	Balances		
_				·	
1		I net assets or fund balances at beginning of year - Part II, column (a), line	30		000 406
		st agree with end-of-year figure reported on prior year's return)		1	977,176.
		r amount from Part I, line 27a		2	16,784.
3		er increases not included in line 2 (itemize)	<del></del>	3	0.
4		lines 1, 2, and 3		4	993,960.
5		reases not included in line 2 (itemize)		5	0.
<u>6</u>	I ota	I net assets or fund balances at end of year (line 4 minus line 5) - Part II, c	olumn (b), line 30		993,960.
					Form <b>990-PF</b> (2011)

	cribe the kind(s) of property sold arehouse; or common stock, 200			b) How acd P - Purcl D - Dona	quired hase ition	(c) Date ac (mo., day		(d) Date sold (mo., day, yr.)
VARIOUS - SEE	ATTACHED				P	VARIC	US	VARIOUS
VARIOUS - SEE	ATTACHED				P	VARIC	US	VARIOUS
						-		
	T			-				
(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale			(h) Gai (e) plus (	n or (loss f) minus	(g)
241,853.			249,895					<8,042 50,992
390,075.			339,084	4.				50,99
O		<u> </u>	40/04/00					
Complete only for assets snowl	ng gain in column (h) and owned	-1		$\dashv$		<ol> <li>Gains (Co I. (k), but no</li> </ol>		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69		cess of col. (1) col. (1), if any		CO	Losses (f	rom col.	(h))
	as 01 12/3 1/03	- Over	Col. (j), it ally					0 0 4
<u>.                                    </u>		<del></del>	· · · · · · · · · · · · · · · · · · ·				<del></del>	<8,04; 50,99
			·					50,99
<del></del>				-				
<del>.</del>				$\overline{}$				
O	If gain, also	enter in Part I, line er -0- in Part I, line	7	)				42.04
Capital gain net income or (net c	apital loss) (loss), enti	er -0- in Part I, line	/	J 2				42,94
Net short-term capital gain or (lo		5) and (6):		۱				
If gain, also enter in Part I, line 8	• •			<b> </b>			N/A	
If (loss), enter -0- in Part I, line 8  art V Qualification U	Inder Section 4940(e)	for Peduced	Tay on Not	Investo	ont Inc	como	IN / P	
s the foundation liable for the sec 'es," the foundation does not qua	ılıfy under section 4940(e). Do n	ot complete this pa	ert.					Yes X
Enter the appropriate amount in		instructions before	making any entries			<del></del>		(4)
(a) Base period years	(b) Adjusted qualifying	a distributions	Net value of non	(C) Icharitable-	ilee aesete		Distri	(d) bution ratio
Calendar year (or tax year beginn	ing in) Adjusted qualitying		Net value of flori				:OL (D) 01	vided by col. (c))
2010		39,600.			$\frac{1,499}{7}$			.0459
2009		32,798.			7,582			.0444
2008		34,650.			$\frac{6,196}{0.14}$			.0382
2007 2006		48,600. 30,800.			0,147 5,618			.0565
2000		30,800.			<u>J, 01</u>	3.		• 0333
Total of line 1, column (d)								.2386
Average distribution ratio for the	5-year hase period - divide the t	total on line 2 by 5	or by the number of	of veare		2		• 2300
the foundation has been in exist	•	iotal on line 2 by 5,	or by the number t	Ji years		3		.0477
the foundation has occur in exist	silice ii iess tilali s years					"		•04//
Enter the net value of noncharita	ble-use assets for 2011 from Pa	rt X, line 5				4		954,13
Multiply line 4 by line 3						5		45,54
Enter 1% of net investment inco	me (1% of Part I, line 27b)					6		62
Add lines 5 and 6						7		46,17
Enter qualifying distributions fro	m Part XII, line 4							45.60
4						8		45,60

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_	art VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or	4948 ·	· see i	nstru	ctio	<u>1s)</u>
1a	Exempt operating foundations described in section 4940(d)(2), check here 🕨 🔲 and enter "N/A" on line 1.	İ				
	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%	1			1,2	<u>48.</u>
	of Part I, line 27b		ĺ			
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				0.
3	Add lines 1 and 2	3			1,2	48.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4				0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5			1,2	48.
6	Credits/Payments:					
а	2011 estimated tax payments and 2010 overpayment credited to 2011 6a	_				
b	Exempt foreign organizations - tax withheld at source	7				
C	: Tax paid with application for extension of time to file (Form 8868)	7	1			
d	Backup withholding erroneously withheld		1			
7	Total credits and payments. Add lines 6a through 6d	7				0.
	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached	8				16.
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed SEE STATEMENT 7	9			1,2	
	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10				
	Enter the amount of line 10 to be: Credited to 2012 estimated tax	11				
	art VII-A   Statements Regarding Activities					
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or interven	e in	· · · ·		Yes	No
	any political campaign?			1a		X
ь	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?			1b		X
Ī	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials publish	ed or		"		
	distributed by the foundation in connection with the activities					
c	Did the foundation file Form 1120-POL for this year?			1c		X
	I Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:					
	(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0	_				
	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation	_				
	managers. ►\$0.					
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?			2		х
-	If "Yes," attach a detailed description of the activities.					
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation,	٥r				
Ŭ	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	0.		3		Х
42	a Did the foundation have unrelated business gross income of \$1,000 or more during the year?			4a		X
	olf "Yes," has it filed a tax return on Form 990-T for this year?	N	/A	4b	-	
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		,	5		X
-	If "Yes," attach the statement required by General Instruction T.			<u> </u>		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:					
Ŭ	By language in the governing instrument, or					
	<ul> <li>By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the sta</li> </ul>	te law				
	remain in the governing instrument?	io iuii		6	x	
7	Did the foundation have at least \$5,000 in assets at any time during the year?			7	X	
•	If "Yes," complete Part II, col (c), and Part XV.			<b>'</b> -	- 42	
g.	a Enter the states to which the foundation reports or with which it is registered (see instructions)					
96	RI					
L	o If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)					
		MENT TO	8 '	0.		v
0	·		0	8b		_X_
3	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for ca	ici iugi				v
40	year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV			9		X
ıv	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses			10	1	ι Λ.

