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Eorm 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

FOI	Cai	endar year 2011 or tax year beginning	, aı	ia enaing			
Na	ne of	foundation			A E	mployer identification nu	mber
		R & MRS ROBERT N CHAPMAN AND SON ROBE		ARITABLE		20-8233	
Nu	mber	and street (or P O box number if mail is not delivered to street add	dress)	Room/suite	ВТ	ructions)	
		D TOWER HILL ROAD				401-789-0	0217
Cit	or to	own, state, and ZIP code			Clfe	exemption application is pe	nding, check here 🕨 🔲
WA	KEF	-IELD	RI	02879			
G	Che	ck all that apply 🔲 Initial return 🦳 Initia	al return of a former p	ublic charity	D 1.	Foreign organizations, che	ck here
		☐ Final return ☐ Ame	nded return		2.	Foreign organizations mee	ting the 85% test,
		Address change Nam	ie change			check here and attach con	
Н	Che	ck type of organization: X Section 501(c)(3) exe	mpt private foundation	n	E	orivate foundation status wa	no terminated
		ction 4947(a)(1) nonexempt charitable trust C			1 .	ider section 507(b)(1)(A), cl	
=		market value of all assets at end J Accounting r			_ If t	the foundation is in a 60-mo	onth termination
		ear (from Part II, col (c),			1 -	der section 507(b)(1)(B), c	
		16) ▶\$ 326,949 (Part I, column (c		s)			
Pa	rt I	Analysis of Revenue and Expenses (The total of	(a) Revenue and				(d) Disbursements
		amounts in columns (b), (c), and (d) may not necessarily equal	expenses per	(b) Net investm	ent	(c) Adjusted net	for chantable
		the amounts in column (a) (see instructions))	books	income		income	purposes (cash basis only)
	1	Contributions, gifts, grants, etc., received (attach schedule)					(
	2	Check ► X if the foundation is not required to attach Sch B					
	3	Interest on savings and temporary cash investments	1,670		,670		
	4	Dividends and interest from securities	13,531		3,531		-
		a Gross rents			0		
Revenue		b Net rental income or (loss)					
		a Net gain or (loss) from sale of assets not on line 10	-12,599				
ē		b Gross sales price for all assets on line 6a 359,511					
	7	Capital gain net income (from Part IV, line 2)			0		•• ••
œ	8	Net short-term capital gain				0	
	9	Income modifications					<u> </u>
		a Gross sales less returns and allowances					
		b Less Cost of goods sold 0					
		c Gross profit or (loss) (attach schedule)	0				
	11	Other income (attach schedule)	0		0	0	
	12)	Total. Add lines 1 through 11	2,602	1!	5,201	0	
	13	Compensation of officers, directors, trustees, etc	0	<u>.</u>	,		
ě	14	Other employee salaries and wages					
Ë							
xpenses	16	Pension plans, employee pensits IVED a Legal fees (attach schedule)	133		0	0	0
ш			2,080		0		0
<u>≷</u>		b Accounting fees (attach schedule) c Other professional fees (attach schedule)? Interest	0		0	0	
ع <u>ا</u> رًا.	17	Interest	-				
St	18	Taxes (attach schedule) (see-unstructions)	426	,	426	0	0
``;_	19	Taxes (attach schedule) (see-instructions) Depreciation (attach schedule) and depletion	0		0		
_ <u></u>	20	Occupancy					
and Administrative	21	Travel, conferences, and meetings					
2	22	Printing and publications					
ָרָי רַ <u>ַ</u>	22	Other expenses (attach schedule)	416		0	0	0
Operating	24	Total operating and administrative expenses.					
₹		Add lines 13 through 23	3,055		426	0	
<u> </u>	25	Contributions, gifts, grants paid	17,500				17,500
≲⊙	26	Total expenses and disbursements. Add lines 24 and 25	20,555		426	0	
(f)	27	Subtract line 26 from line 12					,3
-	-'	a Excess of revenue over expenses and disbursements	-17,953				
		b Net investment income (if negative, enter -0-)		1.	4,775		
		c Adjusted net income (if negative, enter -0-)				0	
		·				<u> </u>	

	Ralance Shoots Attached schedules and amounts in the description column	Beginning of year		of year
art II	should be for end-of-year amounts only (See instructions)	(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	8,129	17,275	17,275
3	Accounts receivable 0			
	Less allowance for doubtful accounts	0	0	0
4	1 Cash—non-interest-bearing 2 Savings and temporary cash investments 3 Accounts receivable			
1	Less allowance for doubtful accounts	0	0	0
5				
6				_
_		0	0	0
		l I	0	0
_		0	0	0
	, ,	0	0	0
		<u> </u>	<u>~</u>	-
ı	·	361,065 0	285,267 0	230,348 0
		 	. 0	<u> </u>
11		0	0	. 0
12			U	
	• •	24,253	73,031	79,326
	· · · · · · · · · · · · · · · · · · ·		75,051	73,320
1-		o	0	o
15		0	0	0
-				
		393,447	375,573	326,949
17			1	
	· ·			
	• •			
		0	0	
21		0	0	
22		0	0	
23		0	0	
	Foundations that follow SFAS 117, check here			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here			
	and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds		0	
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	393,447	37 <u>5,</u> 573	
30	Total net assets or fund balances (see instructions)	393,447	375,573	
31	Total liabilities and net assets/fund balances (see			
	A CONTRACTOR OF THE CONTRACTOR	393,447	375,573	<u> </u>
rt III			——————————————————————————————————————	
	I net assets or fund balances at beginning of year—Part II, column (a), line	e 30 (must agree with		
	of-year figure reported on prior year's return)		1	393,447
	er amount from Part I, line 27a		2	-17,953
	er increases not included in line 2 (itemize) Miscellaneous		3	79
	lines 1, 2, and 3		4	375,573
	reases not included in line 2 (itemize)			0
Tota	I net assets or fund balances at end of year (line 4 minus line 5)—Part II, o	column (b), line 30	6	375,573

