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: SWORD AND SPOON FOUNDATION

A Employer identification number: 20-7494902

Number and street (or P O box number if mail is not delivered to street address): 138 CONANT STREET, 1ST FLOOR — Room/suite

B Telephone number: 781-721-5563

City or town, state, and ZIP code: BEVERLY, MA 01915

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) ▶$ 1,732,704.

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	376,353.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	44,742.	44,742.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	67,643.			
	b Gross sales price for all assets on line 6a 1,158,960.				
	7 Capital gain net income (from Part IV, line 2)		67,643.		
	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	19,277.	19,277.	0.	STATEMENT 2
	12 **Total** Add lines 1 through 11	508,015.	131,662.	0.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	21,143.	10,572.	0.	10,571.
	c Other professional fees				
	17 Interest	16,751.	16,751.	0.	0.
	18 Taxes STMT 4	2,760.	558.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	11,635.	6,740.	0.	4,894.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	52,289.	34,621.	0.	15,465.
	25 Contributions, gifts, grants paid	346,408.			346,408.
	26 **Total expenses and disbursements.** Add lines 24 and 25	398,697.	34,621.	0.	361,873.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	109,318.			
	b **Net investment income** (if negative, enter -0-)		97,041.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

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15161116 805028 SIX4902 2011.04030 SWORD AND SPOON FOUNDATION SIX49021

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	11,487.	5,198.	5,198.
	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 ▶ 17,804.			
	Less: allowance for doubtful accounts ▶ 0.	41,782.	17,804.	17,804.
	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 6	1,377,529.	1,281,044.	1,242,690.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 7)	0.	467,012.	467,012.
	16 **Total assets** (to be completed by all filers)	1,430,798.	1,771,058.	1,732,704.
Liabilities	17 Accounts payable and accrued expenses		11,334.	
	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 ▶ MARGIN LOAN)	177,648.	397,564.	
	23 **Total liabilities** (add lines 17 through 22)	177,648.	408,898.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted	1,230,650.	1,362,160.	
	25 Temporarily restricted	22,500.	0.	
	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**	1,253,150.	1,362,160.	
	31 **Total liabilities and net assets/fund balances**	1,430,798.	1,771,058.	

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	1,253,150.
2 Enter amount from Part I, line 27a	2	109,318.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,362,468.
5 Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	5	308.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,362,160.

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	1,158,960.		1,091,317.	67,643.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				67,643.

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	67,643.
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	585,620.	1,108,979.	.528071
2009	220,276.	712,281.	.309254
2008	192,098.	551,581.	.348268
2007			
2006			

2 **Total** of line 1, column (d)	2	1.185593
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	.395198
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,811,725.
5 Multiply line 4 by line 3	5	715,990.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	970.
7 Add lines 5 and 6	7	716,960.
8 Enter qualifying distributions from Part XII, line 4	8	361,873.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	1,941.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,941.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	1,941.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a		
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	0.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	24.
9 **Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	1,965.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶	Refunded ▶	11	

Part VII-A | Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see 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)*

		Line	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 ▶ WWW.SIXSEEDS.ORG

14 The books are in care of ▶ THE ORGANIZATION Telephone no. ▶ 781-721-5563

Located at ▶ 138 CONANT STREET 1ST FLOOR, BEVERLY, MA ZIP+4 ▶ 01915

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

		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		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

			Line	Yes	No
	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			
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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
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			
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 | | 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
JOHN KINGSTON 16 CHESTNUT STREET WINCHESTER, MA 01890	PRESIDENT 2.00	0.	0.	0.
JEAN KINGSTON 16 CHESTNUT STREET WINCHESTER, MA 01890	CLERK 2.00	0.	0.	0.
BRADLEY CRATE 138 CONANT STREET BEVERLY, MA 01915	TREASURER 5.00	0.	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
NONE		
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 N/A	
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	1,337,922.
b	Average of monthly cash balances	1b	16,577.
c	Fair market value of all other assets	1c	484,816.
d	**Total** (add lines 1a, b, and c)	1d	1,839,315.
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	1,839,315.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	27,590.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,811,725.
6	**Minimum investment return.** Enter 5% of line 5	6	90,586.

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	90,586.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,941.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,941.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	88,645.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	88,645.
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	88,645.

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	361,873.
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	361,873.
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	361,873.

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				88,645.
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 164,519.				
d From 2009 184,811.				
e From 2010 532,139.				
f **Total** of lines 3a through e	881,469.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 361,873.				
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)	0.			
d Applied to 2011 distributable amount				88,645.
e Remaining amount distributed out of corpus	273,228.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,154,697.			
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	1,154,697.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008 164,519.				
c Excess from 2009 184,811.				
d Excess from 2010 532,139.				
e Excess from 2011 273,228.				