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	art 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	х	
	Website address ► N/A			
14	The books are in care of ► GRETA P. BROWN  Telephone no. ► 401 – 4	21-89	900	
	Located at ▶99 E. SAKONNET POINT RD, LITTLE COMPTON, RI ZIP+4 ▶0			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		<b></b>	
	and enter the amount of tax-exempt interest received or accrued during the year	N.	/A	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank,		Yes	No
	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	1,0		
	country			
Pa	art 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
1:	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?	,		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?	,		
	(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.)			
	o If any answer is "Yes" to 1a(1)-(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations			
•		4.		
	· · · · · · · · · · · · · · · · · · ·	1b		
	Organizations relying on a current notice regarding disaster assistance check here			
•	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected		1	7.7
_	before the first day of the tax year beginning in 2011?	1c		<u>X</u>
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation	1		
	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?			
	If "Yes," list the years \( \bigcup_{\text{\tiket{\texi}\text{\text{\text{\texi}\text{\text{\texict{\text{\text{\text{\texit{\texi\texi{\texi}\text{\texi}\text{\texit{\texi{\texi{\texi{\texi{\texi{\texi{\texi}\texit{			
	Are there any years listed in 2a for which the foundation is <b>not</b> 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.) N/A	2b		<del></del>
	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.			
	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
3				
	during the year?			
١	o 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.) N/A	3b		
	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
١	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 leopardy before the first day of the tax year beginning in 2011?	l ah		x

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Part VII-B Statements Regarding Activities for Which	Form 4720 May Be	Required (contin	ued)	
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section)	on 4945(e))?	Ye	es 🗶 No	
(2) Influence the outcome of any specific public election (see section 4955);	or to carry on, directly or indii	rectly,		
any voter registration drive?		Yo	es X No	
(3) Provide a grant to an individual for travel, study, or other similar purpose	95?	Y	es X No	
(4) Provide a grant to an organization other than a charitable, etc., organization				
509(a)(1), (2), or (3), or section 4940(d)(2)?		☐ Y	es X No	
(5) Provide for any purpose other than religious, charitable, scientific, literar	v. or educational purposes, or			
the prevention of cruelty to children or animals?	,,,		es X No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify u	nder the exceptions described			
section 53.4945 or in a current notice regarding disaster assistance (see inst		riogalationo	N/A	5b
Organizations relying on a current notice regarding disaster assistance check	•			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption		ainad		
expenditure responsibility for the grant?		N/A Y	es 🔲 No	
If "Yes," attach the statement required by Regulations section 53.49				
, , , ,	• •			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	o pay premiums on		es X No	
a personal benefit contract?		Y0		AL 3
<b>b</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			[TT]	
7a At any time during the tax year, was the foundation a party to a prohibited tax		Ye	es X No	
b If "Yes," did the foundation receive any proceeds or have any net income attri				7b
Part VIII Information About Officers, Directors, Trus Paid Employees, and Contractors	tees, Foundation Ma	anagers, Higni	У	
List all officers, directors, trustees, foundation managers and their	r compensation.			
	(b) Title, and average	(c) Compensation	(d) Contributions to	(e) Expense
(a) Name and address	hours per week devoted	(If not paid,	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other
CDEMY D DDOMY	to position	enter -0-)	compensation	allowances
GRETA P. BROWN	_PRESIDENT/TRI	LASUKEK		
99 E. SAKONNET POINT ROAD				
LITTLE COMPTON, RI 02837	2.00	0.	0.	0.
JAMES P. BROWN, III	_VICE PRESIDE	N.T.		
1475 THIRD AVENUE, APT 8N	- 0.00			
NEW YORK, NY 10212	0.00	0.	0.	0.
SCOTT P. BROWN	_VICE PRESIDE	NT		-
63 LOVETT STREET			_	_
BEVERLY, MA 01915	0.00	0.	0.	_0.
KRISTIN M. BROWN	_VICE PRESIDE	NT	}	
31 CHURCH STREET				
NORWICH, VT 05055	0.00	0.	0.	0.
2 Compensation of five highest-paid employees (other than those in		, enter "NONE."	(d) Contributions to	4 > 5
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000			<b></b>	0