Part IV Capital Gains and	Losses for Tax on Inve	stment Inco	ome				
	kind(s) of property sold (e g , real esta , or common stock, 200 shs MLC Co		(b) How acquired P—Purchase D—Donation		te acquired , day, yr)	(d) Date sold (mo , day, yr)	
1a Publicly traded securities							
b 750 Shares of Blackstone Gre	oup, LP		P		2/24/2010	10/3/2011	
c 250 Shares of Blackstone Gr	oup, LP		Р		3/23/2010	10/3/2011	
d 100 Shares of Energy Trfr Eq	uity LP		Р		4/17/2009	1/27/2011	
e 400 Shares of Energy Trfr Eq	uity LP	· · · · · · · · · · · · · · · · · · ·	P		4/17/2009	6/29/2011	
(e) Gross sales price	(f) Depreciation allowed (or allowable)		or other basis pense of sale		(h) Gain or (loss) (e) plus (f) minus (g)		
a 327,006	0		347,592		-	-20,586	
b 8,510	0		10,867			-2,357	
c 2,837	0		3,667			83 <u>0</u>	
d 3,779	0		2,215			1,564	
e 17,379	0		8,860			8,519	
Complete only for assets showing	ng gain in column (h) and owned	by the founda	tion on 12/31/69		(I) Gains (Col	(h) gain minus	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	, ,	cess of col (i) col (j), if any	,		less than -0-) or om col (h))	
a 0	0		0			-20,586	
b 0	0	_	0			-2,357	
c 0	0		0			-830	
d 0	0		0			1,564	
e 0	0		0			8,519	
2 Capital gain net income or (r		lso enter in P enter -0- in P		2		-13,690	
3 Net short-term capital gain o If gain, also enter in Part I, lii	r (loss) as defined in section	s 1222(5) an	d (6)				
in Part I, line 8			[]	3		0	
Part V Qualification Under	er Section 4940(e) for Re	duced Tax	on Net Investme	ent Inc	ome		
If section 4940(d)(2) applies, lead Was the foundation liable for the If "Yes," the foundation does not	e section 4942 tax on the dist qualify under section 4940(e). Do not co	mplete this part				
	ant in each column for each y	ear, see the	instructions before	makin	g any entrie		
(a) Base penod years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distribution	ns Net valu	(c) e of nonchantable-use a	ssets		(d) ribution ratio livided by col. (c))	
2010	•	,000	351	,953		0 039778	
2009	34	,826		2,085		0 115285	
2008		,830		3,845		0 024959	
2007		0	495	5,847		0 000000	
2006						0 000000	
2 Total of line 1, column (d)					2	0 180022	
3 Average distribution ratio for the number of years the four				у	3	0 045006	
4 Enter the net value of nonch	arıtable-use assets for 2011	from Part X,	line 5		4	359,878	
5 Multiply line 4 by line 3 .				.	5	16,197	
6 Enter 1% of net investment i	income (1% of Part I, line 27	b) .		.	6	148	
7 Add lines 5 and 6					7	16,345	
8 Enter qualifying distributions If line 8 is equal to or greate the Part VI instructions				. L	8 ort using a 1	17,500 % tax rate See	

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Part	VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see inst	ruction	s)				
1 a E	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 X and enter 1% of Part I, line 27b						
C A	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-)		0				
-	Add lines 1 and 2		148				
	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4.40				
	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		148				
	Credits/Payments						
	2011 estimated tax payments and 2010 overpayment credited to 2011 6a 0						
	Exempt foreign organizations—tax withheld at source						
	Tax paid with application for extension of time to file (Form 8868) Backup withholding erroneously withheld 6d 6d						
			200	i			
	Total credits and payments Add lines 6a through 6d Enter any penalty for underpayment of estimated tax Check here		0				
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		0				
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		52				
	Enter the amount of line 10 to be Credited to 2012 estimated tax ► 52 Refunded ► 11		0				
	VII-A Statements Regarding Activities	T					
	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it		Yes	No			
	participate or intervene in any political campaign?	1a					
	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the			_			
	instructions for definition)?	1b					
	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 I	Did the foundation file Form 1120-POL for this year?	1c		_X_			
d I	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year						
	(1) On the foundation ▶ \$ (2) On foundation managers ▶ \$	_					
e l	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed						
	on foundation managers \$						
	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		<u> </u>			
	If "Yes," attach a detailed description of the activities						
	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles	3		_x_			
	of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		$\frac{\hat{x}}{x}$			
	If "Yes," has it filed a tax return on Form 990-T for this year?		N/A	<u> </u>			
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5					
	If "Yes," attach the statement required by General Instruction T						
	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	ł					
	that conflict with the state law remain in the governing instrument?	6	X	ļ			
	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				
	Enter the states to which the foundation reports or with which it is registered (see instructions)	!		1			
	RI	-					
	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney	8b	}				
General (or designate) of each state as required by General Instruction G? If "No," attach explanation							
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,"	9		x			
		9		x			

• Form	990-PF (2011) THE MR & MRS ROBERT N CHAPMAN AND SON ROBERT B CHAPMAN CHARITABLE 20-823	3924	P	age 5
Par	VII-A Statements Regarding Activities (continued)			
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had			
	advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Х	
	Website address ► N/A			
14	The books are in care of ▶ Brown, Lisle/Cummings, Inc Telephone no ▶ 401-421-890	00		
	Located at ► One Turks Head Place, Suite 800 Providence RI ZIP+4 ► 02903			
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			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority		Yes	No
	over a bank, securities, or other financial account in a foreign country?	16		<u> </u>
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country.			
Pa	t VII-B Statements Regarding Activities for Which Form 4720 May Be Required			
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No			1
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X 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)?			
	(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 X 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	N/A	
	Organizations relying on a current notice regarding disaster assistance check here			
С	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))			
а	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?			Ι,
	If "Yes," list the years 20 , 20 , 20 , 20 , 20 , 20 , 20 , 20			'
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2)			
	(relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2)			,
	to all years listed, answer "No" and attach statement—see instructions)	2b	N/A	ļ
С	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here			
2-	Did the foundation hold more than a 2% direct or indirect interest in any business			
3a	enterprise at any time during the year? Yes X No		!	
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation			
	or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved			
	by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3)]
	the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine			
	if the foundation had excess business holdings in 2011)	3b	N/A	<u> </u>
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	1	ļ	
	purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

