Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

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

Name of foundation
ELLIOTSVILLE PLANTATION INC
C/O JAMES W SEWALL COMPANY

A Employer identification number
13-4223002

Number and street (or P O box number if mail is not delivered to street address) 136 CENTER STREET PO BOX 433
Room/suite

B Telephone number (see page 10 of the instructions)
(207) 827-4456

City or town, state, and ZIP code
OLD TOWN, ME 044680433

C If exemption application is pending, check here ☐
D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 129,194,759

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 page 11 of the instructions))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,098,114	1,098,114	1,098,114	
	4	Dividends and interest from securities	1,022,769	1,022,769	1,022,769	
	5a	Gross rents	1,638	1,638	1,638	
	b	Net rental income or (loss) 1,638				
	6a	Net gain or (loss) from sale of assets not on line 10	575,316			
	b	Gross sales price for all assets on line 6a 29,796,041				
	7	Capital gain net income (from Part IV, line 2)		575,316		
	8	Net short-term capital gain			0	
	9	Income modifications			2,793,550	
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	2,697,837	2,697,837	4,916,071	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	52,000	0	0	52,000
	14	Other employee salaries and wages	46,660	0	0	46,660
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	25,340	0	0	25,340
	b	Accounting fees (attach schedule)	15,340	0	0	15,340
	c	Other professional fees (attach schedule)	845,887	249,201	249,201	596,686
	17	Interest	1,080	1,080	1,080	0
	18	Taxes (attach schedule) (see page 14 of the instructions)	297,991	11,053	11,053	286,938
	19	Depreciation (attach schedule) and depletion	595	0	2,039	
	20	Occupancy				
	21	Travel, conferences, and meetings	33,363	0	0	33,363
	22	Printing and publications				
	23	Other expenses (attach schedule)	313,299	266,625	266,625	7,803
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,631,555	527,959	529,998	1,064,130
	25	Contributions, gifts, grants paid	569,355			569,355
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,200,910	527,959	529,998	1,633,485
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	496,927			
	b	**Net investment income** (if negative, enter -0-)		2,169,878		
	c	**Adjusted net income** (if negative, enter -0-)			4,386,073	

Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
1	Cash—non-interest-bearing	3,256,533	45,386	45,386
2	Savings and temporary cash investments	5,500,329	4,064,142	4,064,142
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 page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)	5,294,163	10,296,574	10,791,889
b	Investments—corporate stock (attach schedule)	9,977,077	8,501,235	9,081,350
c	Investments—corporate bonds (attach schedule)	38,359,320	34,255,892	35,166,066
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	8,187,470	8,559,284	8,155,536
14	Land, buildings, and equipment basis ▶ 61,905,963			
	Less accumulated depreciation (attach schedule) ▶ 15,573	56,541,084	61,890,390	61,890,390
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	127,115,976	127,612,903	129,194,759
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)	0	0	
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	0	0	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	127,115,976	127,612,903	
30	**Total net assets or fund balances** (see page 17 of the instructions)	127,115,976	127,612,903	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	127,115,976	127,612,903	

Assets (lines 1–16); Liabilities (lines 17–23); Net Assets or Fund Balances (lines 24–31)

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	127,115,976
2	Enter amount from Part I, line 27a	2	496,927
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	127,612,903
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	127,612,903

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	575,316
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	-10,017

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 page 18 of 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	8,374,369	71,665,172	0 116854
2009	2,818,406	74,157,755	0 038006
2008	1,751,063	74,194,238	0 023601
2007	12,301,263	48,531,213	0 253471
2006	11,946,345	46,483,922	0 257000

2	**Total** of line 1, column (d).	2	0 688932
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 137786
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	69,588,218
5	Multiply line 4 by line 3.	5	9,588,282
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	21,699
7	Add lines 5 and 6.	7	9,609,981
8	Enter qualifying distributions from Part XII, line 4.	8	10,025,522

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 on page 18

Part VI **Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	21,699
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	21,699
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	21,699
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	43,793		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	38,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	81,793
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	60,094
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶	50,000	**Refunded** ▶	11	10,094

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	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			
e	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? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ME			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
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 on page 27)? *If "Yes," complete Part XIV*	9	Yes	
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶WWW KEEPMEBEAUTIFUL ORG

14 The books are in care of ▶DANIEL P DOIRON CPA Telephone no ▶(207) 772-1981

Located at ▶130 MIDDLE STREET PORTLAND ME ZIP+4 ▶04101

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

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

		Line	Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

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

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 page 22 of the 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 page 22 of the 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** No

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 page 22 of the 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
ROXANNE QUIMBY C/O ARB PO BOX 445 PORTLAND, ME 04112	EXECUTIVE DIRECTOR & DIRECTOR 32 00	0	0	0
HANNAH QUIMBY C/O ARB PO BOX 445 PORTLAND, ME 04112	SECRETARY & DIRECTOR 32 00	52,000	0	0
LUCAS ST CLAIR C/O ARB PO BOX 445 PORTLAND, ME 04112	PRESIDENT & DIRECTOR 40 00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over $50,000 ▶ 0

