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 , and ending

Name of foundation
LAWRENCE AND LILLIAN SOLOMON FUND, INC.

A Employer identification number
20-2631943

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
10 LAUREL AVENUE

B Telephone number
781-431-2577

City or town, state, and ZIP code
WELLESLEY, MA 02481

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 11,879,205.

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

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

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))

			(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			N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	572,790.	572,790.		STATEMENT 1
	4	Dividends and interest from securities	245,963.	245,963.		STATEMENT 2
	5a	Gross rents	47,625.	47,625.		STATEMENT 3
	b	Net rental income or (loss) 9,017.				STATEMENT 4
	6a	Net gain or (loss) from sale of assets not on line 10	58,768.			STATEMENT 5
	b	Gross sales price for all assets on line 6a 363,166.				
	7	Capital gain net income (from Part IV, line 2)		30,876.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	<92,082.>	<92,082.>		STATEMENT 6
	12	**Total** Add lines 1 through 11	833,064.	805,172.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	13,000.	0.		13,000.
	14	Other employee salaries and wages	157,081.	0.		157,081.
	15	Pension plans, employee benefits	40,673.	0.		40,673.
	16a	Legal fees STMT 7	460,714.	426,960.		33,754.
	b	Accounting fees STMT 8	26,148.	0.		26,148.
	c	Other professional fees				
	17	Interest	177.	177.		0.
	18	Taxes STMT 9	19,443.	8,847.		10,596.
	19	Depreciation and depletion	2,791.	0.		
	20	Occupancy	25,495.	0.		0.
	21	Travel, conferences, and meetings	4,700.	0.		4,700.
	22	Printing and publications				
	23	Other expenses STMT 10	3,296,268.	3,146,746.		48,517.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	4,046,490.	3,582,730.		334,469.
	25	Contributions, gifts, grants paid	597,875.			597,875.
	26	**Total expenses and disbursements** Add lines 24 and 25	4,644,365.	3,582,730.		932,344.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<3,811,301.>			
	b	**Net investment income** (if negative, enter -0-)		0.		
	c	**Adjusted net income** (if negative enter -0-)			N/A	

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Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end of year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	819,247.	818,015.	818,015.
	2	Savings and temporary cash investments			
	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			
	7	Other notes and loans receivable ▶			
		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			
	b	Investments - corporate stock STMT 11	5,247,348.	5,054,881.	6,451,481.
	c	Investments - corporate bonds STMT 12	2,005,085.	1,893,939.	997,400.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans STMT 13	4,218,774.	2,298,024.	2,298,024.
	13	Investments - other STMT 14	3,000,651.	0.	0.
	14	Land, buildings, and equipment: basis ▶ 12,858.			
		Less accumulated depreciation STMT 15▶ 8,673.	6,976.	4,185.	4,185.
	15	Other assets (describe ▶ STATEMENT 16)	0.	1,310,100.	1,310,100.
	16	**Total assets** (to be completed by all filers)	15,298,081.	11,379,144.	11,879,205.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶ STATEMENT 17)	107,636.	0.	
	23	**Total liabilities** (add lines 17 through 22)	107,636.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☒ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	15,190,445.	11,379,144.	
	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			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances**	15,190,445.	11,379,144.	
	31	**Total liabilities and net assets/fund balances**	15,298,081.	11,379,144.	

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	15,190,445.
2	Enter amount from Part I, line 27a	2	<3,811,301.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	11,379,144.
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	11,379,144.

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
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				
b				
c				
d				
e	363,166.		332,290.	30,876.

	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				
b				
c				
d				
e				30,876.