	THE MR & MRS ROBERT N							8233924	<u>_</u>	age U
	rt VII-B Statements Regarding Activitie		rm 4	720 May Be Re	equired (d	continuea))	1		
5a	During the year did the foundation pay or incur any					\Box	₩,			
	(1) Carry on propaganda, or otherwise attempt to	J	•	. ,,		Yes	X	10		
	(2) Influence the outcome of any specific public	. '	1 4955), or to carry		ш.	₩.	.		
	on, directly or indirectly, any voter registration	ii diive /				Yes	[음	10		
	(3) Provide a grant to an individual for travel, stu	idy, or other similar p	urpos	es?		Yes	X	40		
	(4) Provide a grant to an organization other than		_							
	in section 509(a)(1), (2), or (3), or section 49-	40(d)(2)? (see instru	ctions)		Yes	X	10		
	(5) Provide for any purpose other than religious, educational purposes, or for the prevention of		•	• •		Yes	X	10		
b	If any answer is "Yes" to 5a(1)–(5), did any of the t	transactions fail to qu	Jalify u	inder the exceptio	ns describe	d in				
	Regulations section 53 4945 or in a current notice	regarding disaster a	ssistar	nce (see instructio	ns)?		_	5b	N/A	
	Organizations relying on a current notice regarding					•	\cdot			
C	If the answer is "Yes" to question 5a(4), does the f		mption	from the						
	tax because it maintained expenditure responsibilit	-				Yes	Ш,	No O		
	If "Yes," attach the statement required by Regulation									
6a	Did the foundation, during the year, receive any fur	nds, directly or indire	ctly, to	pay			<u> </u>			
_	premiums on a personal benefit contract?					Yes	X	1		.,
b	Did the foundation, during the year, pay premiums.	, directly or indirectly	, on a	personal benefit of	contract?			<u>6b</u>		<u> </u>
- -	If "Yes" to 6b, file Form 8870				•		Ѿ.	.		
	At any time during the tax year, was the foundation					Yes	X		ļ	
	If "Yes," did the foundation receive any proceeds of					. 11:	Date	7b		X
Р	art VIII Information About Officers,	Directors, Trus	itees	, Foundation	wanager	s, Hignly	Paid	Employ	ees,	
4	and Contractors List all officers, directors, trustees, found	ation managers	nd th	oir component	ion (soo ir	etruction				
<u> </u>	List all Officers, directors, trustees, found	(b) Title, and average	e (c) Compensation		tributions to	3).	(a) Fa.a		
	(a) Name and address	hours per week devoted to position		If not paid, enter -0-)	employe	e benefit plans ed compensat		(e) Expen	se acco lowance	
	n A Marginson	Director								^
	e Turks Head Place Providence Rt 02903	1	00	0			0			0
	hibald B. Kenyon, Jr	Director	00	o			o			0
133	3 Old Tower Hill Rd Wakefield RI 02879			0			\dashv			
			00	o			ol			0
			~							_
			00	0			o			0
2	Compensation of five highest-paid employ			included on li	ne 1—see	instructio	ns). If	none.		
_	enter "NONE."	, , , , , , , , , , , , , , , , , , , ,					•	·		
		(b) Title, and av	erage			Contributions				
(a	Name and address of each employee paid more than \$50,	1 ' '	ek	(c) Compensation	on plai	ployee benefins and deferre		(e) Exper other a	ise acco	
NO	NF					ompensation				
	/35									
								<u>-</u>		
								-		
				ļ						
				L	l		_+		_	
Tot	tal number of other employees paid over \$50.	CKSC)			_					

Form 990-PF (2011) THE MR & MRS ROBERT N CHAPMAN AND SON ROBE	RT B CHAPMAN CHARITABLE	20-8233924 Page /
Part VIII Information About Officers, Directors, Trustees, Fou	indation Managers, Highly Paid	l Employees,
and Contractors (continued)		
3 Five highest-paid independent contractors for professional services (see inst	tructions). If none, enter "NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
Total number of others receiving over \$50,000 for professional services	..	
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant statist the number of organizations and other beneficiaries served, conferences convened, research papers		Expenses
1 N/A - Non-operating foundation		
2		
3		
4		
<u> </u>		
Part IX-B Summary of Program-Related Investments (see instr	ructions)	
Describe the two largest program-related investments made by the foundation during the tax year on		Amount
1 N/A - Non-operating foundation		
2		
All other program-related investments See instructions		
3		
		0
Total. Add lines 1 through 3		0
Total. Add lines tillough 5	<u> </u>	<u> </u>

Form **990-PF** (2011)