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 page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
JAMES W SEWALL COMPANY 136 CENTER STREET PO BOX 433 OLD TOWN, ME 044680433	LAND MANAGEMENT SERVICES	569,826
GOLDMAN SACHS 125 HIGH STREET 17TH FLOOR BOSTON, MA 021102704	INVESTMENT MNGMT & ADVICE	249,201
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 statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 THE PURCHASE OF APPROXIMATELY 4,937 ACRES OF LAND LOCATED IN T4R7, PENOBSCOT COUNTY, MAINE, AND APPROXIMATELY 6,575 ACRES OF LAND LOCATED IN T5R7, PENOBSCOT COUNTY, MAINE THE PURCHASE WAS MADE FOR CONSERVATION, HABITAT PRESERVATION, ENVIRONMENTAL RESEARCH, AND EDUCATIONAL PURPOSES	3,511,948
2 THE PURCHASE OF APPROXIMATELY 7,050 ACRES OF LAND LOCATED IN BOWERBANK & BARNARD TOWNSHIP, PISCATAQUIS COUNTY, MAINE THE PURCHASE WAS MADE FOR CONSERVATION, HABITAT PRESERVATION, ENVIRONMENTAL RESEARCH, AND EDUCATIONAL PURPOSES	2,244,706
3 EXPENDITURES FOR MAINTENANCE, UPKEEP, ECOLOGICAL SURVEYS, STEWARDSHIP PLANS, INSURANCE, REAL ESTATE AND EXCISE TAXES AND OTHER ITEMS RELATED TO VARIOUS PARCELS OF LAND HELD FOR CONSERVATION, HABITAT PRESERVATION, ENVIRONMENTAL RESEARCH AND EDUCATIONAL PURPOSES	803,733
4 THE PURCHASE OF APPROXIMATELY 2,393 ACRES OF LAND LOCATED IN WILLIAMSBURG TOWNSHIP, PISCATAQUIS COUNTY, MAINE THE PURCHASE WAS MADE FOR CONSERVATION, HABITAT PRESERVATION, ENVIRONMENTAL RESEARCH, AND EDUCATIONAL PURPOSES	761,943

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. . . . . ▶	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	66,065,770
b	Average of monthly cash balances	1b	4,582,167
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	70,647,937
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	70,647,937
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	1,059,719
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	69,588,218
6	**Minimum investment return.** Enter 5% of line 5	6	3,479,411

Part XI Distributable Amount (see page 25 of the 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	
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a		
b	Income tax for 2011 (This does not include the tax from Part VI) — 2b		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	

Part XII Qualifying Distributions (see page 25 of the 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	1,633,485
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	8,392,037
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	10,025,522
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 page 26 of the instructions)	5	21,699
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	10,003,823

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				
d From 2009.				
e From 2010.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ __________				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d Applied to 2011 distributable amount.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)				
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. . . .				

Part XIV **Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9)

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. . . . . . . ▶ 2004-11-19

b Check box to indicate whether the organization is a private operating foundation described in section ☑ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	**(e) Total**
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	3,479,411	1,887,698	1,627,725	2,225,947	9,220,781
b 85% of line 2a	2,957,499	1,604,543	1,383,566	1,892,055	7,837,664
c Qualifying distributions from Part XII, line 4 for each year listed	10,025,522	8,374,369	2,818,406	1,751,063	22,969,360
d Amounts included in line 2c not used directly for active conduct of exempt activities	569,355	52,300	113,225	210,400	945,280
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	9,456,167	8,322,069	2,705,181	1,540,663	22,024,080
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . .	2,319,607	2,388,839	2,471,925	2,473,141	9,653,512
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV **Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 of the 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))

ROXANNE QUIMBY

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

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 page 28 of the 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

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

c Any submission deadlines

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

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 Additional Data Table				
Total . . . . ▶ **3a**				569,355
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,098,114	
4 Dividends and interest from securities			14	1,022,769	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	1,638	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	575,316	
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		2,697,837	0

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 2,697,837

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2012-07-31	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

Preparer's Signature DANIEL P DOIRON	Date 2012-07-31	Check if self-employed ☐	PTIN P01206204
Firm's name ALBIN RANDALL & BENNETT CPAS		Firm's EIN 01-0448006	
Firm's address 130 MIDDLE STREET PO BOX 445 PORTLAND, ME 041120445		Phone no (207) 772-1981	

May the IRS discuss this return with the preparer shown above? See instructions ☐ Yes ☐ No

Additional Data

Software ID:	
Software Version:	
EIN:	13-4223002
Name:	ELLIOTSVILLE PLANTATION INC C/O JAMES W SEWALL COMPANY

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PUBLICLY TRADED SECURITIES	P		
PUBLICLY TRADED SECURITIES	P		
GS CAPITAL PARTNERS V K-1	P		
GS CAPITAL PARTNERS V K-1	P		
GMS INTL EQUITY PORTFOLIO K-1	P		
GMS INTL EQUITY PORTFOLIO K-1	P		
LAND & BLDG, 660 CONGRESS ST, PORTLAND, ME	P	2009-05-29	2011-12-01
LAND, T2R8 & T3R8, MAINE	P	2006-09-01	2011-03-04

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,724,926		9,747,508	-22,582
17,592,928		16,761,080	831,848
17,957			17,957
44,989			44,989
109,126			109,126
12,565			12,565
209,210		511,669	-302,459
2,084,340		2,200,468	-116,128

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-22,582
			831,848
			17,957
			44,989
			109,126
			12,565
			-302,459
			-116,128

Form 990PF Part XV Line 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*				
FRIENDS OF BAXTER STATE PARK PO BOX 609 UNION, ME 04862	N/A	PUBLIC	OPERATING SUPPORT	15,000
FRIENDS OF THE MAINE WOODS 1227 SHORE ROAD CAPE ELIZABETH, ME 04107	N/A	PUBLIC	OPERATING SUPPORT	1,710
KATAHDIN AREA CHAMBER OF COMMERCE1029 CENTAL STREET MILLINOCKET, ME 04462	N/A	PUBLIC	TRAILS END FESTIVAL	7,500
MAINE PUBLIC BROADCASTING NETWORK1450 LISBON STREET LEWISTON, ME 042403595	N/A	PUBLIC	OPERATING SUPPORT	25,000
NATIONAL PARK CITIZEN COMMITTEEPO BOX 65 MEDWAY, ME 04460	N/A	PUBLIC	OPERATING SUPPORT	14,500
NATIONAL PARK FOUNDATION 1201 EYE STREET NW SUITE 550B WASHINGTON, DC 20005	N/A	PUBLIC	OPERATING SUPPORT	100,000
QUIMBY COLONY769 CONGRESS STREET PORTLAND, ME 04102	N/A	PUBLIC SUPPORTG ORG	OPERATING SUPPORT	403,645
TROUT UNLIMITED1300 N 17TH STREET SUITE 500 ARLINGTON, VA 222092404	N/A	PUBLIC	OPERATING SUPPORT	2,000
Total . . . . ▶ **3a**				569,355