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).)

JOHN KINGSTON

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 ▶ [X] 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*				
AGATHOS CLASSICAL ACADEMY 1201 MAPLEASH AVENUE COLUMBIA, TN 38401		PUBLIC CHARITY	OPERATIONS	2,547.
AMERICAN ENTERPRISE INSTITUTE 1150 17TH ST. NW WASHINGTON, DC 20036		PUBLIC CHARITY	OPERATIONS	12,500.
BAPTIST MID-MISSIONS 7749 WEBSTER ROAD CLEVELAND, OH 44130		PUBLIC CHARITY	OPERATIONS	1,500.
BLESS IT FORWARD P.O. BOX 535 COLUMBIA, TN 38402		PUBLIC CHARITY	OPERATIONS	2,500.
BOSTON LIVING CENTER 29 STANHOPE STREET BOSTON, MA 02116		PUBLIC CHARITY	OPERATIONS	500.
Total SEE CONTINUATION SHEET(S)			▶ 3a	346,408.
b *Approved for future payment* NONE				
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
	(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					
4 Dividends and interest from securities			14	44,742.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	19,277.	
8 Gain or (loss) from sales of assets other than inventory			18	67,643.	
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.		131,662.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 131,662.

(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).

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

Signature of officer or trustee: [signature] Date: 11/16/12 Title: TREASURER

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
SARAH WILLWERTH-DYER, CPA	[signature]	11/16/12		P00149614

Firm's name ▶ ANTHONY & DODGE P.C. Firm's EIN ▶ 04-3256180

Firm's address ▶ 75 RAILROAD AVENUE S. HAMILTON, MA 01982-2218 Phone no. 978-468-7338

Form **990-PF** (2011)

123622 12-02-11

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

OMB No 1545-0047

2011

Name of the organization	**Employer identification number**
SWORD AND SPOON FOUNDATION	20-7494902

Organization type (check one).

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year. ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

SWORD AND SPOON FOUNDATION

Employer identification number

20-7494902

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOHN KINGSTON 16 CHESTNUT STREET WINCHESTER, MA 01890	$ 127,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	JOHN KINGSTON 16 CHESTNUT STREET WINCHESTER, MA 01890	$ 249,353.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
SWORD AND SPOON FOUNDATION	20-7494902

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	STOCK, INVESTMENT IN PARTNERSHIP, AND NOTE RECEIVABLE	$ 249,353.	02/01/11

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization

SWORD AND SPOON FOUNDATION

Employer identification number

20-7494902

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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	FIDELITY INVESTMENTS SEE ATTACHED	P	VARIOUS	VARIOUS
b	FIDELITY INVESTMENTS SEE ATTACHED	P	VARIOUS	VARIOUS
c	1416 SHS AFFILIATED MANAGERS GROUP	P	VARIOUS	02/15/11
d	1500 SHS BANK OF AMERICA CORP SERIES 5	P		01/04/11
e	2227 SHS BANK OF AMERICA CORP SERIES 5	P		01/05/11
f	4200 SHS BANK OF AMERICA CORP SERIES 5	P	12/30/10	02/15/11
g	2311 SHS BAK OF AMERICA 6.375% PREFERRED	P		01/04/11
h	2400 SHS UBS PREF FDG 1.550%	P		01/04/11
i	1700 SHS BANK OF AMERICA 6.375% PREFERRED	P	08/04/10	05/09/11
j	5828 SHS UBS PFD FDG	P	08/04/10	02/15/11
k	20 SHS UBS PFD FDG	P	08/04/10	05/09/11
l	280 SHS UBS PFD FDG	P	11/03/10	05/09/11
m	CAPITAL GAINS DIVIDENDS			
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	616,991.		609,512.	7,479.
b	6.		4.	2.
c	155,981.		116,492.	39,489.
d	27,405.		26,720.	685.
e	40,686.		39,671.	1,015.
f	76,733.		74,816.	1,917.
g	51,276.		50,126.	1,150.
h	40,611.		38,584.	2,027.
i	37,720.		36,873.	847.
j	105,421.		93,695.	11,726.
k	363.		322.	41.
l	5,079.		4,502.	577.
m	688.			688.
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				7,479.
b				2.
c				39,489.
d				685.
e				1,015.
f				1,917.
g				1,150.
h				2,027.
i				847.
j				11,726.
k				41.
l				577.
m				688.
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	67,643.
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