	290-PF (2011) THE MR & MRS ROBERT N CHAPMAN AND SON ROBERT B CHAPMAN CHARITABLE	20-	8233924 Page 8
Par	Minimum Investment Return (All domestic foundations must complete this part. Foreign	found	ations,
	see instructions)		
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc.,		
	purposes		
а	Average monthly fair market value of securities	1a	350,1 <u>47</u>
b	Average of monthly cash balances	1b	10,522
С	Fair market value of all other assets (see instructions)	1c	4,689
d	Total (add lines 1a, b, and c)	1d	36 <u>5,</u> 358
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	365,358
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see		
	instructions)	4	5,480
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	359,878
6	Minimum investment return. Enter 5% of line 5	6	17,994
Par	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	17,994
2a	Tax on investment income for 2011 from Part VI, line 5		
b	Income tax for 2011 (This does not include the tax from Part VI)	, ,	
C	Add lines 2a and 2b	2c	148
3	Distributable amount before adjustments Subtract line 2c from line 1	3	17,846
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	17,846
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII,		
	line 1	7	17,846
Part	XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	LE	
а	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	17,500
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		
а	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	17,500
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		·
	income Enter 1% of Part I, line 27b (see instructions)	5	148
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	17,352
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the found	dation	
	qualifies for the section 4940(e) reduction of tax in those years		

Part XIII Undistributed Income (see instructions)				
Distributable amount for 2011 from Part XI, line 7	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
<u> </u>			-	17,846
2 Undistributed income, if any, as of the end of 2011			16,690	
a Enter amount for 2010 only		46.046	10,090	
b Total for prior years 20 <u>07</u> , 20 <u>08</u> , 20 <u>09</u>		46,946		
3 Excess distributions carryover, if any, to 2011				
a From 2006 0				
b From 2007 0				
c From 2008 0				
		ł		
f Total of lines 3a through e	0			
4 Qualifying distributions for 2011 from Part				
XII, line 4 \$ 17,500			16 600	
a Applied to 2010, but not more than line 2a			16,690	
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			040
d Applied to 2011 distributable amount				810
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011	0			0
(If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			· · · · · · · · · · · · · · · · · · ·
b Prior years' undistributed income Subtract				
line 4b from line 2b		46,946		
c Enter the amount of prior years' undistributed				
income for which a notice of deficiency has				
been issued, or on which the section 4942(a)				
tax has been previously assessed				
d Subtract line 6c from line 6b Taxable				
amount—see instructions		46,946		
e Undistributed income for 2010 Subtract line				
4a from line 2a Taxable amount—see				
instructions			0	
f Undistributed income for 2011 Subtract				
lines 4d and 5 from line 1. This amount must			-	
be distributed in 2012				17,036
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006	<u> </u>			
not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2012.				
Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9	<u> </u>			
a Excess from 2007]		
b Excess from 2008				
c Excess from 2009				
d Excess from 2010 0		1		
e Excess from 2011 . 0				

	990-PF (2011) THE MR & MRS ROBERT N				RITABLE 20-823	3924 Page 10
Par	t XIV Private Operating Foundations (s					
1 a	If the foundation has received a ruling or determination, and the ruling is effective for 2011, ent		•	•		
b	Check box to indicate whether the foundation is a	private operating fou	indation described ii	n section	4942(J)(3) or	4942(J)(5)
2 a	Enter the lesser of the adjusted net	Tax year		Prior 3 years		(a) Tatal
	income from Part I or the minimum investment return from Part X for each	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
	year listed	0	0	0	0	0
b	85% of line 2a	0	0	0	0	0
С	Qualifying distributions from Part XII, line 4 for each year listed	0	0	0	0	0
d	Amounts included in line 2c not used directly for active conduct of exempt activities					0
е	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 a	Complete 3a, b, or c for the alternative test relied upon "Assets" alternative test—enter					
	(1) Value of all assets					0
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0	0	0	0	0
С	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
	(3) Largest amount of support from an exempt organization					0
	(4) Gross investment income					0
Pa	t XV Supplementary Information (Co			ndation had \$5,	000 or more in	
	assets at any time during the ye		tions.)			
1 a	Information Regarding Foundation Managers of the foundation who have corbefore the close of any tax year (but only if they have the close of any tax year).	ntributed more than 2	2% of the total contre than \$5,000) (See	ributions received by section 507(d)(2))	the foundation	
Nor						
	List any managers of the foundation who own 10% ownership of a partnership or other entity) of which				ortion of the	
Nor	ne	A Cift I am Cal	- alamahin ata D			 .
2	Information Regarding Contribution, Gran Check here X if the foundation only makes unsolicited requests for funds. If the foundation mother conditions, complete items 2a, b, c, and d	contributions to pre	selected charitable	organizations and de		
a	The name, address, and telephone number of the	person to whom app	plications should be	addressed		
b	The form in which applications should be submitted	ed and information a	nd materials they sh	nould include		
	Any submission deadlines					
d	Any restrictions or limitations on awards, such as factors	by geographical area	as, charitable fields,	kinds of institutions	, or other	

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During		for Future	rayment	
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipioni		
a Paid duning the year North Kingstown Food Pantry		501(c)3	Provides food for	2,500
450 Boston Neck Road		301(0)3	families in need	2,500
North Kingstown RI 02852				
Christ the King Church		501(c)3	Funding religious	7,000
180 North Road			activies	
Kingston RI 02881				
South County Community Action		501(c)3	Funding multi purpose	4,000
1935 Kingstown Road			human services	
South Kingstown RI 02879		501/a)2	Eunding religious	4,000
St Mary's Star of the Sea 864 Point Judith Road		501(c)3	Funding religious activies	4,000
Narragansett RI 02882			activies	
Narragarisett IXI 02002				
		1		
			1	
Total			. ► 3a	17,500
b Approved for future payment		<u> </u>		,000
.,				
Total			24	
Total	· · · · · · · · · · · · · · · · · · ·		. ▶ <u>3</u> b	990 PF (2014