TY 2011 Accounting Fees Schedule

Name: ELLIOTSVILLE PLANTATION INC
C/O JAMES W SEWALL COMPANY

EIN: 13-4223002

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING SERVICES & TAX PREPARATION	15,340	0	0	15,340

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Depreciation Schedule

Name: ELLIOTSVILLE PLANTATION INC
C/O JAMES W SEWALL COMPANY

EIN: 13-4223002

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
LAND - BIG BENSON POND	2002-12-23	760,005		L		0	0	0	
LAND - BIG GREENWOOD POND	2002-12-07	186,179		L		0	0	0	
LAND - BIG WILSON PRESERVE	2002-12-23	590,000		L		0	0	0	
LAND - BODFISH FARM ROAD #1	2002-12-07	20,900		L		0	0	0	
LAND - BODFISH FARM ROAD #2	2002-12-07	23,000		L		0	0	0	
LAND - DOUGHTY HILL	2002-12-07	39,000		L		0	0	0	
LAND - GREENWOOD MOUNTAIN	2002-12-07	40,000		L		0	0	0	
LAND - LITTLE GREENWOOD POND PRESERVE	2002-12-23	400,000		L		0	0	0	
LAND - MOUNT KINEO PRESERVE	2002-12-23	415,000		L		0	0	0	
LAND - PEPPERMINT BROOK PRESERVE	2002-12-23	48,000		L		0	0	0	
LAND - SEVEN PONDS PRESERVE	2002-12-07	2,400,000		L		0	0	0	
LAND - SZABO PROPERTY	2002-12-07	38,900		L		0	0	0	
LAND - T3R8 & T4R8	2003-11-24	12,164,436		L		0	0	0	
LAND - TOWNSHIP 3, RANGE 7	2003-12-03	4,120,261		L		0	0	0	
LAND - WAKEMAN GATE	2002-12-07	300,000		L		0	0	0	
LAND - 1 GREENVILLE RD, MONSON	2003-03-18	56,016		L		0	0	0	
LAND - 3 GREENVILLE RD, MONSON	2003-01-14	32,216		L		0	0	0	
LAND - 5 GREENVILLE RD, MONSON	2003-01-10	33,721		L		0	0	0	
LAND - 4 WATER ST, MONSON	2003-05-15	89,766		L		0	0	0	
LAND - SCHOODIC PENNINSULA	2006-07-01	844,222		L		0	0	0	
FURNITURE	2004-12-05	15,573	7,191	200DB	7 000000000000	595	0	2,039	
LAND - SEAL COVE RD, SOUTHWEST HARBOR	2005-11-15	482,776		L		0	0	0	
LAND - OTTER CLIFF RD, BAR HARBOR	2005-10-26	754,286		L		0	0	0	
LAND- OTTER CLIFF ROAD	2006-04-18	422,544		L		0	0	0	
LAND- EASEMENT CARANTUNK FALLS	2006-06-29	51,522		L		0	0	0	
LAND- MOUNT DESERT ISLAND	2006-07-01	46,934		L		0	0	0	
LAND- T2R8 AND T3R8	2006-09-01	7,823,576		L		0	0	0	
LAND- MAP 223 LOT 17	2006-09-29	30,984		L		0	0	0	
LAND- BLACK DOG ROAD PROPERTY	2006-12-31	117,116		L		0	0	0	
LAND- MAP 21 LOT 16	2006-07-15	30,884		L		0	0	0	

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
LAND- T4R7 AND T4R8, PENOBSCOT COUNTY	2007-04-23	3,557,793		L		0	0	0	
LAND- T3R7 W E L S , PENOBSCOT COUNTY	2007-08-01	1,964,470		L		0	0	0	
LAND- T3R8 AND T4R8, PENOBSCOT COUNTY	2007-11-30	6,102,442		L		0	0	0	
COLLECTIBLES	2002-12-15	110,057		L		0	0	0	
MAP 14 LOT 8, TREMONT, ME	2008-01-01	101,488		L		0	0	0	
MAP 22 LOT 12 LONG POND SW HARBOR, ME	2008-08-15	428,978		L		0	0	0	
660 CONGRESS ST	2009-05-29	511,668		L		0	0	0	
LAND- T4R8 W E L S	2009-02-10	297,180		L		0	0	0	
LAND- MDI ROUND POND	2009-12-30	1,196,625		L		0	0	0	
LAND- T6R9 & T7R9	2011-12-31	125,000		L		0	0	0	
LAND- MONTROSE COLORADO	2010-05-28	2,128,570		L		0	0	0	
LAND- HULLS COVE	2010-07-08	71,139		L		0	0	0	
LAND- TREMONT MAP 3 LOT 16	2010-07-20	381,553		L		0	0	0	
LAND- WILLIAMSBURG & ELLIOTSVILLE TWNSP (1108 ACRES)	2010-01-02	547,936		L		0	0	0	
LAND- T6R9 & T7R9 & BARNARD (8034 ACRES)	2010-01-02	3,972,878		L		0	0	0	
LAND- ELLIOTSVILLE FROM CARATUNK	2011-08-29	704,533		L		0	0	0	
LAND- T4R7 (4937 AC) & T5R7 (6575 AC)	2011-09-26	3,511,948		L		0	0	0	
LAND- FAWN LANE GRAND JUNCTION	2011-03-25	190,256		L		0	0	0	
LAND- 2011 MDI-ROUND POND	2011-07-29	555,820		L		0	0	0	
LAND- LUNKOOS CAMPS (T3R7)	2011-04-14	334,539		L		0	0	0	
LAND- CRACKER LAKE MONTANA	2011-07-21	238,292		L		0	0	0	
LAND- WILLIAMSBURG (2393 AC)	2011-01-02	761,943		L		0	0	0	
LAND- BOWERBANK & BARNARD (7050 AC)	2011-01-02	2,244,706		L		0	0	0	