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
INTERNATIONAL ARTS MOVEMENT 38 WEST ST NEW YORK, NY 10018		PUBLIC CHARITY	OPERATIONS	1,000.
TS ALLIANCE 801 ROEDER ROAD SILVER SPRING, MD 20910		PUBLIC CHARITY	OPERATIONS	100.
LOVELANE 40 BAKER BRIDGE ROAD LINCOLN, MA 01773		PUBLIC CHARITY	OPERATIONS	100.
CHILDREN'S HOSPITAL P O BOX 5225 BEVERLY, MA 01915		PUBLIC CHARITY	OPERATIONS	500.
LEADERSHIP CONNECTION 3 MOUNT LEBANON ST PEPPERELL, MA 01463		PUBLIC CHARITY	OPERATIONS	5,000.
INTERVARSITY CHRISTIAN FELLOWSHIP P O BOX 7895 MADISON, WI 53707		PUBLIC CHARITY	OPERATIONS	3,600.
WORLD VISION P O BOX 9716 FEDERAL WAY, WA 98063		PUBLIC CHARITY	OPERATIONS	2,496.
NORRIS COTTON CANCER CENTER ONE MEDICAL CENTER DRIVE LEBANON, NH 03756		PUBLIC CHARITY	OPERATIONS	250.
PMC JIMMY FUND 77 FOURTH AVE NEEDHAM, MA 02494		PUBLIC CHARITY	OPERATIONS	1,450.
PIONEER INSTITUTE P O BOX 612 WINCHESTER, MA 01890		PUBLIC CHARITY	OPERATIONS	25,000.
Total from continuation sheets				326,861.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SIX SEEDS, INC 600 MAIN STREET WINCHESTER, MA 01890		PUBLIC CHARITY	OPERATIONS	151,000.
WEDGEWOOD CIRCLE 328 WARREN STREET ROXBURY, MA 02119		PUBLIC CHARITY	OPERATIONS	15,000.
THE SPORTS MUSEUM OF NEW ENGLAND 100 LEGENDS WAY BOSTON, MA 02114		PUBLIC CHARITY	OPERATIONS	4,000.
CARE P O BOX 7039 MERRIFIELD, VA 22116		PUBLIC CHARITY	OPERATIONS	600.
CATHOLIC CHARITIES P O BOX 17066 BALTIMORE, MD 21297		PUBLIC CHARITY	OPERATIONS	500.
DISCIPLESHIP HOUSE P O BOX 1091 COLUMBIA, TN 38402		PUBLIC CHARITY	OPERATIONS	1,300.
GUARD SUPPORT OF MA P O BOX 5225 BEVERLY, MA 01915		PUBLIC CHARITY	OPERATIONS	13,500.
HEIFER PROJECT 1 WORLD AVE LITTLE ROCK, AR 72202		PUBLIC CHARITY	OPERATIONS	700.
THE HOME FOR LITTLE WANDERERS 271 HUNTINGTON AVE BOSTON, MA 02115		PUBLIC CHARITY	OPERATIONS	200.
HOPE CLINIC FOR WOMEN 1810 HAYES ST NASHVILLE, TN 37203		PUBLIC CHARITY	OPERATIONS	1,900.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
IMAGE 3307 THIRD AVE WEST SEATTLE, WA 98119		PUBLIC CHARITY	OPERATIONS	1,000.
INTREPID FALLEN HEROES FUND ONE INTREPID SQUARE NEW YORK, NY 10036		PUBLIC CHARITY	OPERATIONS	200.
JEWISH COMMUNITY RELATIONS CENTER 333 NAHANTON ST NEWTON, MA 02459		PUBLIC CHARITY	OPERATIONS	200.
LIFESONG FOR ORPHANS P O BOX 40 GRIDLEY, IL 61744		PUBLIC CHARITY	OPERATIONS	800.
MAURY CHAPLAIN MINISTRIES INC P O BOX 735 COLUMBIA, TN 38402		PUBLIC CHARITY	OPERATIONS	2,500.
MAURY UNITED MINISTRIES 812 N MAIN ST MT PLEASANT, TN 38474		PUBLIC CHARITY	OPERATIONS	1,300.
MILAN MOOSAVIZADEH TRUST P O BOX 411 WINCHESTER, MA 01890		PUBLIC CHARITY	OPERATIONS	1,000.
WORLD GOSPEL MISSION P O BOX 948 MARION , IN 46952		PUBLIC CHARITY	OPERATIONS	2,500.
PREGNANCY CENTER OF COLUMBIA INC 704 DUNNINGTON ST COLUMBIA, TN 38401		PUBLIC CHARITY	OPERATIONS	2,500.
RAVI ZACHARIAS INTERNATIONAL MINISTRIES 4725 PEACHTREE CORNERS CIRCLE NORCROSS , GA 30092		PUBLIC CHARITY	OPERATIONS	400.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
REBUILD AFRICA 38 PORTER ROAD CAMBRIDGE, MA 02140		PUBLIC CHARITY	OPERATIONS	100.
ROXBURY PRESBYTERIAN CHURCH 328 WARREN STREET ST ROXBURY, MA 02119		PUBLIC CHARITY	OPERATIONS	12,600.
REFORMED UNIVERSITY MINISTRIES 1700 NORTH BROWN ROAD LAWRENCEVILLE, GA 30043		PUBLIC CHARITY	OPERATIONS	4,300.
TELEMACHUS FOUNDATION INC. 549 CORTEZ ST SALT LAKE CITY, UT 84103		PUBLIC CHARITY	OPERATIONS	1,000.
WOUNDED WARRIOR PROJECT 4899 BELFORT ROAD JACKSONVILLE , FL 32256		PUBLIC CHARITY	OPERATIONS	800.
ZION CHRISTIAN ACADEMY 6901 OLD ZION ROAD COLUMBIA, TN 38401		PUBLIC CHARITY	OPERATIONS	2,500.
CIVA CHRISTIANS IN VISUAL ARTS 255 GRAPEVINE ROAD WENHAM, MA 01984		PUBLIC CHARITY	OPERATIONS	2,265.
CORE FELLOWSHIP FOUNDATION 1999 MCKINNEY AVE DALLAS, TX 75201		PUBLIC CHARITY	OPERATIONS	30,000.
ARTS ENGINE - UNIVERSITY OF MICHIGAN 2281 BONISTEEL AVE ANN ARBOR , MI 48109		PUBLIC CHARITY	FUEL ASSISTANCE	200.
VERITAS FORUM 100 LEGENDS WAY BOSTON, MA 02114		PUBLIC CHARITY	OPERATIONS	10,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PAN-AFRICAN HOUSING ALLIANCE 4637 16TH STREET, NW WASHINGTON, DC 20111				22,500.
Total from continuation sheets				