Form 990-PF (2011) THE MR & MRS ROBERT N CHAPMAN AND SON ROBERT B CHAPMAN CHARITABLE 20-8233924 Part XVI-A Analysis of Income-Producing Activities Excluded by section 512, 513, or 514 Unrelated business income Enter gross amounts unless otherwise indicated (e) Related or exempt (b) (d) (a) (c) function income Business code Amount Exclusion code Amount (See instructions) 1 Program service revenue O 0 0 ol 0 b 0 0 0 0 ol 0 0 ol 0 O 0 g Fees and contracts from government agencies 2 Membership dues and assessments 3 Interest on savings and temporary cash investments 15,201 4 Dividends and interest from securities 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 -12,599 8 Gain or (loss) from sales of assets other than inventory 18 9 Net income or (loss) from special events 10 Gross profit or (loss) from sales of inventory 0 11 Other revenue a _ 0 0 ol 0 b 0 C 0 이 0 d ol 0 0 е 2,602 12 Subtotal Add columns (b), (d), and (e) ol 0 13 Total. Add line 12, columns (b), (d), and (e) 13 2,602 (See worksheet in line 13 instructions to verify calculations) Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to Line No. the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions) ▼ N/A

		Exempt Organiza	ations								
1		organization directly on 501(c) of the Code ations?								Yes	No
а	Transfe	ers from the reporting	foundation to	a noncharitable exe	mpt organiza	ition of					
	(1) Cas								1a(1)		X
		ner assets .		•					1a(2)		X
b	· ,	ransactions									
		es of assets to a non-	charitable exe	mpt organization					1b(1)		Х
		chases of assets from			ation				1b(2)		X
		ntal of facilities, equip		• •					1b(3)		X
		imbursement arrange							1b(4)		X
		ans or loan guarantee							1b(5)		X
		formance of services							1b(6)		X
С		of facilities, equipme				es			1c		X
	-	nswer to any of the at	•	•			n (h) should alw	ave show the f	air mark	et	
	value o	f the goods, other ass an any transaction or sl	sets, or service haring arrange	es given by the repo ement, show in colur	rting foundat nn (d) the va	ion If th	ne foundation re- ne goods, other	ceived less that assets, or serv	n fair m	arket eived	
(a)	Line no	(b) Amount involved		of noncharitable exempt or	ganization	(d) Des	scription of transfers,	transactions, and s	hanng arr	angeme	ents
		0									
		0									
		0				<u> </u>		<u></u>			
		0									
		0									
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		<u>0</u>	1								
		0	† 			l					
		0	,								
		0	†								
		0	f						····		
 2 a	Is the fo	oundation directly or i		ated with or related t	to one or mo	re tax-e	exempt organiza	tions			
		ed in section 501(c) of							Yes X	No	
b	If "Yes,	" complete the follows	ing schedule		. ,			_		=	
		(a) Name of organization		(b) Type of	organization		(c)	Description of relat	ionship		
		<u> </u>						_		•	
	Un	der penalties of perjuny, I declare	that have exampled t	his return, including accompanyi	ng schedules and st	atements, a	nd to the best of my know	ledge and belief, it is tr	ie,		
	gn 😅	rrect, and complete Declaration of	Laste V	axpayer) is based of all units ha	Top of which prepare	ar has any ki a	nowledge	May the IRS with the prepinstructions)	are <u>r sh</u> ow	n belov	
	12/2	Signature of officer or truste	e '/ 7 /	Date	Title	7	. 70	· instructions)	· (Δ) *	c3	140
		Print/Type preparer's n	/ !!	Preparer's signature			Date	Ī	PTIN		
Pa	id	, , , , , , , , , , , , , , , , ,	-	50 B.	L `	C 01		Check X If			
	eparer	ELIZABETH A BE	EATRICE, CP	C14 12001	MCC,	CPH	7/18/2012	self-employed	P0049	5862	_
	e Only	Firm's name 🕨 🗀	izabeth A Bea	trice, CPA				Firm's EIN			
J		Firm's address ► 40	KAREE CT,	WAKEFIELD, RI 028	379			Phone no (40	1) 782-	1365	

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

yaın ,	, ssc	-20,586	7,987		Net Gain	or Loss	-20,586	-1,587	-830	1,589	8,815	0	0	0	0	0
Net Gain	or Loss					Depreciation										
Cost, Other	Basis and Expenses	347,592	24,518	Expense of Sale and Cost of	Improve-	ments										
Cost	Basis and				Valuation	Method										
Gross	les	327,006	32,505		Cost or	Other Basis	347,592	10,097	3,667		8,564					
Gre	Sales				Gross Sales	Price	327,006	8,510	2,837	3,779	17,379					
Totals		Secunties	Other sales		Date	Sold		10/3/2011	10/3/2011	1/27/2011	6/29/2011					
					Acquisition	Method		۵	۵.	<u>а</u> ,	۵					
					Date	Acquired		2/24/2010	3/23/2010	4/17/2009	4/17/2009					
				Check "X" If	IS a	Business										
						Purchaser										
	Amount					CUSIP#		09253U108	09253U108	29273V100	29273V100					
		Long Term CG Distributions	Short Term CG Distributions			Description	Publicly traded securities	750 Sh of Blackston Grp. LP	250 Sh of Blackstone Gro. LP	100 Sh of Energy Trfr Equity LP	400 Sh of Energy Trfr Equity Lp					
				3	f Sale of		×	Γ								
						Index	-	7	۳	4	2	ဖ	7	∞	6	우

Line 16a (990-PF) - Legal Fees

133 0	Net Investment	Books Income					
0		Income (Cash Basis Only)					

Line 16b (990-PF) - Accounting Fees

Organization or Expenses per Net Investment Adjusted Net Investment Books Income Incom		2,080	0	0	Disbursements
Service Books 2,080 Income 2,080		Revenue and			for Charitable
Books Income 2,080	Organization or	Expenses per	Net Investment	Adjusted Net	Purposes
	roviding Service	Books	Income	Income	(Cash Basis Only)
	ice, CPA	2,080			

Line 18 (990-PF) - Taxes

Revenue and Expenses Net Investment and Expenses Income Income Per Books Income Foreign tax paid 426	Adjusted Net Income	Disbursements for Charitable Purposes
and Expenses Net Investme per Books Income 426	Adjusted Net Income	for Charitable Purposes
per Books Income 426	Net Income	Purposes
426	426	
426	426	