TY 2011 Investments Corporate Bonds Schedule

Name: ELLIOTSVILLE PLANTATION INC
C/O JAMES W SEWALL COMPANY
EIN: 13-4223002

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ASIA MTN 3.625% 09/05/2013 MS SER 463-00-1 SR LIEN	589,435	583,798
BANK OF AMERICA CORPORATION 2.1% 04/30/2012	359,065	353,619
BANK OF AMERICA CORPORATION 2.375% 06/22/2012 SR LIEN	515,635	505,652
BLACKROCK, INC. 5.0% 12/10/2019 M-W+25.00BP	149,520	164,133
BOTTLING GROUP, LLC 5.5% 04/01/2016 SR LIEN M-W+15.00BP	106,130	117,224
CAISSE D'AMORTISSEMENT DE LA D 5.0% 01/15/2013	578,988	583,101
CAISSE D'AMORTISSEMENT DE LA D 5.375% 07/17/2012 SR LIEN	545,000	523,418
CAISSE D'AMORTISSEMENT DE LA D 5.375% 07/17/2012 SR LIEN	546,325	523,418
CAMPBELL SOUP COMPANY 5.000000 12/03/2012	106,500	104,215
CISCO SYSTEMS, INC. 5.5% 02/22/2016 M-W+20.00BP	107,190	118,344
CITIBANK, N.A. 1.75% 12/28/2012	510,500	507,713
CITIGROUP FUNDING INC. 2.125% 07/12/2012	666,775	663,114
CME GROUP INC. 5.75% 02/15/2014 M-W+50.00BP	165,570	166,760
COCA-COLA COMPANY (THE) 3.15% 11/15/2020 SR LIEN M-W+10.00BP	138,435	158,029
COUNCIL OF EUROPE DEVELOPMENT 4.25% 04/22/2013 USD	528,913	534,189
E I DUPONT DE NEMOURS&CO CORP 5.25% 12/15/2016 USD SR LIEN M-W+15.00BP	110,394	117,070
ELECTRONIC DATA SYSTEMS CORP 06/30/03 07/31/04 6% 08/01/201 6.0% TO 8/1/04,	105,600	108,507
FFCB 4.5% 10/17/2012 AO	325,929	312,816
FFCB 5.5% 04/13/2015 AO	250,508	289,089
FHLB 1.375 05/28/2014	715,260	714,679
FHLB 1.75% 08/22/2012 FA	99,662	101,588
FHLB 1.75% 08/22/2012 FA	99,662	101,588
FHLB 3.125% 12/13/2013 JD SER 1L-9013 SR LIEN	524,900	524,731
FHLB 4.125% 03/13/2020 MS SER JT-2020 SR LIEN	113,331	127,570
FHLB 4.125% 03/13/2020 MS SER JT-2020 SR LIEN	113,331	127,570
FHLB 4.875% 06/13/2014 JD	400,146	453,270
FHLB 4.875% 06/13/2014 JD	253,763	287,440
FHLB 5.0% 11/17/2017 MN	612,332	693,571
FHLB 5.25% 09/13/2013 MS	380,108	411,405
FHLB 5.25% 09/13/2013 MS	177,869	191,989
FHLB 5.625% 03/14/2036 MS	81,149	100,615
FHLB 5.625% 03/14/2036 MS	27,050	33,538
FHLMC 1.0% 08/20/2014 FA	328,503	329,464
FHLMC 1.0% 08/20/2014 FA	325,480	326,432
FHLMC 5.5% 08/23/2017 FA	475,708	546,416
FHLMC MTN 4.875% 06/13/2018 JD	381,253	422,575
FNMA 4.625% 10/15/2014 AO SER BENCHMAR SR LIEN	421,960	448,362
FNMA GLOBAL 4.375000% 03/15/2013 MS	719,361	743,317
GENERAL ELECTRIC CAPITAL CORP MTN 2.25% 03/12/2012	505,260	505,456
GENERAL ELECTRIC COMPANY 5.25% 12/06/2017 SR LIEN	114,460	115,141
GS HIGH YIELD FUND INSTITUTIONAL SHARES	693,640	728,928
GS INVESTMENT GRADE CREDIT FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES	2,586,265	2,503,585
GS INVESTMENT GRADE CREDIT FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES	2,485,843	2,434,994
GS U.S. MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES	4,214,210	4,385,631
GS U.S. MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES	4,137,229	4,317,334
HOME DEPOT, INC. (THE) 4.4% 04/01/2021 USD SR LIEN M-W+15.00BP	163,635	170,769
IADB 4.25% 09/14/2015 MS SR LIEN	521,615	566,461
INTL BUSINESS MACHINES CORP 5.7% 09/14/2017 SR LIEN M-W+20.00BP	104,440	122,782
JPMORGAN CHASE & CO. 5.375% 10/01/2012 USD SR LIEN	161,805	157,096
KFW 2.0% 01/17/2012 USD SR LIEN	501,880	504,748
KFW 4.375% 07/21/2015 JJ SR LIEN	508,184	565,586
LANDWIRTSCHAFTLICHE RENTENBANK CPN 4.3750 01/15/2013	795,000	808,520
LAZARD EMERGING MARKETS EQUITY PORTFOLIO INSTL SHARES MUTUAL FUND CLASS INS	692,125	553,154
LOWE'S COMPANIES, INC. 5.4% 10/15/2016	108,450	116,723
MCDONALD'S CORPORATION MTN 5.8% 10/15/2017 SR LIEN M-W+20.00BP	168,300	184,558
MEDTRONIC INC. 4.750000 09/15/2015 M-W+15.00BP	163,905	170,093
MICROSOFT CORPORATION 4.2% 06/01/2019 SR LIEN	99,950	115,628
MORGAN STANLEY MTN 5.25% 11/02/2012 SER F SR LIEN	161,100	151,744
NOVARTIS CAPITAL CORP 4.125% 02/10/2014 M-W+40.00BP	103,860	108,608
ONTARIO (PROVINCE OF) 5.125% 07/17/2012 USD SR LIEN	786,870	785,360
ORACLE CORPORATION 5.75% 04/15/2018 SR LIEN M-W+35.00BP	108,620	122,562
PFIZER INC. 5.35% 03/15/2015 SR LIEN M-W+50.00BP	109,450	114,694
PHILIP MORRIS INTERNATIONAL IN 4.875% 05/16/2013 SR LIEN	103,430	106,134
PRAXAIR, INC 4.625% 03/30/2015	162,285	167,309
PROCTER & GAMBLE COMPANY (THE) 3.5% 02/15/2015 M-W+30.00BP	100,730	109,006
PUBLIC SERVICE CO OF COLORADO 3.2% 11/15/2020 SR LIEN	99,593	104,141
TOTAL CAPITAL 3.125% 10/02/2015 SR LIEN M-W+15.00BP	150,510	160,012
TVA 6.25% 12/15/2017 JD	440,696	509,923
UNILEVER CAPITAL CORPORATION 3.65% 02/15/2014 SR LIEN M-W+30.00BP	101,102	107,815
UNITED TECHNOLOGIES CORPORATIO 5.375% 12/15/2017 M-W+25.00BP	115,990	118,532
VERIZON COMMUNICATIONS INC. 5.25% 04/15/2013 SR LIEN M-W+40.00BP	103,470	106,631
WALGREEN CO. 5.25% 01/15/2019	116,120	121,305
WAL-MART STORES, INC. 5.8% 02/15/2018	108,630	124,774