Fidelity INVESTMENTS

2011 TAX REPORTING STATEMENT

THE SIXSEEDS FOUNDATION

Account No. [redacted] Customer Service: 415-508-4983
Recipient ID No. 20-7494802 Payer's Fed ID Number: 04-3523567

FORM 1099-B* 2011 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO. 1545-0715
C = CORRECTED Corrected on 02/18/12

Description (9) CUSIP	Date of Acquisition (1b)	Date of Sale or Exchange (1a) Type of Gain or Loss (8)	Quantity Event	Sales Price of Stocks, Bonds etc. (2) §	Cost or Other Basis (3) ae Provided to IRS/ Not Provided (6) b	Gain/Loss (-)	Wash Sale Loss Disallowed (5)	Federal Income Tax Withheld (4)
ABERDEEN EQUITY LONGSHORT FUND INSTL CL 003020336	11/11/10	05/25/11 Short-Term	447.664 Sale	5,150.00	5,197.00 N	-47.00		
ABSOLUTE OPPORTUNTY FUND INSTL 34984T642	various	03/01/11 Short-Term	505.710 Sale	6,346.95	6,370.81 N	-23.86	23.86	
ABSOLUTE STRATEGIES INSTITUTIONAL 34984T600	various	02/28/11 Short-Term	1,598.528 Sale	17,351.00	17,460.83 N	-109.83	41.58	
ALPS ETF TR ALERIAN MLP ETF 00162Q866	11/11/10	02/28/11 Short-Term	200.000 Sale	3,279.98	3,179.57 N	100.41		
AQR MANAGED FUTURES FUND CL I 00203H859	various	03/01/11 Short-Term	515.130 Sale	5,265.39	5,314.97 N	-49.58	49.58	
ARBITRAGE FUND CLASS I 03875R205	11/11/10	09/21/11 Short-Term	500.000 Sale	6,575.00	6,506.37 N	68.63		
ASG DIVERSIFYING STRATEGIES CL Y 63872T786	various	03/02/11 Short-Term	1,512.287 Sale	15,975.00	16,442.41 N	-467.41	230.21	
ASG GLOBAL ALTERNATIVES FUND Y 63872T885	various	02/28/11 Short-Term	1,444.718 Sale	15,838.00	15,872.37 N	-34.37	18.94	
ASG MANAGED FUTURES STRATEGY FUND CL Y 63872T729	various	02/28/11 Short-Term	495.928 Sale	5,455.00	5,533.70 N	-78.70	68.72	
CALAMOS MARKET NEUTRAL INCOME CL I 128119880	various	02/28/11 Short-Term	697.692 Sale	8,438.00	8,379.68 N	58.32		
CALDWELL & ORKIN MARKET OPPORTUNITY 128819307	various	05/25/11 Short-Term	497.943 Sale	9,582.76	9,681.27 N	-98.51		
DREYFUS GLOBAL ABSOLUTE RETURN A 007565369	11/11/10	05/25/11 Short-Term	802.662 Sale	9,648.00	9,954.92 N	-306.92		