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	30,876.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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 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	1,311,888.	14,670,500.	.089424
2009	1,138,876.	13,930,746.	.081753
2008	1,153,396.	15,097,653.	.076396
2007	1,616,630.	23,317,746.	.069330
2006	1,133,796.	23,024,299.	.049243

2	**Total** of line 1, column (d)	2	.366146
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	.073229
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	13,824,596.
5	Multiply line 4 by line 3	5	1,012,361.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7	Add lines 5 and 6	7	1,012,361.
8	Enter qualifying distributions from Part XII, line 4	8	932,344.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)** **b** Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b **c** All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			1	0.
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	0.
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	0.
6 Credits/Payments:				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	32,772.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	32,772.
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	32,772.
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 32,772. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ DAVID SOLOMON Telephone no. ▶ 781-431-2577

Located at ▶ 10 LAUREL AVENUE, WELLESLEY, MA ZIP+4 ▶ 02481

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 N/A

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

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

			Yes	No
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No

If "Yes," list the years ▶ ______ , ______ , ______ , ______

			Yes	No
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	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.

▶ ______ , ______ , ______ , ______

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

			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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

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)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A **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? N/A ☐ 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: X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **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.

(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
DAVID SOLOMON 10 LAUREL AVENUE WELLESLEY, MA 02481	DIRECTOR 20.00	13,000.	0.	62,555.
HERBERT NOLAN 10 LAUREL AVENUE WELLESLEY, MA 02481	ASST. DIRECTOR 30.00	145,881.	13,143.	27,530.
BETTY JANE KRINTZMAN 10 LAUREL AVENUE WELLESLEY, MA 02481	ASST. DIRECTOR 3.00	30,914.	0.	0.

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
GREENBURG TRAURIG ONE INTERNATIONAL PLACE, BOSTON, MA 02110	LEGAL	411,215.
JON SHOCKET 21 EISENHOWER DR., SHARON, MA 02067	MANAGEMENT FEES	57,000.
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 NONE. ALL OF THE FOUNDATION'S ACTIVITIES WERE INDIRECT (NOT DIRECT) CHARITABLE ACTIVITIES ACCORDING TO REGULATION SECTION 53.4942(B)-(1)(B)(1).	0.
2	
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 on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	12,956,706.
b	Average of monthly cash balances	1b	1,078,417.
c	Fair market value of all other assets	1c	
d	*Total* (add lines 1a, b, and c)	1d	14,035,123.
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	14,035,123.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	210,527.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,824,596.
6	**Minimum investment return.** Enter 5% of line 5	6	691,230.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	691,230.
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	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	691,230.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	691,230.
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	691,230.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	932,344.
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	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	932,344.
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	932,344.

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

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

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7					691,230.
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only				0.	
b Total for prior years: _____, _____, _____			0.		
3 Excess distributions carryover, if any, to 2011:					
a From 2006					
b From 2007					
c From 2008	337,412.				
d From 2009	596,545.				
e From 2010	1,311,888.				
f **Total** of lines 3a through e		2,245,845.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $	932,344.				
a Applied to 2010, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions) **		932,344.			
d Applied to 2011 distributable amount					0.
e Remaining amount distributed out of corpus		0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)		691,230.			691,230.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		2,486,959.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
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			0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7		0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		2,486,959.			
10 Analysis of line 9:					
a Excess from 2007					
b Excess from 2008					
c Excess from 2009	242,727.				
d Excess from 2010	1,311,888.				
e Excess from 2011	932,344.				

** SEE STATEMENT 18

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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 ATTACHED LIST		SEE ATTACHED LIST	SEE ATTACHED LIST	597,875.
Total			▶ 3a	597,875.
b *Approved for future payment*				
THE BOSTON CONSERVATORY		PUBLIC	GENERAL FUND	150,000.
Total			▶ 3b	150,000.

Form **990-PF** (2011)

123611 12-02-11

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
	(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	572,790.	
4 Dividends and interest from securities			14	245,963.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					9,017.
6 Net rental income or (loss) from personal property					
7 Other investment income					<92,082.>
8 Gain or (loss) from sales of assets other than inventory					58,768.
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.		818,753.	<24,297.>

13 **Total**. Add line 12, columns (b), (d), and (e) 13 794,456.