TY 2011 Investments Corporate Stock Schedule

Name: ELLIOTSVILLE PLANTATION INC
C/O JAMES W SEWALL COMPANY
EIN: 13-4223002

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ADOBE SYSTEMS INC CMN	36,987	33,359
ADVENT SOFTWARE INC CMN	12,293	13,569
AFLAC INCORPORATED CMN	23,014	21,024
ALBEMARLE CORP CMN	24,801	28,279
ALEXANDER & BALDWIN INC CMN	20,424	22,859
ALLEGHANY CORP (DELAWARE) CMN	9,386	9,415
ALTERA CORP CMN	18,821	18,216
AMAZON.COM INC CMN	32,674	32,543
AMERICAN EAGLE OUTFITTERS INC (NEW)	8,251	10,290
AMERICAN ELECTRIC POWER INC CMN	28,276	34,287
AMERICAN EXPRESS CO. CMN	53,595	54,434
AMERICAN EXPRESS CO. CMN	29,615	30,708
AMERICAN TOWER CORPORATION CMN CLASS A	75,595	118,160
AMERIPRISE FINANCIAL, INC. CMN	28,356	28,245
AMERIPRISE FINANCIAL, INC. CMN	60,851	65,078
AMGEN INC. CMN	40,697	45,782
APOLLO GROUP CLASS A COMMON STOCK	30,962	38,786
APPLE, INC. CMN	108,375	181,440
APPLE, INC. CMN	4,305	16,605
AT&T INC CMN	33,338	34,504
ATWOOD OCEANICS INC CMN	23,195	24,789
AUTOZONE, INC. CMN	36,014	35,422
AVON PRODUCTS INC. CMN	53,942	33,315
BALL CORPORATION CMN	36,421	39,388
BAXTER INTERNATIONAL INC CMN	49,950	45,373
BB&T CORPORATION CMN	18,382	21,243
BOEING COMPANY CMN	47,231	51,712
BOEING COMPANY CMN	38,914	53,766
BOSTON PROPERTIES INC COMMON STOCK	21,559	22,410
BOSTON SCIENTIFIC CORP. COMMON STOCK	21,232	18,177

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CABELA'S INCORPORATED CMN CLASS A	24,399	26,691
CAMERON INTERNATIONAL CORP CMN	31,083	32,465
CBRE GROUP INC CMN	51,339	52,783
CBS CORPORATION CMN CLASS B	30,802	37,942
CELGENE CORPORATION CMN	20,142	22,578
CHEVRON CORPORATION CMN	42,014	48,199
CHEVRON CORPORATION CMN	52,274	59,478
CISCO SYSTEMS, INC. CMN	33,794	39,179
CISCO SYSTEMS, INC. CMN	57,353	63,407
CME GROUP INC. CMN CLASS A	71,974	64,085
COMCAST CORPORATION CMN CLASS A NON VOTING	120,908	125,645
CONOCOPHILLIPS CMN	133,104	146,031
CONSOL ENERGY INC. CMN	62,871	60,518
CORRECTIONS CORP OF AMERICA CMN	18,552	17,111
CORRECTIONS CORP OF AMERICA CMN	51,728	47,666
COSTCO WHOLESALE CORPORATION CMN	52,285	76,821
CROWN CASTLE INTL CORP COMMON STOCK	47,898	64,870
CVS CAREMARK CORPORATION CMN	57,710	66,716
DEVON ENERGY CORPORATION (NEW) CMN	78,333	56,358
DEVON ENERGY CORPORATION (NEW) CMN	54,368	41,540
DEVON ENERGY CORPORATION (NEW) CMN	85,601	64,604
DOVER CORPORATION CMN	39,450	43,828
EATON VANCE CORP (NON-VTG) CMN	24,735	25,295
EBAY INC. CMN	34,019	32,332
EMC CORPORATION MASS CMN	47,492	46,936
EMC CORPORATION MASS CMN	31,751	33,926
EMERSON ELECTRIC CO. CMN	58,002	50,224
ENERGIZER HOLDINGS, INC. CMN	11,327	12,707
ENERGIZER HOLDINGS, INC. CMN	48,263	54,081
EQUINIX INC CMN	35,945	57,798