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Fidelity INVESTMENTS

2011 TAX REPORTING STATEMENT

THE SIXSEEDS FOUNDATION

Account No. [redacted] Customer Service: 415-508-4983
Recipient ID No. 20-7494802 Payer's Fed ID Number: 04-3523567

FORM 1099-B*

2011 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO. 1545-0715
C = CORRECTED Corrected on 02/18/12

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DRIEHAUS ACTIVE INCOME FUND 262028855	various	02/28/11 Short-Term	500.000 Sale	5,660.00	5,652.82 N	7.18		
	02/24/11	08/11/11 Short-Term	309.937 Sale	3,266.74	3,504.04 N	-237.30		
Sub Totals				8,926.74	9,156.86 z			
			Short-Term Gains			7.18		
			Short-Term Losses			-237 30		
DWS DISCIPLINED MARKET NEUT FD CL S 233376870	05/25/11	09/21/11 Short-Term	761.880 Sale	7,237.86	7,055.01 N	182.85		
DWS DISCIPLINED MARKET NEUTRAL INSTL 233376862	various	06/01/11 Short-Term	1,097.647 Sale	10,238.00	10,473.85 N	-235.85		
EATON VANCE FLOATINGRATE CLASS I 277911491	various	02/28/11 Short-Term	1,200.000 Sale	10,895.00	10,902.93 N	-7.93	3.01	
FIRST TR FTSE EPRA NAREIT DEVELOPED MARK 33736N101	11/11/10	02/28/11 Short-Term	100.000 Sale	3,623.61	3,586.76 N	36.85		
	02/24/11	02/28/11 Short-Term	10.000 Sale	362.36	352.50 P	9.86		
	02/24/11	04/15/11 Short-Term	90.000 Sale	3,259.82	3,172.45 P	87.37		
Sub Totals				7,245.79	7,111.71 z			
			Short-Term Gains			134.08		
GUGGENHM TIMBER ETF 18383Q879	11/11/10	03/03/11 Short-Term	60.000 Sale	1,329.62	1,260.76 N	68.86		
HIGHLAND LONG/SHORT EQUITY FUND CLASS Z 430070409	11/11/10	05/25/11 Short-Term	592.084 Sale	6,653.71	6,734.80 N	-81.09		

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ISHARES BARCLAYS MBS BOND FD 464288588	02/24/11	02/28/11 Short-Term	50.000 Sale	5,256.94	5,276.98 P	-20.04		
ISHARES BARCLAYS SHORT TREAS BD FD 464288679	02/24/11	02/28/11 Short-Term	50.000 Sale	5,492.47	5,519.48 P	-27.01		
ISHARES BARCLAYS TREAS INFLATION PROTECT 464287176	08/23/10	02/28/11 Short-Term	46.000 Sale	4,981.70	4,920.53 N	61.17		
	02/24/11	02/28/11 Short-Term	4.000 Sale	433.19	432.69 P	0.50		
Sub Totals				**5,414.89**	**5,353.22 z**			
			Short-Term Gains			61.67		
ISHARES BARCLAYS 20+YEAR TREAS BOND FD 464287432	11/11/10	02/28/11 Short-Term	100.000 Sale	9,215.49	9,670.95 N	-455.46	455.46	
	02/24/11	02/28/11 Short-Term	90.000 Sale	8,293.95	8,271.43 P	22.52		
Sub Totals				**17,509.44**	**17,942.38 z**			
			Short-Term Gains			22.52		
			Short-Term Losses			-455.46		
			Short-Term Disallowed Losses				455.46	
ISHARES DIVERSIFIED ALTERNATIVES TR SH B 464294107	11/11/10	03/03/11 Short-Term	200.000 Sale	10,293.87	10,215.13 N	78.74		
	02/24/11	11/15/11 Short-Term	200.000 Sale	9,783.88	10,325.95 P	-542.07		
Sub Totals				**20,077.75**	**20,541.08 z**			
			Short-Term Gains			78.74		
			Short-Term Losses			-542.07		