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Part VIII Information About Officers, Directors, Trustees, Found Paid Employees, and Contractors (continued)	ation Managers, Highly		_
3 Five highest-paid independent contractors for professional services. If none, enter	er "NONE."		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Cor	npensation
NONE	(4)	(-, -	
	<del></del>		
	<b>-</b>		
		<del></del>	
Total number of others receiving over \$50,000 for professional services		•	0
Part IX-A Summary of Direct Charitable Activities			
List the foundation's four largest direct charitable activities during the tax year. Include relevant statis	stical information such as the		<del></del>
number of organizations and other beneficiaries served, conferences convened, research papers pro		Expense	:S
1N/A			
2		<del>-</del> .	
3			
4			
Part IX-B   Summary of Program-Related Investments			
Describe the two largest program-related investments made by the foundation during the tax year or	n lines 1 and 2.	Amount	
1N/A			
2			
All other program-related investments. See instructions.			
3			
Total Add lines 1 through 3			

Form **990-PF** (2011)

Page 8

P	art X Minimum Investment Return (All domestic foundations must complete this part Foreign four	ndations	s, see instructions )
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
-	Average monthly fair market value of securities	1a	888,058.
	Average of monthly cash balances	1b	80,611.
	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	968,669.
_	Reduction claimed for blockage or other factors reported on lines 1a and		
Ī	1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	968,669.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	14,530.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	954,139.
6	Minimum investment return. Enter 5% of line 5	6	47,707.
	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and foreign organizations check here   and do not complete this part.)	id certain	
1	Minimum investment return from Part X, line 6	1	47,707.
2a	Tax on investment income for 2011 from Part VI, line 5		•
b	Income tax for 2011. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	1,248.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	46,459.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	46,459.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	46,459.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а		1a	45,600.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a		3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	45,600.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	45,600.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation (4940(e) reduction of tax in those years.	qualifies f	or the section

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#### Part XIII Undistributed Income (see instructions)