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

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

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

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

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

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

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

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
N/A		

Sign Here

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

▶ 11-14-12 ▶ DIRECTOR

Signature of officer or trustee — Date — Title

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
DEBAIROS & MATHIAS	DEBAIROS & MATHIA	11/14/12		P00520778

Firm's name ▶ DEBAIROS & MATHIAS

Firm's EIN ▶ 04-3581340

Firm's address ▶ TEN LAUREL AVENUE
WELLESLEY, MA 02481

Phone no. (781) 237-3077

CONTINUATION FOR 990-PF, PART IV

LAWRENCE AND LILLIAN SOLOMON FUND, INC. 20-2631943 PAGE 1 OF 1

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	2000 LEGGETT & PLATT INC	P	03/04/10	01/13/11
b	2800 ANNALY CAPITAL MGMT	P	02/17/10	06/02/11
c	5000 NEW YORK COMTY BANK	P	02/23/10	06/02/11
d	1500 ALLIANCE HOLDINGS	P	03/22/07	06/03/11
e	3460 PENN VIRGINIA RES PTNRS	P	03/22/07	06/03/11
f	1000 TRANSMONTAIGE	P	03/22/07	11/09/11
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	45,953.		39,486.	6,467.
b	50,726.		48,835.	1,891.
c	79,343.		78,394.	949.
d	69,639.		35,817.	33,822.
e	86,506.		92,625.	<6,119.>
f	30,999.		37,133.	<6,134.>
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				6,467.
b				1,891.
c				949.
d				33,822.
e				<6,119.>
f				<6,134.>
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	30,876.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

123591
05-01-11

Depreciation and Amortization Detail FORM 990-PF PAGE 1 990-PF

Asset Number	Description of property Date placed in service	Method/ IRC sec.	Life or rate	Line No	Cost or other basis	Basis reduction	Accumulated depreciation/amortization	Current year deduction
1	OFFICE EQUIPMENT							
	07 01 06	200DB	7.00	17	4,819.		3,743.	430.
2	COMPUTER							
	12 22 09	200DB	5.00	17	1,069.	535.	230.	122.
3	COMPUTER							
	03 30 10	200DB	5.00	17	2,344.		469.	750.
4	APPLE WEB STORE							
	05 25 10	200DB	5.00	17	881.		176.	282.
5	DELL							
	05 25 10	200DB	5.00	17	806.		161.	258.
6	ZEFF PHOTO SUPPLY-CAMARA							
	08 03 10	200DB	5.00	17	1,440.		288.	461.
7	ZEFF PHOTO SUPPLY-CAMARA							
	08 03 10	200DB	5.00	17	398.		80.	127.
8	BEST BUY - NETBOOK							
	08 03 10	200DB	5.00	17	227.		45.	73.
9	APPLE WEB STORE							
	08 24 10	200DB	5.00	17	874.		155.	288.
	* TOTAL 990-PF PG 1 DEPR							
					12,858.	535.	5,347.	2,791.

116261
05-01-11

- Current year section 179 (D) - Asset disposed

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BRENTWOOD	9,894.
EATON VANCE	37,578.
FROM K-1S	3,771.
MORTGAGE INTEREST	521,547.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	572,790.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB	242,158.	0.	242,158.
FROM K-1S	3,801.	0.	3,801.
MERRILL LYNCH	4.	0.	4.
TOTAL TO FM 990-PF, PART I, LN 4	245,963.	0.	245,963.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
VARIOUS PROPERTIES	1	47,625.
TOTAL TO FORM 990-PF, PART I, LINE 5A		47,625.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
MANAGEMENT FEE (ALLOCATED)		10,000.	
SNOW PLOWING		2,240.	
REPAIRS		75.	
UTILITIES		24,195.	
INSURANCE		2,098.	