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ISHARES IBOXX $ INVESTOP INVESTMENT GRAD 464287242	11/11/10	02/28/11 Short-Term	90.000 Sale	9,815.26	10,047.94 N	-232.68	232 68	
ISHARES INC MSCI JAPAN INDEX FD 464286848	11/11/10	02/25/11 Short-Term	800.000 Sale	9,121.87	8,258.40 N	863.47		
ISHARES INC MSCI PACIFIC EX JAPAN INDEX 464286665	11/11/10	02/25/11 Short-Term	470.000 Sale	22,123.37	22,340.51 N	-217.14	217.14	
	11/11/10	05/25/11 Short-Term	30.000 Sale	1,421.88	1,425.99 N	-4 11		
	11/11/10	05/25/11 Short-Term	120.000 Sale	5,687.53	5,566.74 P	120.79		
Sub Totals				**29,232.78**	**29,333.24** z			
				Short-Term Gains		120.79		
				Short-Term Losses		-221.25		
				Short-Term Disallowed Losses			217.14	
ISHARES TR IBOXX $ HIGH YIELD CORP BD FD 464288513	11/11/10	02/28/11 Short-Term	100.000 Sale	9,221.83	9,039.15 N	182 68		
	02/24/11	02/28/11 Short-Term	50.000 Sale	4,610.92	4,590.50 P	20.42		
	02/24/11	05/25/11 Short-Term	50.000 Sale	4,595.91	4,590.50 P	5 41		
Sub Totals				**18,428.66**	**18,220.15** z			
				Short-Term Gains		208.51		
ISHARES TR JPMORGAN USD EMERGING MKTS BD 464288281	11/11/10	09/21/11 Short-Term	50.000 Sale	5,439.89	5,603.29 N	-163.40		
ISHARES TR MSCI EMERGING MKTS INDEX FD 464287234	02/24/11	02/25/11 Short-Term	780.000 Sale	35,451.17	34,865.77 P	585.40		

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ISHARES TR RUSSELL 1000 INDEX FD 464287622	11/11/10	02/25/11 Short-Term	100.000 Sale	7,356.86	6,726.11 N	630.75		
	02/24/11	02/25/11 Short-Term	1,150.000 Sale	84,603.87	83,259.70 P	1,344.17		
Sub Totals				91,960.73	89,985.81 z			
				Short-Term Gains		1,974.92		
ISHARES TR RUSSELL 2000 INDEX FD 464287655	11/11/10	02/25/11 Short-Term	100.000 Sale	8,191.11	7,350.85 N	840.26		
	02/24/11	02/25/11 Short-Term	10.000 Sale	819.11	797.29 P	21.82		
	02/24/11	05/25/11 Short-Term	50.000 Sale	4,096.92	3,986.45 P	110.47		
Sub Totals				13,107.14	12,134.59 z			
				Short-Term Gains		972.55		
ISHARES TR S&P GLOBAL INFRASTRUCTURE IND 464288372	11/11/10	02/28/11 Short-Term	100.000 Sale	3,719.91	3,599.97 N	119.94		
	02/24/11	02/28/11 Short-Term	10.000 Sale	371.99	366.98 P	5.01		
Sub Totals				4,091.90	3,966.95 z			
				Short-Term Gains		124.95		
ISHARES TR S&P U S PFD STK INDEX FD 464288687	11/11/10	02/28/11 Short-Term	100.000 Sale	3,931.97	3,981.80 N	-49.83	49 83	
	02/24/11	02/28/11 Short-Term	50.000 Sale	1,965.98	1,968 98 P	-3.00		
Sub Totals				5,897.95	5,950.78 z			
				Short-Term Losses		-52.83		
				Short-Term Disallowed Losses			49.83	