1 Distributable amount for 2011 from Part XI, inne 7  2 Undestibuted amount, if any, as of the end of 2011 a Enter amount for 2010 only b Total for prior years:  3 Excess distributions carryover, if any, to 2011:  2 From 2006  2		(a) Corpus	(b) Years prior to 2010	(c) 2010	( <b>d)</b> 2011
2 Understoeder scener, 4 any, as of the send of 2011		33,743		2070	<u> </u>
Screen destribution carryover, if any, to 2011:   a From 2006					46,459.
3 Excess distributions carryover, if any, to 2015; a From 2006				0	
3 Excess distributions carryover, if any, to 2011: a From 2006				<u> </u>	· · · · · · · · · · · · · · · · · · ·
\$ Excess distributions carryover, I any, to 2011; a From 2006	b Total for prior years:		0		
b From 2007	3 Excess distributions carryover, if any, to 2011:		0.		
b From 2007	a From 2006 2,580.				
From 2008 d From 2010 f Total of lines 3a through e  1 Total of lines 4a through e  1 Total	<b>b</b> From 2007 14,703.				
e From 2010	<b>c</b> From 2008				
1 Total of lines 3a through e 4 Qualifying distributions for 2011 from Part XII, Ime 4* № \$	<b>d</b> From 2009				
4. Qualitying distributions for 2011 from Part XII, line 4: ** \$ 45,600. a Applied to 2010, but not more than line 2a	e From 2010				
4. Qualitying distributions for 2011 from Part XII, line 4: ** \$ 45,600. a Applied to 2010, but not more than line 2a	f Total of lines 3a through e	17,283.			
Part XII, line 4. ► \$ 45,600.  a Applied to 2010, but not more than line 2a b Applied to undistributed income of pror years (Election required - see instructions)  c Treated as distributions out of corpus (Election required - see instructions)  d Applied to 2011 distributable amount e Remaning amount distributed out of corpus 0.  5 Excess distributions carryover applied to 2011 must be aboven in column (a) 1.	4 Qualifying distributions for 2011 from				
a Appled to 2010, but not more than line 2a b Appled to undstributed income of prior years (Election required -see instructions) c Treated as distributions out of corpus (Election required -see instructions) d Appled to 2011 distributed amount of Remaining amount distributed out of corpus 5 Excess distributions carryove apple to 2011 distributed out of corpus 6 Excess distribution carryove apple to 2011 distributed for the continuity of the same amount must be above in octurn (a), the same amount must be above in octurn (b), the same amount must be above in octurn (b), the same amount must be above in octurn (b). The same amount must be above in octurn (b) and the same amount octurn (b) and the same amount octurn (b). The same amount must be above in octurn (b) and the same amount octurn (b) and the same amount octurn (b). The same amount octurn (b) and the same amount octurn (b) and the same amount octurn (b) and the same amount octurn (b). The same amount octurn (b) and the s					
years (Election required - see instructions) c Treated as distributions out of corpus (Election required - see instructions) d Applied to 2011 distributable amount e Remaining amount distributed out of corpus 5 Excess distributions carpyover applied 12011 (iff an amount appears in column (a)) 6 Enter the net total of each column as indicated below: a Corpus Add times 31, 4c, and 4c Subtract line 5 b Prior years' undistributed income. Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 494(a) tax has been previously assessed d Subtract line 6b from line 6b. Taxable amount - see instructions e Undistributed income for 494(a) tax has been previously assessed Undistributed income for 2010. Subtract line 4a from line 2c. Tudistributed income for 2011. Subtract line 4a from line 2 c. Tudistributed income for 2011. Subtract line 4a from line 2 c. Tudistributed income for 2011. Subtract line 4a from line 2 c. Tudistributed income for 494(2)(3x) Assessed and 5 from line 1. This amount must be distributed in 2012  Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(f) or 4942(b)(3)  Excess distributions carryover from 2006 not applied on line 5 or line 7  Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  10. Analysis of line 9:  Excess from 2009  Excess from 2009  d Excess from 2001	-			0.	
e Treated as distributions out of corpus (Election required - see instructions) d Applied to 2011 distributable amount e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2011 6 Enter the net total of each column as indicate below: 1 Corpus Add mes 31, 4c, and 4e Subtract line 5 9 Prior years' undistributed income. Subtract line 4b from line 2b 6 Enter the amount of prior years' undistributed income. Subtract line 4b from line 2b 6 Enter the amount of prior years' undistributed income for which a notice of deticiency has been sizued, or on which the section 494/2(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount - see instructions e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions e 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(b)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess from 2008 e Excess from 2009 d Excess from 2009 d Excess from 2009 d Excess from 2009 d Excess from 2001 e Excess from 2009 d Excess from 2010 e Excess from 2001 e Excess from 2001 e Excess from 2010 e Excess from 2011	<b>b</b> Applied to undistributed income of prior		<del></del>		
c Treated as distributions out of corpus (Election required - see instructions) d Applied to 2011 distributable amount e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 201 6 Enter the net total of each column as indicated below: To expuse Add inse 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed income. Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income. Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been sissed, or on which the section 4947(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount - see instructions e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions e Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 Amounts Tested as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(b)(3) S Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess from 2007 14, 703. B Excess from 2008 c Excess from 2009 d Excess from 2009 d Excess from 2001 d Excess from 2001 d Excess from 2001 e Excess from 2001			0.		
d Applied to 2011 distributable amount e Remaining amount distributed out of corpus E Excess additions carryover people to 2011 (if an amount appears in column (ii), the same amount must be shown in column (ii).  E Enter the net total of each column as indicated below:  a Corpus Addines 31, 4c, and 4e Subtract line 5 b Prior years' undistributed income. Subtract line 4b from line 2b. E Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount - see instructions e Undistributed microme for 2010. Subtract line 4a from line 2a. Taxable amount - see instr. Undistributed microme for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed on 2012  A mounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(q)(3)  8 Excess distributions carryover from 2006 not applied on line 5 or line 7  Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  10. Analysis of line 9: a Excess from 2008 c Excess from 2009 d Excess from 2001 e Excess from 2001 e Excess from 2011	· · · · · · · · · · · · · · · · · · ·				
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(if an amount appears in column (d), the same amount must be shown in column (a).  6 Enter the net total of each column as indicated below:  a Corpus Add ines 31, 4c, and 4e. Subtract line 5 b Prior years' undistributed income. Subtract line 4b from line 2b c. Enter the amount of pror years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.  d Subtract line 6b from line 6b. Taxable amount - see instructions e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions e 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(p)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2009 d Excess from 2010 e Excess from 2010 e Excess from 2010 e Excess from 2011	r-	0.			
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4a from line 2a. Taxable amount - see instr.  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)  8 Excess distributions carryover from 2006 not applied on line 5 or line 7  9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9:  a Excess from 2007  b Excess from 2008  c Excess from 2009  d Excess from 2010  e Excess from 2011	amount - see instructions		0.		
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)  8 Excess distributions carryover from 2006 not applied on line 5 or line 7  9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010 e Excess from 2011	e Undistributed income for 2010. Subtract line		·		
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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)  8 Excess distributions carryover from 2006 not applied on line 5 or line 7  9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9:  a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010 e Excess from 2011	f Undistributed income for 2011. Subtract				
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section 170(b)(1)(F) or 4942(g)(3)  8	7 Amounts treated as distributions out of				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7  9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  14,703.  14,703.  14,703.  b Excess from 2007 b Excess from 2009 d Excess from 2010 e Excess from 2011	corpus to satisfy requirements imposed by				
not applied on line 5 or line 7  9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9: a Excess from 2007 b Excess from 2008 c Excess from 2010 e Excess from 2011	section 170(b)(1)(F) or 4942(g)(3)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9: a Excess from 2007 b Excess from 2008 c Excess from 2010 e Excess from 2011	8 Excess distributions carryover from 2006				
Subtract lines 7 and 8 from line 6a  10 Analysis of line 9:  a Excess from 2007  b Excess from 2008  c Excess from 2010  e Excess from 2011	not applied on line 5 or line 7	1,721.			
a Excess from 2007 b Excess from 2008 c Excess from 2010 e Excess from 2011	-			•	
a Excess from 2007 b Excess from 2008 c Excess from 2010 e Excess from 2011		14,703.			
b Excess from 2008 c Excess from 2010 e Excess from 2011	10 Analysis of line 9:				
c Excess from 2009 d Excess from 2010 e Excess from 2011					
d Excess from 2010 e Excess from 2011	<del></del>				
e Excess from 2011					
	-				
	e Excess from 2011				5 000 DE :==