Line 23 (990-PF) - Other Expenses

Expenses Net Investment Adjusted Net for Charitable per Books Income Income Purposes 346	
100me Income 100me	∯ யி
46	e De
346	

SUPPLEMENTAL SCHEDULE OF MAR YEAR ENDED DECEMBER 31, 2011 FOUNDAT AS OF J. AS OF J. AS OF J. AS OF J. SHARES COMMON STOCKS: Abbott Laboratories American Capital LTD American Intl Grp, Inc Aquila 3 Peaks High Ares Capital Corp Common BAC Capital Transfer BGC Partners Bank of America Bank of America Bank of Nova Scotia Canadian Imperial Bank	F MARKETABLE SECURITIES	CURITIES				Part II, Lines 10b & 13	Or & 13
YEAR ENDED DECEMBER 31, 2011 FOUND COMMON STOCKS: Abbott Laboratories American Capital LTD American Intl Grp, Inc Aquila 3 Peaks High Ares Capital Transfer BGC Partners BGC Partners Bank of America Bank of Nova Scotia							2
COMMON STOCKS: Abbott Laboratories American Capital LTD American Intl Grp, Inc Aquila 3 Peaks High Ares Capital Corp Common BAC Capital Transfer BGC Partners Bank of America Bank of Nova Scotia							
OCKS: tories Srp, Inc Srp, Inc Sr High Corp Common ransfer ca Scotia	FOUNDATION FUNDED				SALES AND OTHER	DTHER	
SHAR OCKS: tories Ital LTD Grp, Inc S High Corp Common Tansfer ca Scotia Scotia Serial Bank	AS OF JANUARY 1,	1	ADDITIONS		DISPOSITIONS	S	
OCKS: tories fories fories forial LTD Grp, Inc Grp, Inc Sr High Corp Common Tansfer ca Scotia Scotia	20 11						
OCKS: tories rtal LTD Grp, Inc Srp, Inc Srp, Inc Srp Hgh corp Common ransfer ca Scotia	BOOK		BOOK		BOOK		GAIN OR
tories tories stal LTD Grp, Inc Srp, Inc Sr High corp Common Transfer ca Scotia Scotia	ES VALUE	SHARES	BASIS	SHARES	BASIS	PROCEEDS	TOSS
tories Ital LTD Grp, Inc S High Corp Common Transfer ca Scotia Erial Bank							
Ital LTD Grp, Inc S High Corp Common Transfer Ca Scotia Erial Bank		200	10,931 24			_	
Grp, Inc s High 2741. corp Common 1 ransfer ca Scotia Scotia		120	7,775 52	(120)	(7,775 52)		(2,968 90)
s High 2741. corp Common 1 ransfer ca Scotia erial Bank	_	_		(200)	(5,910.05)	10,823 84	4,913.79
ransfer ca Scotia Scotia First Pank	336 24,321.62	1699 952	17,187.73				
ransfer ca Scotia erial Bank	1350 19,501.88			(320)	(5,418.21)	5,722.59	304 38
ca Scotia erial Bank		120	16,377.18	(750)	(16,377 18)	14,518 74	(1,858 44)
ank		2000	15,955 84				
ank		120	14,049.01	(120)	(14,049 01)		168 03
ank	250 13,132.83			(250)	(13,132 83)		(1,031 62)
	200 15,891.58			(200)	(15,891 58)		(1,533 03)
Chesapeake Energy		400	14,509.65	(400)			(4,560 32)
8	,000 14,061 90			(3,000)	(14,061.90)	13,477.20	(584 70)
S	250 14,151 02						
any	200 8,103 50			(200)	(8,103 50)	13,594.69	5,491.19
Dow Chemical Co		200	13,292 64				
DuPont, El	300 14,283 17			(300)	(14,283.17)	12,746.47	(1,536.70)
Eaton Corp		250	13,830.97	(250)	(13,830.97)	12,114 63	(1,716.34)
Evergreen Solar, Inc 5	500 8,128 28	3					
u						!	
Foot Locker Inc. 8	800 11,794 99			(800)	(11,794 99)	17,163 14	5,368 15
Freeport McMoran		300	11,941.07				
cations	1500 18,623.16	3		(1,500)	(18,623.16)	9,244	(9,378 85)
	1000 18,862.30			(1,000)	(18,862 30)	15,997.40	(2,864 90)
General Growth PPTY		26	376 28				
General Motors Corp		300	15,304 90				
Glaxosmithkline		300	13,768 02				
Heinz H J Co	300 13,911.44			(300)	(13,911.44)	15,729 58	1,818 14
Subtotal	211,453 53	3					

HELD AS (OF DECEMBER 31,	R 31, 2011	
]	DIVIDENDS	
	BOOK	INTEREST	
SHARES	BASIS	RECEIVED	
200	10,931 24	Abbot	Abbott Laboratories
	00 0	Ameri	American Capital LTD
	0.00		American Intl Grp, Inc
4441.588	41,509 35	-	Aquila 3 Peaks High
1000	14,083.67	1,156.87 Ares (156.87 Ares Capital Corp Common
0000	15 055 84	292 97 BAC (292 97 BAC Capital Transfer
201	00 0	581.62 Bank	of America
	00 0	526.58 Bank	526.58 Bank of Nova Scotia
	0.00	546 91 Canad	Canadian Imperial Bank
	0.00	35.00 Ches	35.00 Chesapeake Energy
	00 0	$\overline{}$	Citigroup, Inc
250	14,151 02		ConocoPhillips
	00 0	222.00 Deere	Deere & Company
200	13,292 64	$\overline{}$	Dow Chemical Co.
	0.00		nt, El
	- 1	85 00 Eaton Corp	
200	8,128.28		
900	10,775 81		Federal Natl Mtg Assn
	0	384.00 Foot L	Foot Locker Inc.
300	11,941.07		Freeport McMoran
	0 00		Frontier Communications
	00 0		Gabelli Global Gold
26			General Growth PPTY
300	15,304 90	33	General Motors Corp
300	13,768.02		≓Ι
		270 00	H J Co
	470 040 40	0 050 70 050 0	