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JANUS GLOBAL MARKET NEUTRAL FUND CL I 47103A419	various	02/28/11 Short-Term	1,404.967 Sale	14,693.98	14,842.00 N	-148.02		
JPMORGAN HIGHBDG STAT MK NEU SEL CL 4812A2439	various	02/28/11 Short-Term	898.220 Sale	13,626.00	13,668.69 N	-42.69	28.52	
JPMORGAN STRATEGIC INCOME OPPS - SELECT 4812A4351	various	08/11/11 Short-Term	400.696 Sale	4,583.00	4,817.65 N	-234.65		
	02/24/11	08/11/11 Short-Term	303.108 Sale	3,460.74	3,644.33 N	-183 59		
Sub Totals				**8,043.74**	**8,461.98** z			
				Short-Term Losses		-418.24		
MANAGERS AMG FQ GL ALLOCATION INSTL 56171L801	various	02/28/11 Short-Term	1,441.627 Sale	14,953.50	15,029.63 N	-76.13	62 89	
MERGER FUND 589509108	various	02/28/11 Short-Term	499.688 Sale	7,995.00	7,978.32 N	16.68		
PIMCO FUNDMNTL ADV TOTAL RTN STRAT INSL 72201F110	various	02/28/11 Short-Term	997.738 Sale	4,385.00	4,560.49 N	-175.49	153.33	
POWERSHARES DB COMMODITY INDEX TRACKING 73935S105	11/11/10	02/28/11 Short-Term	500.000 Sale	14,847.75	13,238.48 N	1,609.27		
	02/24/11	02/28/11 Short-Term	20.000 Sale	593.91	589.20 P	4.71		
	02/24/11	05/23/11 Short-Term	80.000 Sale	2,310.40	2,356.79 P	-46.39		
Sub Totals				**17,752.06**	**16,184.47** z			
				Short-Term Gains		1,613.98		
				Short-Term Losses		-46 39		

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Fidelity INVESTMENTS

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SPDR GOLD TR GOLD SHS 78463V107	08/23/10	01/05/11 Short-Term	0.000 Principal	1.18	1.06 N	0.12		
	08/23/10	02/04/11 Short-Term	0.000 Principal	1.11	1.01 N	0.10		
	08/23/10	03/03/11 Short-Term	0.000 Principal	0.97	0.84 N	0.13		
	08/23/10	04/07/11 Short-Term	0.000 Principal	1.14	0.95 N	0.19		
	08/23/10	05/09/11 Short-Term	0.000 Principal	1.22	1.00 N	0.22		
	08/23/10	06/08/11 Short-Term	0.000 Principal	1.21	0.96 N	0.25		
	08/23/10	07/08/11 Short-Term	0.000 Principal	1.23	0.98 N	0.25		
	08/23/10	08/10/11 Short-Term	0.000 Principal	1.26	0.87 N	0.39		
	08/23/10	09/09/11 Long-Term	0.000 Principal	1.41	0.93 N	0.48		
	08/23/10	10/13/11 Long-Term	0.000 Principal	1 58	1.17 N	0.41		
	08/23/10	11/14/11 Long-Term	0.000 Principal	1.32	0.91 N	0.41		
	08/23/10	12/09/11 Long-Term	0.000 Principal	1.32	0.94 N	0.38		
Sub Totals				14.95	11.62 z			
				Short-Term Gains		1.65		
				Long-Term Gains		1.68		
SPDR INDEX SHS FDS DJ WILSHIRE INTL REAL 78463X863	11/11/10	02/28/11 Short-Term	180.000 Sale	7,140.76	7,258.38 N	-117.62	117.62	

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SPDR INDEX SHS FDS S&P EMERGING MKTS SM 78463X756	11/11/10	02/25/11 Short-Term	100.000 Sale	5,156.37	5,827.09 N	-670.72	670.72	
	02/24/11	02/25/11 Short-Term	80.000 Sale	4,125.09	4,067.99 P	57.10		
	11/11/10	03/01/11 Short-Term	20.000 Sale	1,035.53	1,151.14 P	-115.61	115.61	
	11/11/10	03/01/11 Short-Term	80.000 Sale	4,142.13	4,609.36 P	-467.23		
	02/24/11	03/01/11 Short-Term	90.000 Sale	4,659.89	4,581.88 P	78.01		
Sub Totals				**19,119.01**	**20,237.46 z**			
				Short-Term Gains		135.11		
				Short-Term Losses		-1,253.56		
				Short-Term Disallowed Losses			786.33	
SPDR INDEX SHS FDS S&P INTL SMALL CAP ET 78463X871	11/11/10	02/28/11 Short-Term	400.000 Sale	12,618.20	11,722.75 N	895.45		
	02/24/11	02/28/11 Short-Term	50.000 Sale	1,577.27	1,542.21 P	35.06		
Sub Totals				**14,195.47**	**13,264.96 z**			
				Short-Term Gains		930.51		
SPDR SERIES TRUST BARCLAYS INTL ETF 78464A516	11/11/10	02/28/11 Short-Term	100.000 Sale	5,916.93	6,053.15 N	-136.22	108 98	
	02/24/11	02/28/11 Short-Term	20.000 Sale	1,183.38	1,188.59 P	-5.21		
Sub Totals				**7,100.31**	**7,241.74 z**			
				Short-Term Losses		-141.43		
				Short-Term Disallowed Losses			108.98	