	FOUNDATION _		<del> </del>		184294 Page 10
Part XIV Private Operating Fo	oundations (see in	structions and Part V	II-A, question 9)	N/A	
1 a If the foundation has received a ruling or	determination letter that	t it is a private operating			
foundation, and the ruling is effective for	2011, enter the date of	the ruling	<b>▶</b>	·	
b Check box to indicate whether the found	ation is a private operatii	ng foundation described		4942(j)(3) or4	942(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
investment return from Part X for					
each year listed					
<b>b</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					
(1)				<del> </del>	
(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 Info	rmation (Comple	te this part only	if the foundation	n had \$5,000 or m	ore in assets
at any time during t					
1 Information Regarding Foundatio		······································			<del></del> .
a List any managers of the foundation wh	_	than 2% of the total cor	stributions received by the	a foundation before the cla	ace of any tax
year (but only if they have contributed in			ithibutions received by the	s loundation before the cit	ose of any tax
GRETA P. BROWN		( , , , ,			
b List any managers of the foundation wh	o own 100/ or more of th	a stock of a corporation	/or an aqually large port	una of the ownership of a	nortnarabio or
other entity) of which the foundation has			(or all equally large port	ion of the ownership of a p	parmership or
NONE	<b>g</b>				
		0.1	· · · · · · · · · · · · · · · · · · ·		<del></del>
2 Information Regarding Contribution			-		aata faa fiirada 16
Check here <b>\bigsiz</b> If the foundation of the foundation makes gifts, grants, etc.					
			<del></del>	omplete items za, u, c, ar	<del></del>
a The name, address, and telephone num	ber of the person to who	m applications should b	e addressed:		
<b>b</b> The form in which applications should be	e submitted and informa	ition and materials they	should include:		
An			· · · · · · · · · · · · · · · · · · ·		
c Any submission deadlines:					
d Any restrictions or limitations on awards	s, such as by geographic	al areas, charitable fields	s, kinds of institutions, or	other factors:	
-			<b>, -</b> .		

06-1484294 Page 11

3 Grants and Contributions Paid During Recipient	If recipient is an individual	Payment		
Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
	or substantial contributor	recipient		<del></del>
a Paid during the year				
1000 WATER TODG	.,,			
1000 HAITI JOBS	N/A	PUBLIC	TO SUPPORT CHARITABLE	1,000
				2,000
AUDOBON SOCIETY	N/A	PUBLIC	TO SUPPORT CHARITABLE	
			MISSION	500
BROOKWOOD SCHOOL	N/A	PUBLIC	TO SUPPORT CHARITABLE	
			MISSION	500
PROUNT CHOPME POINTAMION	7/3	DUDI TO	TO GUDDODE GUADIENTE	
BROWN SPORTS FOUNDATION	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	1,500
EPISCOPAL CHARITIES FUND	N/A	PUBLIC	TO SUPPORT CHARITABLE	
	COMMITTED TO CHE	<u> </u>	MISSION	500
b Approved for future payment	CONTINUATION SHE	ET(S)	<u> </u>	45 600
b Approved for latere payment				
NONE				
		-		
Total		1	<b>▶</b> 3b	0

#### Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelate	ed business income	Exclu	ded by section 512, 513, or 514	(e)
-	(a) Business	(b) Amount	(C) Exclu- sion	(d) Amount	Related or exempt function income
1 Program service revenue:	code		code	7,11100111	
a			<u> </u>		
b			<u> </u>		
c					
d					
e			_		
f	-				
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash					<del></del>
- · · · ·					
investments			1.4	02 004	<u>.                                    </u>
4 Dividends and interest from securities			14	23,994.	
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					
			18	42,949.	
than inventory			10	44,343.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
C					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		66,943.	0.
13 Total. Add line 12, columns (b), (d), and (e)			I		66,943.
(See worksheet in line 13 instructions to verify calculations.)				.~_	00,743.
				_	
Part XVI-B Relationship of Activities to	the Acc	omplishment of Ex	emp	t Purposes	
Line No. Explain below how each activity for which incom	no in reported	in column (a) of Part VVII A	contrib	autad importantly to the secon	nolinhment of
t mire in a company of the month of			COILLI	buted importantly to the accom	ipiisiiiileiit oi
the foundation's exempt purposes (other than t	by providing in	mus for such purposes).			
		<del></del>			<del></del>
				,	
					<del> </del>
		<del></del>			
				***	<del></del> .