- SUBTOTAL - 1	38,608.
TOTAL RENTAL EXPENSES	38,608.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B	9,017.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 5

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2000 LEGGETT & PLATT INC	PURCHASED	03/04/10	01/13/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
45,953.	39,486.	0.	0.	6,467.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2800 ANNALY CAPITAL MGMT	PURCHASED	02/17/10	06/02/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
50,726.	48,835.	0.	0.	1,891.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
5000 NEW YORK COMTY BANK	PURCHASED	02/23/10	06/02/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
79,343.	78,394.	0.	0.	949.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1500 ALLIANCE HOLDINGS	PURCHASED	03/22/07	06/03/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
69,639.	35,817.	0.	0.	33,822.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
3460 PENN VIRGINIA RES PTNRS	PURCHASED	03/22/07	06/03/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
86,506.	92,625.	0.	0.	<6,119.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1000 TRANSMONTAIGE	PURCHASED	03/22/07	11/09/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
30,999.	37,133.	0.	0.	<6,134.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SECTION 1231 GAINS FROM K-1'S	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	4,305.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT TERM CAPITAL GAINS FROM K-'S	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	<371.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG TERM CAPITAL GAINS FROM K-1'S	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	23,958.

NET GAIN OR LOSS FROM SALE OF ASSETS	58,768.
CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	58,768.

FORM 990-PF OTHER INCOME STATEMENT 6

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY INCOME K-1'S	<70,119.>	<70,119.>	
ROYALTIES FROM K-1'S	1,555.	1,555.	
OTHER DEDUCTIONS K-1'S	<23,518.>	<23,518.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<92,082.>	<92,082.>	

FORM 990-PF LEGAL FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	460,714.	426,960.		33,754.
TO FM 990-PF, PG 1, LN 16A	460,714.	426,960.		33,754.

FORM 990-PF ACCOUNTING FEES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL SERVICE	1,440.	0.		1,440.
ACCOUNTING	24,708.	0.		24,708.
TO FORM 990-PF, PG 1, LN 16B	26,148.	0.		26,148.

FORM 990-PF TAXES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	10,596.	0.		10,596.
FOREIGN TAXES	8,847.	8,847.		0.
TO FORM 990-PF, PG 1, LN 18	19,443.	8,847.		10,596.

FORM 990-PF OTHER EXPENSES STATEMENT 10

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUTOMOBILE	426.	0.		426.
COMPUTER	10,406.	0.		0.
DUES AND SUBSCRIPTIONS	1,286.	1,286.		0.
GRANT RELATED EXPENSES	40,680.	0.		40,680.
INVESTMENT EXPENSES	51,974.	51,974.		0.

MEALS & ENTERTAINMENT	2,394.	0.		2,394.
BANK CHARGE	430.	0.		0.
POSTAGE	995.	0.		995.
STORAGE	1,654.	0.		0.
SUPPLIES	1,414.	0.		0.
TELEPHONE	4,022.	0.		4,022.
STATE FEES	35.	0.		0.
NONDEDUCTIBLE EXPENSES K-1S	1,020.	1,020.		0.
MANAGEMENT FEE	57,000.	57,000.		0.
UTILITIES	24,195.	24,195.		0.
INSURANCE	68,408.	0.		0.
MISCELLANEOUS	12,922.	0.		0.
BAD DEBT EXPENSE	3,000,650.	3,000,650.		0.
LOAN EXPENSES	556.	556.		0.
APPRAISAL FEE	7,750.	7,750.		0.
OFFICE EXPENSE	5,736.	0.		0.
REPAIRS	75.	75.		0.
SNOW PLOWING	2,240.	2,240.		0.
TO FORM 990-PF, PG 1, LN 23	3,296,268.	3,146,746.		48,517.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES-SCHWAB	5,054,881.	6,451,481.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,054,881.	6,451,481.

FORM 990-PF CORPORATE BONDS STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BRENTWOOD - BANK OF AMERICA	882,354.	385,000.
EATON VANCE-BANK OF AMERICA	1,011,585.	612,400.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,893,939.	997,400.