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EVEREST RE GROUP LTD CMN	29,902	34,561
EXXON MOBIL CORPORATION CMN	66,329	76,284
FIFTH THIRD BANCORP CMN	24,350	24,995
FIRST INDUSTRIAL REALTY TRUST CMN	8,452	10,629
FRANKLIN RESOURCES INC CMN	28,388	27,185
FREEPORT-MCMORAN COPPER & GOLD CMN	16,583	15,489
FREEPORT-MCMORAN COPPER & GOLD CMN	15,357	15,783
GENERAL ELECTRIC CO CMN	89,910	96,338
GENERAL MILLS INC CMN	40,798	46,633
GENERAL MILLS INC CMN	27,717	31,277
GILEAD SCIENCES CMN	33,177	31,803
GOOGLE, INC. CMN CLASS A	13,252	17,439
GOOGLE, INC. CMN CLASS A	115,378	123,367
GOOGLE, INC. CMN CLASS A	58,768	61,361
GS SMALL CAP VALUE FUND INSTITUTIONAL CLASS SHARES	514,621	543,704
GS SMALL/MID-CAP GROWTH FUND INSTITUTIONAL SHARES	431,742	503,584
HALLIBURTON COMPANY CMN	18,771	19,050
HALLIBURTON COMPANY CMN	44,569	50,523
HALLIBURTON COMPANY CMN	33,882	35,994
HARTFORD FINANCIAL SRVCS GROUP CMN	25,011	16,608
HASBRO, INC. CMN	4,668	4,337
HEWLETT-PACKARD CO. CMN	21,387	21,072
HONEYWELL INTL INC CMN	38,057	47,230
HONEYWELL INTL INC CMN	42,705	54,622
ILLINOIS TOOL WORKS CMN	16,732	18,544
INTEL CORPORATION CMN	75,455	80,171
INTL BUSINESS MACHINES CORP CMN	68,575	67,852
INTL GAME TECHNOLOGY CMN	34,114	36,430
INVESCO LTD. CMN	15,302	16,996
JANUS CAPITAL GROUP INC. CMN	14,713	15,024

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JOHNSON & JOHNSON CMN	22,012	25,052
JOHNSON & JOHNSON CMN	30,454	33,708
JOHNSON CONTROLS INC CMN	15,921	17,349
JPMORGAN CHASE & CO CMN	95,725	85,752
JPMORGAN CHASE & CO CMN	77,686	56,459
JUNIPER NETWORKS, INC. CMN	28,124	23,778
KAMAN CORP CMN	14,517	13,578
KNOLL INC CMN	6,098	5,925
LEAR CORPORATION CMN	62,532	55,919
LEXMARK INTERNATIONAL INC. CMN CLASS A	24,219	27,084
LIBERTY GLOBAL INC CMN CLASS A	15,695	16,863
LIBERTY INTERACTIVE CORP INTERACTIVE CMN CLASS A	21,315	19,717
LOWES COMPANIES INC CMN	22,271	21,751
LOWES COMPANIES INC CMN	69,513	78,856
LOWES COMPANIES INC CMN	39,670	50,506
LYONDELLBASELL INDUSTRIES N.V. CMN CLASS A	35,828	33,887
MACY'S INC. CMN	16,488	16,283
MACY'S INC. CMN	19,703	19,791
MARATHON PETROLEUM CORPORATION CMN	46,439	47,239
MARRIOTT INTERNATIONAL, INC. CMN CLASS A	52,814	58,544
MARSH & MCLENNAN CO INC CMN	15,845	20,996
MARTIN MARIETTA MATERIALS,INC CMN	8,440	9,426
MASTERCARD INCORPORATED CMN CLASS A	45,768	76,801
MAXIM INTEGRATED PRODUCTS INC CMN	20,550	22,837
MBIA INC CMN	14,495	20,955
MEDTRONIC INC CMN	31,257	35,764
MERCK & CO., INC. CMN	61,236	63,977
MERCK & CO., INC. CMN	37,237	37,775
MICREL INC CMN	16,946	17,217
MICROSOFT CORPORATION CMN	31,191	30,815

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MICROSOFT CORPORATION CMN	52,470	50,752
MOLSON COORS BREWING CO CMN CLASS B	65,999	68,619
MONSANTO COMPANY CMN	37,313	35,666
MONTPELIER RE HOLDINGS LTD. CMN	17,077	16,934
MORGAN STANLEY CMN	31,211	30,275
MYLAN INC CMN	16,285	17,426
NETAPP, INC. CMN	16,324	16,829
NETAPP, INC. CMN	75,478	60,789
NEWELL RUBBERMAID INC CMN	31,690	38,195
NEWMARKET CORP CMN	24,958	30,113
NEWMONT MINING CORPORATION CMN	62,689	57,850
NIKE CLASS-B CMN CLASS B	55,943	76,132
NORFOLK SOUTHERN CORPORATION CMN	48,274	51,803
NORTHERN TRUST CORP CMN	41,531	32,045
NORTHROP GRUMMAN CORP CMN	17,536	18,889
NU SKIN ENTERPRISES INC CMN CLASS A	24,490	28,851
NVIDIA CORP CMN	18,871	16,396
OCCIDENTAL PETROLEUM CORP CMN	36,234	34,013
OLD DOMINION FGHT LINES INC CMN	20,806	26,507
ORACLE CORPORATION CMN	51,668	64,022
ORACLE CORPORATION CMN	55,592	60,534
OWENS & MINOR INC (NEW) CMN	7,374	6,892
P G & E CORPORATION CMN	36,476	31,616
PEPSICO INC CMN	31,328	33,109
PEPSICO INC CMN	53,300	57,459
PFIZER INC. CMN	71,212	79,484
PFIZER INC. CMN	140,406	161,456
PPL CORPORATION CMN	38,362	41,482
PRAXAIR, INC CMN SERIES	61,309	68,844
PRICESMART INC CMN	24,877	23,452