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VANGUARD INDEX FDS VANGUARD REIT ETF FOR 922908553	05/07/10	02/28/11 Short-Term	200.000 Sale	11,894.69	9,927.62 N	1,967.07		
	08/23/10	02/28/11 Short-Term	10.000 Sale	594.73	501.45 N	93.28		
Sub Totals				12,489.42	10,429.07 z			
				Short-Term Gains		2,060.35		
VANGUARD INTL EQUITYINDEX FDS MSCI EUROP 922042874	11/11/10	02/25/11 Short-Term	600.000 Sale	31,081.56	30,772.51 N	309.05		
	02/24/11	02/25/11 Short-Term	80.000 Sale	4,144.21	4,087.84 N	56.37		
Sub Totals				35,225.77	34,860.35 z			
				Short-Term Gains		365.42		
WISDOMTREE TR EMERGING MARKETS LOCAL DEB 97717X867	02/24/11	02/28/11 Short-Term	50.000 Sale	2,530.75	2,545.97 P	-15.22		
TOTALS				**616,996.36**	**612,165.01 z**			**0.00**
SHORT-TERM TOTALS				**616,990.73**	**612,161.06 z**			
				Gains		10,757.55		
				Losses		-5,927.88		
				Disallowed Losses			2,648.68	
LONG-TERM TOTALS				**5.63**	**3.95 z**			
				Gains		1.68		
				Losses		0.00		
				Disallowed Losses			0.00	

§ Gross proceeds less commissions
æ Cost or other basis provided may include adjustments including but not limited to: dividend reinvestment, return of capital/principal, wash sale loss disallowed, amortization, accretion, acquisition premium, bond premium, market discount, market premium, and option premium.
þ The following pieces of information are not reported to the IRS for "Not Provided" tax lots: Date of Acquisition (1b), Cost Basis (3), Wash Sale Loss Disallowed (5), and Term (8)
z Totals of Cost or Other Basis include all tax lots with known basis (both "provided" and "not provided"). Totals do not include tax lots with unknown basis.

Amortization, accretion, and similar adjustments to cost basis are not provided for short-term instruments, unit investment trusts, or securities of foreign issuers.

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FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELITY INVESTMENTS	16,007.	688.	15,319.
UBS	29,423.	0.	29,423.
TOTAL TO FM 990-PF, PART I, LN 4	45,430.	688.	44,742.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
LOAN INTEREST	17,814.	17,814.	0.
FIDELITY INVESTMENTS	1,463.	1,463.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	19,277.	19,277.	0.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND TAX PREP	21,143.	10,572.	0.	10,571.
TO FORM 990-PF, PG 1, LN 16B	21,143.	10,572.	0.	10,571.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	558.	558.	0.	0.
EXCISE TAX	2,202.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	2,760.	558.	0.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	6,601.	6,601.	0.	0.
OFFICE EXPENSE	4,757.	0.	0.	4,756.
BANK FEES	277.	139.	0.	138.
TO FORM 990-PF, PG 1, LN 23	11,635.	6,740.	0.	4,894.

FORM 990-PF	CORPORATE STOCK	STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIDELITY INVESTMENTS	672,961.	644,313.
UBS INVESTMENTS	608,083.	598,377.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,281,044.	1,242,690.

FORM 990-PF	OTHER ASSETS	STATEMENT 7

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PROGRAM RELATED INVESTMENTS	0.	467,012.	467,012.
TO FORM 990-PF, PART II, LINE 15	0.	467,012.	467,012.

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions SWORD AND SPOON FOUNDATION	Employer identification number (EIN) or [X] 20-7494902
	Number, street, and room or suite no If a P O box, see instructions. 138 CONANT STREET, 1ST FLOOR	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BEVERLY, MA 01915	

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

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

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

- The books are in the care of ▶ THE ORGANIZATION 138 CONANT STREET 1ST FLOOR - BEVERLY, MA 01915
  Telephone No ▶ 781-721-5563 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2012.

5 For calendar year 2011 , or other tax year beginning ______ , and ending ______

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

7 State in detail why you need the extension
UNABLE TO GATHER THE NECESSARY INFORMATION TO PREPARE A COMPLETE AND ACCURATE RETURN AT THIS TIME.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	$ 0.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 0.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0.

Signature and Verification must be completed for Part II only.

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

Signature ▶ Title ▶ TREASURER Date ▶

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01-06-12