FORM 990-PF MORTGAGE LOANS STATEMENT 13

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORTGAGE LOANS	2,298,024.	2,298,024.
TOTAL TO FORM 990-PF, PART II, LINE 12	2,298,024.	2,298,024.

FORM 990-PF OTHER INVESTMENTS STATEMENT 14

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
DUE FROM ATLAS MORTGAGE	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		0.	0.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 15

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE EQUIPMENT	4,819.	4,173.	646.
COMPUTER	1,069.	887.	182.
COMPUTER	2,344.	1,219.	1,125.
APPLE WEB STORE	881.	458.	423.
DELL	806.	419.	387.
ZEFF PHOTO SUPPLY-CAMARA	1,440.	749.	691.
ZEFF PHOTO SUPPLY-CAMARA	398.	207.	191.
BEST BUY - NETBOOK	227.	118.	109.
APPLE WEB STORE	874.	443.	431.
TOTAL TO FM 990-PF, PART II, LN 14	12,858.	8,673.	4,185.

FORM 990-PF OTHER ASSETS STATEMENT 16

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
EXCHANGE	0.	1,464.	1,464.
INVESTMENT REAL ESTATE	0.	1,308,636.	1,308,636.
TO FORM 990-PF, PART II, LINE 15	0.	1,310,100.	1,310,100.

FORM 990-PF OTHER LIABILITIES STATEMENT 17

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
ESCROW INTEREST - BOURQUE	666.	0.
ESCROW INTEREST - FERREIRA	79,852.	0.
ESCROW HARWICH	20,000.	0.
ESCROWS - OTHER	4,588.	0.
EXCHANGE	2,530.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	107,636.	0.

FORM 990-PF	ELECTION UNDER REGULATIONS SECTION 53.4942(A)-3(D)(2) TO TREAT EXCESS QUALIFYING DISTRIBUTIONS AS DISTRIBUTIONS OUT OF CORPUS	STATEMENT 18

PURSUANT TO REG. 53.4942(A)-3(D), FOR 2011, THE FOUNDATION ELECTS TO TREAT $932,344 AS BEING DISTRIBUTED OUT OF CORPUS.