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PROCTER & GAMBLE COMPANY (THE) CMN	28,275	33,355
PRUDENTIAL FINANCIAL INC CMN	46,686	44,156
PRUDENTIAL FINANCIAL INC CMN	39,006	43,554
PVH CORP CMN	33,207	34,822
QUALCOMM INC CMN	97,442	127,725
QUEST DIAGNOSTICS INCORPORATED CMN	38,675	43,719
RALCORP HLDGS INC (NEW) CMN	40,583	44,802
RAYTHEON CO CMN	53,330	61,830
REPUBLIC SERVICES INC CMN	16,342	15,731
SCHLUMBERGER LTD CMN	84,716	95,771
SERVICE CORP INTERNATL CMN	19,436	21,438
SIMON PROPERTY GROUP INC CMN	15,627	18,052
SLM CORPORATION CMN	23,810	27,966
SPRINT NEXTEL CORPORATION CMN	54,776	29,758
ST JUDE MEDICAL INC CMN	57,120	45,619
STARWOOD HOTELS & RESORTS CMN	16,798	15,494
STURM, RUGER & COMPANY INC. CMN	11,283	13,116
SUNTRUST BANKS INC $1.00 PAR CMN	32,424	20,302
SYSCO CORPORATION CMN	30,958	34,873
TEJON RANCH CO CMN	13,144	12,705
TENET HEALTHCARE CORPORATION CMN	13,566	15,657
TEVA PHARMACEUTICAL IND LTD ADS	26,700	21,431
TEVA PHARMACEUTICAL IND LTD ADS	53,302	46,293
TEXAS INSTRUMENTS INC. CMN	16,112	16,505
TEXAS INSTRUMENTS INC. CMN	45,415	44,655
THE HOME DEPOT, INC. CMN	36,187	39,097
THE MOSAIC COMPANY CMN	19,870	14,221
THE TRAVELERS COMPANIES, INC CMN	36,158	45,857
THE TRAVELERS COMPANIES, INC CMN	31,611	42,780
THERMO FISHER SCIENTIFIC INC CMN	39,222	32,693

Name of Stock	End of Year Book Value	End of Year Fair Market Value
THERMO FISHER SCIENTIFIC INC CMN	51,029	45,734
TRANSOCEAN LTD. CMN	16,600	14,742
TREDEGAR CORPORATION CMN	15,021	20,665
U.S. BANCORP CMN	44,204	47,446
UDR INC CMN	12,045	13,504
UNILEVER N.V. NY SHS (NEW) ADR CMN	41,789	47,362
UNITEDHEALTH GROUP INCORPORATE CMN	30,457	31,371
URBAN OUTFITTERS INC CMN	43,233	46,714
VALUECLICK INC ORD CMN	20,312	20,167
VIACOM INC CMN CLASS B	20,387	21,933
WAL MART STORES INC CMN	166,749	181,372
WALT DISNEY COMPANY (THE) CMN	50,753	52,388
WELLS FARGO & CO (NEW) CMN	70,193	75,349
WHITE MTNS INS GROUP LTD CMN	13,701	15,418
XILINX INCORPORATED CMN	60,272	62,293

TY 2011 Investments Government Obligations Schedule

Name: ELLIOTSVILLE PLANTATION INC
C/O JAMES W SEWALL COMPANY

EIN: 13-4223002

US Government Securities - End of Year Book Value:	10,296,574
US Government Securities - End of Year Fair Market Value:	10,791,889
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

TY 2011 Investments - Other Schedule

Name: ELLIOTSVILLE PLANTATION INC
C/O JAMES W SEWALL COMPANY

EIN: 13-4223002

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
NON-US EQUITY MANAGERS: PORTFOLIO 1 [SERIES] CLASS 1	AT COST	3,785,743	3,532,788
GS CAPITAL PARTNERS V INSTITUTIONAL, L.P. / GSCP V INSTITUTIONAL AIV, L.P.	AT COST	810,161	903,680
GOLDMAN SACHS DISTRESSED OPPORTUNITIES FUND IV OFFSHORE HOLDINGS, L.P. (C)	AT COST	582,238	513,118
GOLDMAN SACHS HEDGE FUND PORTFOLIO PLC TRANCHE B SERIES 36	AT COST	2,500,000	2,354,170
GOLDMAN SACHS HEDGE FUND PORTFOLIO PLC TRANCHE B SERIES 63	AT COST	768,642	739,280
LONGFELLOW LLC 4% NOTE RECEIVABLE 12/1/2015	AT COST	112,500	112,500