(3,629 56) (5,258 89) 000 00 0 000 (13,717.30)(2,11772)0.0 9,215.05 (1,46904)(4,118.51)(4,20932)1,947 80 1,852 08 (22,932.35)11,332.77 2,899 84 (3,30180)2,325 17 GAIN OR LOSS Part II, Lines 10b & 13 THE MR AND MRS ROBERT N CHAPMAN AND SON ROBERT B CHAPMANT CHARITABLE TRUST Form 990-PF 2011 13,834 92 10,604 34 359,509.58 11,346 24 16,776 15 15,374 46 10,228.91 7,196.18 14,056 20 18,460.15 327,005 57 PROCEEDS 11,073 88 12,835.04 32,504 01 21,157 SALES AND OTHER DISPOSITIONS (373,226.88)(349,937.92)(23,28896)(13,049 29) (11,314 69) (13,46396)(9,825.00)(13,876.31)18,044 24) (18,093.93) (12,108.40)(12,542.92) (13,530.71) 14,233.90) 16,608 07 BASIS BOOK (200) (1,000)(200) (200)SHARES (200)(400)(400) (1,000)(300)500) (1,000) 13,859 96 12,396.72 17,039.38 75,351 18 349,490.99 13,084 15 11,314 69 12,301 04 14,340 54 15,464.91 6,979.46 18,093 93 15,815.64 274,139.81 16,205.31 17,295 21 ADDITIONS BOOK BASIS 275 200 1000 450 750 400 400 400 400 300 250 400 SHARES SUPPLEMENTAL SCHEDULE OF MARKETABLE SECURITIES **FOUNDATION FUNDED** 11,064 78 16,608 07 211,453 53 385,314 09 24,248.98 30.086 25 12,510 95 13,049.29 12,108 40 361,065.11 13,983.96 10,265.02 12,542 92 13,876 31 13,530 71 AS OF JANUARY 1, VALUE BOOK 20 11 900 200 500 500 400 300 SHARES 500 500 8 TOTAL MARKETABLE SECURITIES YEAR ENDED DECEMBER 31, 2011 OTAL OTHER INVESTMENTS OTAL COMMON STOCKS Subtotal from previous page Santander Finance PFD W. P. Carey & Co, LLC Enterprise Products, LP OTHER INVESTMENS: Alliance Bernstein Hldg **Energy Transfer Equity** Southern Copper Corp **Hudson City Bankcorp** ockheed Martin Corp Jnited Parcel Service Blackstone Group LP Cheniere Energy LP Meadwestvaco Corp Penney, JC Co. Inc. United Health Care vco International inn Energy, LLC ndymac Bancorp St Joe Company ntel Corporation Kraft Foods, Inc. Morgan Stanley elefonica SA Paychex Inc. Verizon

HELD AS	OF DECEMBER	ER 31, 2011	
		DIVIDENDS	
	BOOK	INTEREST	
SHARES	BASIS	RECEIVED	
	0.00		Hudson City Bankcorp
1500	30,086.25		Indymac Bancorp
750	17,295.21		315.00 Intel Corporation
	00 0		Kraft Foods, Inc
400	15,815 64	200 00	Lockheed Martin Corp
400	13,084 15	300 00	Meadwestvaco Corp
009	12,510.95	608 35	Morgan Stanley
	00 0		Paychex Inc.
	00 0	240 00	Penney, JC Co. Inc
	00.00		St Joe Company
	00 0	770 56	Santander Finance PFD
	00 0		174.00 Southern Copper Corp
250	00 0	1,3	Telefonica SA
300	3,859	75.00	Tyco International
250	12,396 72		
	0.00		United Parcel Service
	00.00		Verizon
	170,218 12		
	285,267 00	14,305.94	
			R
	00 0	265 00	Blackstone Group LP
	15,886.56		
	0 02		Energy Transfer Equ
	11,801.91	2.00	Enterprise Produc
	615.		
	16,487 38		Linn Energy, LLC
	15,240.91		W. P. Carey & Co., LLC
	73,031 83	895 00	
	358 208 83	15 200 94	
	300,230.00	4	