THE LAWRENCE AND LILLIAN SOLOMON FUND

DECEMBER 31, 2011

Date	Num	Charity	Amount	Address
4/21/2011	2915	ACLU Of Massachusetts	15,000	125 Broad St , NY, NY 10004
4/21/2011	2916	Amnesty International	15,000	5 Penn Plaza, New York, NY 10001
2/24/2011	2849	Boston Center For The Arts	5,000	539 Tremont St , Boston, Ma 02116
2/17/2011	2845	Boston College	50,000	140 Commonwealth Ave , Chestnut Hill, MA 02467
2/15/2011	2840	Boston Conservatory	350	PO Box 230193, Boston, MA 02123
6/16/2011	2975	Boston Conservatory	5,000	PO Box 230193, Boston, MA 02123
7/14/2011	3018	Boston Harbor Alliance	5,000	408 Atlantic Ave , Suite 228, Boston, MA 02110
7/14/2011	3019	Boston Harbor Alliance	10,000	408 Atlantic Ave , Suite 228, Boston, MA 02110
4/21/2011	2917	Boston Landmarks Orchestra	1,750	168 Brattle Street, Cambridge, MA 02138
4/5/2011	2895	Boston Preservation Alliance	1,500	45 School St , Boston, MA 02108
7/28/2011	3026	Boston Preservation Alliance	750	45 School St , Boston, MA 02108
3/3/2011	2871	Boston Society Of Landscape Architects	1,000	19 Harrison St , Framingham, MA 01702
2/17/2011	2844	Boston University	50,000	One Sherborne St , 7th FL, Boston, MA 02215
12/8/2011	3128	Buddy Dog Humane Society, Inc.	1,000	PO Box 296, Sudbury, MA 01776
2/15/2011	2841	Celebrity Series Of Boston, Inc	10,000	200 Park Plaza, Suite 102, Boston, MA 02116
2/17/2011	2843	Celebrity Series Of Boston, Inc.	20,000	200 Park Plaza, Suite 102, Boston, MA 02116
5/12/2011	2944	Charles River Boat Clean Up	10,000	26 Lakeview Rd , Framingham, MA 01701
12/8/2011	3136	Children's Hospital Boston	1,000	401 Park Drive, Suite 602, Boston, MA 02215
6/9/2011	2962	City Parks Alliance	950	2121 Ward Court, NW 5th FL, Washington DC 20037
10/18/2011	3085	Commonwealth Shakespeare Company	5,000	359 Tremont St , Boston, MA 02116
10/25/2011	3095	Community Boating	2,500	21 David Mugar Way, Boston, MA 02114
3/24/2011	2890	Community Service Care	1,000	70 Main St , Taunton, MA 02780
12/8/2011	3135	Dana-Farber Cancer Institute	1,000	450 Brookline Ave , Boston, MA 02215
12/8/2011	3131	Doctors Without Borders USA	1,000	PO Box 5030, Hagerstown, MD 21741
2/24/2011	2848	Emerald Necklace Conservancy	550	Two Brookline Place, Brookline, MA 02445
4/5/2011	2896	Emerald Necklace Conservancy	3,000	Two Brookline Place, Brookline, MA 02445
4/19/2011	2910	Emerald Necklace Conservancy	10,750	Two Brookline Place, Brookline, MA 02445
10/20/2011	3088	Emerald Necklace Conservancy	6,000	Two Brookline Place, Brookline, MA 02445
6/2/2011	2953	Esplanade Association	25,000	376 Boylston St , Suite 503, Boston, MA 02116
10/18/2011	3084	Franklin Park Coalition	6,000	PO Box 302333, Boston, MA 02130
5/17/2011	2945	Friends Of The Esplanade Play Space, Inc	10,000	200 Berkley St , Boston, MA 02116
6/16/2011	2976	Friends Of The IDF	4,000	154 Wells Avenue, Newton, AMA 02459
5/17/2011	2946	Fund For Parks & Recreation: ParkARTS	1,000	One City Hall Plaza, Boston, MA 02201
12/8/2011	3137	Globe Santa Fund Trust	1,000	PO Box 845059, Boston, MA 02284
12/8/2011	3132	Goodwill	1,000	5810 Indiola Dr , Rockvill, MD 20855
2/24/2011	2850	Gould Academy	10,000	P O Box 860, Bethel, ME 04217
12/8/2011	3125	Habitat For Humanity	1,000	121 Habitat St , Americus, GA 31709
6/16/2011	2978	Handi Kids	10,000	470 Pine Street, bridgewater, MA 02324
6/2/2011	2952	Huntington Theatre Company	10,000	264 Huntington Ave , Boston, MA 02115
6/30/2011	2998	Island Alliance	7,500	87 Mt Vernon Street, Boston, MA 02108
6/16/2011	2977	Jewish Community Housing For The Elderly	5,000	87 Mt Vernon Street, Boston, MA 02108
10/25/2011	3096	JF & CS	1,000	1430 Main St , Waltham, MA 02451
11/22/2011	EFT	Khan Academy	1,000	PO Box 1630, Mountain View, CA 94042
8/16/2011	3029	Livable Streets Alliance	10,000	70 Pacific Street, Cambridge, MA 02139+D55
12/8/2011	3134	Make-A-Wish Foundation Of Massachusetts Ar	1,000	One Bulfinch Pl, Boston, MA 02114
11/22/2011	3115	Mass General Hospital	1,000	165 Cambridge St , Boston, MA 02114
5/12/2011	2943	Mazie Foundation For The Ride	1,500	1502 Wisteria Way, Wayland, MA 01778
7/26/2011	3022	Mazie Foundation For The Ride	5,000	1502 Wisteria Way, Wayland, MA 01778
4/28/2011	2921	Metropolitan Area Planning Counsel	3,400	60 Temple Pl , Boston, MA 02111
3/3/2011	2862	Museum Of Fine Arts	3,000	465 Huntington Avenue, Boston, MA 02115
2/3/2011	2825	New Repertory Theatre	10,000	200 Bexter Avenue, Watertown, MA 02472
2/15/2011	2839	New Repertory Theatre	125	200 Bexter Avenue, Watertown, MA 02472
7/7/2011	3006	New Repertory Theatre	25,000	200 Bexter Avenue, Watertown, MA 02472
2/15/2011	2842	Newton-Wellesley Hospital Charitable Foundat	25,000	70 Pacific Street, Cambridge, MA 02139+D55