TY 2011 Land, Etc. Schedule

Name: ELLIOTSVILLE PLANTATION INC
C/O JAMES W SEWALL COMPANY

EIN: 13-4223002

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAND - BIG BENSON POND	760,005	0	760,005	
LAND - BIG GREENWOOD POND	186,179	0	186,179	
LAND - BIG WILSON PRESERVE	590,000	0	590,000	
LAND - BODFISH FARM ROAD #1	20,900	0	20,900	
LAND - BODFISH FARM ROAD #2	23,000	0	23,000	
LAND - DOUGHTY HILL	39,000	0	39,000	
LAND - GREENWOOD MOUNTAIN	40,000	0	40,000	
LAND - LITTLE GREENWOOD POND PRESERVE	400,000	0	400,000	
LAND - MOUNT KINEO PRESERVE	415,000	0	415,000	
LAND - PEPPERMINT BROOK PRESERVE	48,000	0	48,000	
LAND - SEVEN PONDS PRESERVE	2,400,000	0	2,400,000	
LAND - SZABO PROPERTY	38,900	0	38,900	
LAND - T3R8 & T4R8	12,164,436	0	12,164,436	
LAND - TOWNSHIP 3, RANGE 7	4,120,261	0	4,120,261	
LAND - WAKEMAN GATE	300,000	0	300,000	
LAND - 1 GREENVILLE RD, MONSON	56,016	0	56,016	
LAND - 3 GREENVILLE RD, MONSON	32,216	0	32,216	
LAND - 5 GREENVILLE RD, MONSON	33,721	0	33,721	
LAND - 4 WATER ST, MONSON	89,766	0	89,766	
LAND - SCHOODIC PENNINSULA	844,222	0	844,222	
FURNITURE	15,573	15,573	0	
LAND - SEAL COVE RD, SOUTHWEST HARBOR	482,776	0	482,776	
LAND - OTTER CLIFF RD, BAR HARBOR	754,286	0	754,286	
LAND- OTTER CLIFF ROAD	422,544	0	422,544	
LAND- EASEMENT CARANTUNK FALLS	51,522	0	51,522	
LAND- MOUNT DESERT ISLAND	46,934	0	46,934	
LAND- T2R8 AND T3R8	7,823,576	0	7,823,576	
LAND- MAP 223 LOT 17	30,984	0	30,984	
LAND- BLACK DOG ROAD PROPERTY	117,116	0	117,116	
LAND- MAP 21 LOT 16	30,884	0	30,884	

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAND- T4R7 AND T4R8, PENOBSCOT COUNTY	3,557,793	0	3,557,793	
LAND- T3R7 W.E.L.S., PENOBSCOT COUNTY	1,964,470	0	1,964,470	
LAND- T3R8 AND T4R8, PENOBSCOT COUNTY	6,102,442	0	6,102,442	
COLLECTIBLES	110,057	0	110,057	
MAP 14 LOT 8, TREMONT, ME	101,488	0	101,488	
MAP 22 LOT 12 LONG POND SW HARBOR, ME	428,978	0	428,978	
LAND- T4R8 W.E.L.S	297,180	0	297,180	
LAND- MDI ROUND POND	1,196,625	0	1,196,625	
LAND- T6R9 & T7R9	125,000	0	125,000	
LAND- MONTROSE COLORADO	2,128,570	0	2,128,570	
LAND- HULLS COVE	71,139	0	71,139	
LAND- TREMONT MAP 3 LOT 16	381,553	0	381,553	
LAND- WILLIAMSBURG & ELLIOTSVILLE TWNSP (1108 ACRES)	547,936	0	547,936	
LAND- T6R9 & T7R9 & BARNARD (8034 ACRES)	3,972,878	0	3,972,878	
LAND- ELLIOTSVILLE FROM CARATUNK	704,533	0	704,533	
LAND- T4R7 (4937 AC) & T5R7 (6575 AC)	3,511,948	0	3,511,948	
LAND- FAWN LANE GRAND JUNCTION	190,256	0	190,256	
LAND- 2011 MDI-ROUND POND	555,820	0	555,820	
LAND- LUNKOOS CAMPS (T3R7)	334,539	0	334,539	
LAND- CRACKER LAKE MONTANA	238,292	0	238,292	
LAND- WILLIAMSBURG (2393 AC)	761,943	0	761,943	
LAND- BOWERBANK & BARNARD (7050 AC)	2,244,706	0	2,244,706	

TY 2011 Legal Fees Schedule

Name: ELLIOTSVILLE PLANTATION INC
C/O JAMES W SEWALL COMPANY

EIN: 13-4223002

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
VARIOUS LEGAL FEES	25,340	0	0	25,340

TY 2011 Other Expenses Schedule

Name: ELLIOTSVILLE PLANTATION INC
C/O JAMES W SEWALL COMPANY

EIN: 13-4223002

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LAND MAINTENANCE & PROPERTY UPKEEP	524	0	0	524
CONTRACT LABOR	350	0	0	350
OTHER NON DEDUCTIBLE INVESTMENT EXPENSES	3,811	0	0	0
PORTFOLIO DEDUCTIONS FROM PASS THRU INVESTMENTS	19,328	19,328	19,328	0
GOLDMAN SACHS CAP PRTNRS K1 OTHER DEDUCTIONS	3,654	3,654	3,654	0
OTHER INVESTMENT EXPENSES, PRIMARILY AMORTIZATION	243,603	243,603	243,603	0
ASSOCIATION DUES	250	0	0	250
INSURANCE	4,161	0	0	4,161
BANK FEES	40	40	40	0
OFFICE EXPENSE	163	0	0	163
PAYROLL PROCESSING FEES	2,132	0	0	2,132
UTILITIES	223	0	0	223
UNCOLLECTIBLE PROGRAM-RELATED INVESTMENT	35,060	0	0	0

TY 2011 Other Professional Fees Schedule

Name: ELLIOTSVILLE PLANTATION INC
C/O JAMES W SEWALL COMPANY

EIN: 13-4223002

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES - GOLDMAN SACHS	249,201	249,201	249,201	0
LAND MANAGEMENT FEES	569,826	0	0	569,826
PROFESSIONAL FEES	3,698	0	0	3,698
CONSULTING FEES	23,162	0	0	23,162

TY 2011 Taxes Schedule

Name: ELLIOTSVILLE PLANTATION INC
C/O JAMES W SEWALL COMPANY

EIN: 13-4223002

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
REAL ESTATE AND FORESTRY EXCISE TAXES	229,396	0	0	229,396
FOREIGN TAXES PAID	11,053	11,053	11,053	0
FEDERAL INVESTMENT INCOME TAX	50,700	0	0	50,700
PAYROLL TAXES	6,842	0	0	6,842