Part X	VII	Information Re Exempt Organ	•	sfers To a	and T	ransactions a	and Relations	ships With Nonc	haritable	•	
1 Did t	he ora	<del></del>		of the followin	na with a	any other organization	nn described in sec	in described in section 501(c) of			
		other than section 501(c)			-			311011 30 1(0) 01		Yes	
	•	rom the reporting founda			-		neutiono .				l
(1)		o and roporating rounds	2	olo oxompt or	gumzum	o o.,			1a(1)	'	x
	Other a	assets							1a(2)		X
<b>b</b> Other											_ <del></del> _
		of assets to a noncharital	ble exempt organiza	tion					16(1)		х
		ises of assets from a noi							1b(2)		X
(3)	Rental	of facilities, equipment,	or other assets						1b(3)		Х
(4)	Reimb	ursement arrangements							1b(4)		X
(5)	Loans	or loan guarantees							1b(5)		X
(6)	Perfori	mance of services or me	mbership or fundra	ising solicitatio	ons				1b(6)		X
c Shar	ing of	facilities, equipment, ma	iling lists, other asse	ets, or paid em	ployees	<b>;</b>			1c		X
<b>d</b> If the	answ	er to any of the above is	"Yes," complete the	following sche	edule. Co	olumn (b) should ah	ways show the fair	market value of the good	is, other ass	ets,	
. or se	rvices	given by the reporting fo	oundation. If the fou	ndation receive	ed less	than fair market valu	ue in any transactio	on or sharing arrangemen	nt, show in		
colur	<del>, , ,</del>	the value of the goods,									
a) Line no	(	b) Amount involved	(c) Name o	f noncharitable	e exemp	t organization	(d) Description	on of transfers, transactions,	and sharing an	rangeme	nts
	1			N/A							
	1										
	-										
	<del>                                     </del>							-			
	<del> </del>										
	+										
	+										
	+										
	+			<u> </u>	<del></del>						
	+				_						
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	┿	<del></del>					<del></del>				
	┿			<del></del>	<del>.</del>		<del>-  </del>				
								<del></del>			
2a le the	e foun	dation directly or indirect	thy affiliated with or	related to one	or mor	a tay-ayamat araan	l Izatione described				
		501(c) of the Code (other	-			•	izations described		Yes	Y	] No
		mplete the following sch		,,(0,) 01 111 3001	11011 021				103		J 140
	<del>, , , , , , , , , , , , , , , , , , , </del>	(a) Name of org			<b>(b)</b> Ty	pe of organization		(c) Description of relation	onship		
		N/A	<u>:</u>			•			<del>i</del>		
									· .		
		penalties of perjury, I declare							May the IRS	discuss	this
Sign	and bel	ief, it is true, correct, and cor	nplete Declaration of pi	reparer (other tha	ın taxpay	er) is based on all inform	nation of which prepar	rer has any knowledge	return with th shown below	e prepar	er
Here	_	MAJas	Dlow	$\sim$		7/17//~	PRESI	DENT	X Yes		No
	Signa	ature of officer or trustee	}			Date	Title				
		Print/Type preparer's na	ame	Preparer's s			Date	Check If PT	IN		_
	- 1	MATTHEW BR	ENNAN,	7	$\sum_{n}$	-, CPA	self- employed				
Paid	Į	CPA MST				PA	1/12/242	F	00437	454	
Prepa		Firm's name ► YKS	M, LTD.					Firm's EIN ▶ 05-			
Use O										_	
		Firm's address ► 27									
		PR	ROVIDENCE	, RI 02		Phone no. 401	273-	180	0		

Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Foundation status of Purpose of grant or contribution show any relationship to Amount any foundation manager Name and address (home or business) or substantial contributor recipient FRIENDS OF SAKONNET LIGHT N/A PUBLIC TO SUPPORT CHARITABLE MISSION 2,000. PUBLIC TO SUPPORT CHARITABLE GROTON SCHOOL N/A 500. MISSION HOLDERNESS SCHOOL N/A PUBLIC TO SUPPORT CHARITABLE MISSION 300. N/A PUBLIC TO SUPPORT CHARITABLE LINCOLN SCHOOL MISSION 500. PUBLIC TO SUPPORT CHARITABLE LITTLE COMPTON COMMUNITY N/A 500. MISSION N/A PUBLIC TO SUPPORT CHARITABLE NORRIS COTTON CANCER CENTER MISSION 500. SAKONNET PRESERVATION ASSOCIATION N/A PUBLIC TO SUPPORT CHARITABLE MISSION 500. TO SUPPORT CHARITABLE SAVE THE BAY N/A PUBLIC 500. MISSION TO SUPPORT CHARITABLE SCA N/A PUBLIC MISSION 500. N/A PUBLIC TO SUPPORT CHARITABLE ST. ANDREWS BY THE SEA MISSION 11,000. Total from continuation sheets 41 600.

G.P.B. FOUNDATION

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Foundation status of Purpose of grant or show any relationship to Amount contribution any foundation manager Name and address (home or business) recipient or substantial contributor ST. LAWRENCE UNIVERSITY N/A PUBLIC TO SUPPORT CHARITABLE MISSION 5,000. THE GORDON SCHOOL PUBLIC TO SUPPORT CHARITABLE N/A MISSION 500. THE NATURE CONSERVANCY N/A PUBLIC TO SUPPORT CHARITABLE MISSION 10,000. TRINITY REPERTORY COMPANY N/A PUBLIC TO SUPPORT CHARITABLE MISSION 1,500. UNITED CONGREGATIONAL CHURCH A/N PUBLIC TO SUPPORT CHARITABLE MISSION 2,000. N/A WESTMINSTER SCHOOL PUBLIC TO SUPPORT CHARITABLE MISSION 300. WOMEN AND INFANTS DEVELOPMENT N/A PUBLIC TO SUPPORT CHARITABLE MISSION 5,000. TO SUPPORT CHARITABLE FRIENDS OF LITTLE COMPTON N/A PUBLIC MISSION 500. Total from continuation sheets