THE LAWRENCE AND LILLIAN SOLOMON FUND

DECEMBER 31, 2011

6/14/2011	2973	Perkins School For The Blind	10,000	175 N Beacon St , Watertown, MA 02472
10/20/2011	3089	Perkins School For The Blind	25,000	175 N Beacon St , Watertown, MA 02472
12/8/2011	3126	Pine Street Inn	1,000	444 Harrison Ave , Boston, MA 02118
10/4/2011	3068	Rose Fitzgerald Kennedy Greenway Conservanc	10,000	185 Kneeland St , Boston, MA 02111
12/8/2011	3130	Smile Train	1,000	PO Box 96231, Washington DC 20090
12/8/2011	3133	St Jude Children's Research Hospital	1,000	501 St Jude Place, Memphis, TN 38105
7/14/2011	3016	StandDown Texas Project	10,000	PO Box 13475, Austin, TX 78711
2/17/2011	2846	Sudbury Valley Trustees	12,500	18 Wolbach Rd , Sudbury, MA 01776
6/9/2011	2963	Sudbury Valley Trustees	10,000	18 Wolbach Rd , Sudbury, MA 01776
6/14/2011	2974	The Boston Conservatory	25,000	PO Box 230193, Boston, MA 02123
10/6/2011	3080	The Esplande Association	10,000	376 Boylston St , Suite 503, Boston, MA 02116
9/8/2011	3049	The Price Center	5,000	38 Border St , W Newton, MA 02465
9/27/2011	3066	The Price Center	5,000	38 Border St , W Newton, MA 02465
12/8/2011	3127	The Salvation Army	1,000	25 Shawmut Rd , Canton, MA 02021
3/29/2011	2893	The Trustees Of Reservations	10,000	396 Moose Hill St , Sharon, MA 02067
12/8/2011	3129	The USO	1,000	PO Box *9655, Washington, DC
3/24/2011	2888	UConn Foundation	250	2390 Alumni Dr , Unit 3206, Storrs, CT 06269
2/3/2011	2826	Wayland Charitable Commitee	10,000	12 Claypit Hill Rd , Wayland, MA 01778
4/5/2011	2894	Wayland High Schoool Scholarship Committee	35,000	Wayland, MA 01778
3/3/2011	2870	YWCA Cambridge	2,500	820 Massachusetts Ave , Cambridge, MA 02139
		Total Charitable Donations	**597,875**	

Bruce Mathias

From:	Laurie Kluse [laurie.kluse@bostonherald com]
Sent:	Tuesday, November 13, 2012 3 01 PM
To:	bmathias@laurel2 net
Subject:	Fwd· proof of Herald ad#1551320 cost $93.34

sorry date should be Nov 15

LAWRENCE AND LILLIAN SOLOMON FUND

Notice is hereby given that the annual report, Form 990PF, at the above Foundation for the year 2011 is available for inspection at the principal office of the Foundation, 10 Laurel Avenue, Wellesley, MA 02481, (781) 431-2577, during business hours by any citizen who so requests within 180 days of the date of the publication of this notice. Name of principal manager: David M. Solomon.

Nov 15

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