FORM 990-PF DIVIDEND	S AND	INTER	EST FROM	SECUE	RITIES	STATEMENT	1
SOURCE		GROSS	AMOUNT		TAL GAINS	COLUMN (A AMOUNT	)
BROWN, LISLE/CUMMINGS	-		23,994.		0.	23,994.	
TOTAL TO FM 990-PF, PART I, I	N 4	-	23,994.		0.	23,9	94.
FORM 990-PF		LEGAL	FEES			STATEMENT	2
DESCRIPTION	EXPE	A) NSES BOOKS			(C) ADJUSTED NET INCOM		
LEGAL FEES	_	270.	270				0.
TO FM 990-PF, PG 1, LN 16A =	270.		270.			0.	
FORM 990-PF	AC	COUNTI	NG FEES			STATEMENT	3
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET INV MENT IN	EST-			
ACCOUNTING FEES		3,185.	3	,185.			0.
TO FORM 990-PF, PG 1, LN 16B		3,185.	3	,185.			0.
FORM 990-PF	TAX		ES			STATEMENT	4
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET INV MENT IN	EST-	(C) ADJUSTED NET INCOM		
INCOME TAX FOREIGN TAXES		653. 256.		653. 256.			0.
TO FORM 990-PF, PG 1, LN 18		909.	· · · · · · · · · · · · · · · · · · ·	909.	· · · · · ·		0.

FORM 990-PF	OTHER E	XPENSES		STATEMENT 5		
DESCRIPTION	(A) (B) EXPENSES NET INVE PER BOOKS MENT INC					
INVESTMENT FEES	195.		195.			0.
TO FORM 990-PF, PG 1, LN 23	195. 1		195.		0.	
FORM 990-PF	CORPORAT	E STOCK			STATEMENT	6
DESCRIPTION			вос	OK VALUE	FAIR MARKET	r
1000 SHS JOHNSON & JOHNSON 2500 SHS DUKE ENERGY CORP 2000 SHS EMC CORP 2000 SHS CISCO SYS INC 3000 SHS GENERAL ELECTRIC 1500 SHS VERIZON COMMUNICATION 1500 SHS CHINA UNICOM (HONG R 1800 SHS CVS CAREMARK CORP 1000 SHS WASH TR BANCORP INC 1000 SHS ACCENTURE PLC 3000 SHS ALCOA INC 2000 SHS BRUKER CORP 2000 SHS CITIGROUP 1000 SHS EQT CORP 2000 SHS GAMCO GLOBAL GOLD 1000 SHS GENERAL MILLS INC 2000 SHS INTEL CORP 1000 SHS KRAFT FOODS INC 1000 SHS PALL CORP 3000 SHS TOWERSTREAM CORP 1000 SHS VALE S.A. SPONS ADR 1000 SHS NATUS MED INC 1000 SHS AMERICAN EXPRESS 1000 SHS CORNING INC 1500 SHS OF JOHNSON CTLS 2000 SHS LOWES COMP. 1000 SHS NEENAH PAPER INC 2000 SHS NEENAH PAPER INC 2000 SHS OLIN CORP 1000 SHS OLIN CORP 1000 SHS PERKINELMER INC 2000 SHS SUMMER INFANT INC 2000 SHS SUMMER INFANT INC	CONG) LTD			54,110.  38,588. 55,281. 68,774. 53,019.  0. 0. 39,222. 28,155. 0. 26,014. 32,183. 35,106. 0. 26,014. 32,183. 35,106. 0. 10,049. 68,391. 14,755. 44,741. 15,090. 48,187. 52,312. 21,215. 31,861. 19,598. 39,769. 17,226. 35,408.	65,58 43,08 36,16 35,82 60,18 25,95 24,84 21,52 28,22 40,41 6,36 73,35 9,43 47,17 12,98 46,89 50,76 22,32 24,74 19,65 30,00 14,08	0 30.

G.P.B. FOUNDATION	
1000 SHS WEYERHAEUSER	17,439.
TOTAL TO FORM 990-PF, PART II, LINE 10B	866,493.
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= F -	
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06-1484294

18,670.

788,120.

#### G P B FOUNDATION C/O LOUIS G MURPHY JR

SS#:

#### SCHEDULE OF CAPITAL GAINS AND LOSSES

Page 1

#### 01/01/2011 - 12/31/2011

SHARES OR FACE VALUE	SECURITY NAME	PURCHASE /SALE DATE	TOTAL COST	PROCEEDS	REALIZED GAIN/LOSS	LONG SHRT
1,000	WASHINGTON TRUST BANCORP INC	11/19/09 01/04/11	15,184.20	21,993.19	6,808.99	L/
1,000	ACCENTURE PLC CLS A	02/24/10 02/01/11	40,960.02	51,597.67	10,637.65	5
1,000	PALL CORP	11/30/10 02/17/11	45,599.01	54,476.95	8,877.94	5
1,000	BARCLAYS BANK PLC IPATH S&P 500 VIX SHORT TERM FUTURES	02/17/11 02/24/11	29,156.74	33,863.48	4,706.74	s /
1,000	EQT CORP COM WAS EQUITABLE RES INC	12/01/10 03/01/11	41,485.53	48,548.42	7,062.89	5
1,000	CVS CAREMARK CORP	11/06/09 03/29/11	29,930.74	33,126.95	3,196.21	l /
800	CVS CAREMARK CORP	07/08/10 03/29/11	23,713.40	26,501.56	2,788.16	s
1,800					5,984.37	
2,000	CITIGROUP INC	03/11/10 03/29/11	8,340.65	8,593.45	252.80	l
2,500	DUKE ENERGY CORP NEW COM	01/11/07 04/28/11	47,318.59	45,886.95	1,431.64	· L /
1,000	INTEL CORP	01/28/10 05/19/11	20,254.79	22,941.54	2,686.75	L /
1,000	INTEL CORP	08/31/10 05/19/11	18,160.57	22,941.54	4,780.97	s
2,000					7,467.72	_
3,000	TOWERSTREAM CORP	10/18/10 05/26/11	6,849.40	16,000.41	9,151.01	s
1,000	KRAFT FOODS INC CL A	05/06/10 07/07/11	30,125.27	35,423.98	5,298.71	L
1,000	SOUTHWESTERN ENERGY CO DELAWARE	03/01/11 07/18/11	38,747.20	46,966.01	8,218.81	
1,500	BARCLAYS BANK PLC IPATH S&P 500 VIX SHORT TERM FUTURES	03/29/11 08/08/11	46,442.81	49,669.15	3,226.34	s
500	BARCLAYS BANK PLC IPATH S&P 500 VIX SHORT TERM FUTURES	04/28/11 08/08/11	11,999.97	16,556.39	4,556.42	5/
2,000					7,782.76	
1,000	GENERAL ELECTRIC CO	01/30/08 12/01/11	25,334.30	15,515.96	9,8183	41
1,000	VALE S A ADR	09/28/10 12/01/11	31,304.20	22,952.97	8,351.23	· 🗸
1,000	VALE S A ADR	02/17/11 12/01/11	35,969.00	22,952.97	13,016.03	
2,000	China Unicon (Hora Yuna ) tad	Vanuus	14,784.31	15,974.82	1,188.5	
500	China Unicon (Hong Kong) Hod China Unicon (Hong Kong) LHd	various a/2011	4,238.04	7,987.41	1,749.	37 L

#### G P B FOUNDATION C/O LOUIS G MURPHY JR

SS#:

#### SCHEDULE OF CAPITAL GAINS AND LOSSES

Page 2

#### 01/01/2011 - 12/31/2011

SHARES OR FACE VALUE	SECURITY NAME	PURCHASE /SALE DATE	TOTAL COST	PROCEEDS	REALIZED GAIN/LOSS	LONG SHRT
1,500					2,937.	- 88
1,500 NOV	1,500 NOVAGOLD RESOURCES INC COM		21,078.29	11,452.97	9,625.32	2- L / =
			TOTAL SHORT TER	RM GAIN/LOSS:	50,990.90	
			TOTAL LONG TER	RM GAIN/LOSS:	8,042	l –
			тот	AL GAIN/LOSS:	42,91	19

#### Form **8868**

(Rev Jariuary 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

Form 8868 (Rev 1-2012)

 $\triangleright X$  If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box 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 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 Type or Name of exempt organization or other filer, see instructions. Employer identification number (EIN) or print G.P.B. FOUNDATION 06-1484294 File by the Number, street, and room or suite no. If a P.O. box, see instructions Social security number (SSN) due date for filing your 99 E. SAKONNET POINT ROAD return See City, town or post office, state, and ZIP code For a foreign address, see instructions. instructions LITTLE COMPTON, RI 02837-0000 0 4 Enter the Return code for the return that this application is for (file a separate application for each return) Return **Application Application** Return Is For Code Is For Code Form 990-T (corporation) Form 990 01 07 Form 990-BL 02 Form 1041-A 80 Form 4720 Form 990-EZ 01 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 GRETA P. BROWN The books are in the care of ▶ 99 E. SAKONNET POINT RD - LITTLE COMPTON, RI 02837 Telephone No ► 401-421-8900 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. I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2012 , to file the exempt organization return for the organization named above. The extension is for the organization's return for ► X calendar year 2011 or tax year beginning , and ending If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return Change in accounting period 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. За 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 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 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.

LHA

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** 

(Rev January 2012)

Department of the Treasury

#### Application for Extension of Time To File an **Exempt Organization Return**

File a separate application for each return.

• If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box

OMB No 1545-1709

ightharpoons

• If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form) 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 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 Employer identification number (EIN) or Name of exempt organization or other filer, see instructions Type or print 06-1484294 G.P.B. FOUNDATION File by the Number, street, and room or suite no. If a P.O. box, see instructions Social security number (SSN) due date for filing your 99 E. SAKONNET POINT ROAD return See City, town or post office, state, and ZIP code. For a foreign address, see instructions instructions 02837-0000 LITTLE COMPTON, RI 0 4 Enter the Return code for the return that this application is for (file a separate application for each return) Return Application Return Application Code Is For Code Is For 01 Form 990-T (corporation) 07 Form 990 Form 1041-A 08 Form 990-BL Form 4720 orm 990-EZ 01 09 Form 5227 10 orm 990-PF 05 Form 6069 Form 990-T (sec 401(a) or 408(a) trust) 11 12 Form 990-T (trust other than above) Form 8870 GRETA P. BROWN The books are in the care of ▶ 99 E. SAKONNET POINT RD - LITTLE COMPTON, RI 02837 Telephone No ► 401-421-8900 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 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2012 , to file the exempt organization return for the organization named above. The extension is for the organization's return for ► X calendar year 2011 or \_\_\_ tax year beginning , and ending 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 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 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

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