Part II, Line 10b (990-PF) - Investments - Corporate Stock

About Laborations Num. Shares/ back Value Book Value Book Value Pook Value Description Pook Value Description Pum. Enable Main	3	Num. Shares/	_	Book Value		FMV
Abbeit Laboratories 200 6910 10 331 0 10 331 0 10 331 0 10 331 0 10 340 </th <th>Collollor</th> <th> Face Value </th> <th></th> <th>End of Year</th> <th></th> <th>End of Year</th>	Collollor	Face Value		End of Year		End of Year
Avidar Price Packs High Avidant Price Packs High Avida Price Packs High Avidant Price Packs High Avidant Price Packs High Avidan Price Packs Packs Price Packs Pri	Abbott Laboratories	200			1	
Acquilar Three Peaks High 4,442 24,322 41,510 24,807 44 Acquilar Three Peaks High 1,000 19,502 14,004 12,248 1 BCG Partners 2,000 13,133 0 14,004 14,300 14,300 Canadian Imperial Bank 2,000 14,002 0 14,150 1 14,110 1 14,150 1 14,150 1 14,150 1 14,150 1 14,150 1 14,150 1 14,150 1 14,150 1 14,150 1 14,150 1 14,150 1 14,150 1 14,150 1 14,150 1 14,150 1 14,150 1 14,150 1	American Int'l Group, Inc	2,400	5,910		10,785	
Aces Capital Corp Common 1,000 19,502 14,004 22,248 1 Barr of Nova Scotia 2,000 13,133 15,906 14,300 14,300 14,300 14,300 14,300 14,300 14,004 12,005 14,100 14,005 14,300 14,005 14	Aquila Three Peaks High	4,442	24,322			
Biocy Partiness 2,000 13,133 0 15,556 14,130 Bank of Nova Scotia 256 13,133 0 14,300 14,300 Canadian imperial Bank 250 14,151 14,151 17,025 1 Canadian imperial Bank 200 14,151 17,025 1 14,150 1 Connocabhilin 200 8,104 0 15,050 1	Ares Capital Corp Common	1,000				
Bank of Nova Scotia 250 13.133 0 14.300 Canadian Imperial Bank 3,000 14,062 0 14,190 Canadian Imperial Bank 3,000 14,062 0 14,190 Conadian Imperial Bank 200 14,165 14,190 0 Connection Company 200 8,145 14,190 0 Dow Chemical Company 500 14,283 0 14,964 Du Pont, El 500 10,776 14,964 1 Du Pont, El 500 10,776 14,964 1 Federal National Mig Asan 800 11,785 0 15,960 Forderal Matoran Corp 1,000 18,623 0 14,596 Forderal National Corp 1,500 18,623 0 14,596 General Motoran Corp 1,000 12,543 0 14,596 General Motoran Corp 1,000 12,543 0 12,740 General Motors 1,000 12,543 0 12,740	BCG Partners	2,000				
Canadian inperial Bank 200 15.822 0 14.100 Cultigroup, Inc 200 14.151 14.150 14.150 ConnocoPhilip 250 8.151 17.025 1 Dow Che Michael 500 14.151 17.025 1 Dow Che Michael 500 14.283 16.610 1 Dow Che Michael 500 14.283 16.610 1 Dow Che Michael 500 14.283 16.610 1 Evergence Solar Inc. 600 10.776 14.569 1 Frederal National MIg Assn 600 11.796 0 14.596 0 Frederal National MIg Assn 600 11.796 0 14.596 0 1 Frederal National MIg Assn 600 11.796 14.596 0 1 1 0 1 1 0 1 1 0 1 1 0 1 1 0 1 1 0 1 1 0 <td< td=""><td>Bank of Nova Scotia</td><td>250</td><td></td><td></td><td></td><td></td></td<>	Bank of Nova Scotia	250				
Congroup Inc 3,000 14,062 0 14,190 Concoording 200 14,062 0 16,10 Dew Chemical Company 200 8,104 0 16,610 Dow Chemical Company 500 14,283 0 16,610 Du Port, Ell 300 14,283 0 14,864 Evergreen Solar Inc. 600 10,776 10,775 300 Feederal National Mig Assn 600 11,786 0 14,864 Feederal National Corp 300 11,986 0 15,686 Freederal National Corp 1,000 18,623 0 19,270 Freederal Michoran Corp 1,000 18,623 0 19,270 Gabell Global Cold 300 18,623 0 19,270 Gaherial Glowth PTYS 26 0 19,270 19,270 General Glowth PTYS 28 0 14,838 12,469 Glassomitkline 300 0 11,824 0 14,838	Canadian Imperial Bank	200		0)
Concognituling 250 14,151 14,151 14,151 17,025 1 Deene & Conrogany 500 13,283 0 1 1,610 1 Dow Chemical Company 500 14,283 0 1 1 1,610 1 Du Pont, El 500 10,776 10,775 0 1,894 1 292 1 </td <td></td> <td>3,000</td> <td></td> <td>0</td> <td></td> <td></td>		3,000		0		
Deere & Company 200 8,104 0 16,610 Dow Chemical Company 500 14,283 0 14,984 Du Pont, Ell 300 14,283 0 14,984 Evergreen Solar Inc. 600 10,776 10,775 300 ForeI Locker Inc. 800 10,776 10,775 300 FroeI Locker Inc. 800 1,500 14,585 0 Frontex Communications 1,000 18,623 0 14,586 Frontex Communications 1,000 18,623 0 19,270 Frontex Communications 1,000 18,623 0 19,270 Gabell Global Gold 300 18,622 0 19,270 General Motors 300 0 15,305 0 11,240 General Motors 300 1,3911 14,838 12,40 12,40 Hudson City Bankcorp 1,000 13,941 0 12,40 12,40 Intel Corn 500 13,841 0	ConocoPhillip	250	14,151		17,025	18
Dow Chemical Company 500 14,283 1, 994 1 Evergreen Solar Inc. 500 14,283 1, 994 1 Federal National Mtg Assn 600 10,776 10,775 202 Federal National Mtg Assn 600 10,776 10,775 300 Federal National Mtg Assn 600 11,786 1,586 1 Foot Locker Inc 300 1,500 18,623 0 14,586 Foot Locker Inc 1,500 18,623 0 14,586 1 Freeport McMornac Cap 1,500 18,623 0 14,586 0 Gashell Global Gold 2,000 1,500 18,620 0 14,586 0 Gashell Global Gold 1,000 12,543 0 14,838 0 0 15,606 0 12,740 0 12,740 0 14,838 0 0 12,740 0 14,838 0 0 12,743 0 12,740 0 12,740 0 12,740	Deere & Company	200	8,104		16,610	
Du Pont, El 300 14,283 0 14,964 Evergreen Solar Inc. 500 14,284 8,128 222 Federace Inc. 600 10,775 300 15,696 Foot Locker Inc. 800 11,795 11,841 0 15,696 Freeport McMoran Corp 1,500 18,623 0 14,395 14,395 Gabelli Global Gold 1,000 18,623 0 14,395 14,395 General McNors 300 0 18,623 0 14,395 General Growth PPTVS 20 0 15,205 0 1 General Growth PPTVS 300 13,911 0 14,395 1 General Moriors 300 13,911 0 14,396 1 Hudson City Bankcorp 1,000 12,543 0 12,740 Hudson City Bankcorp 1,000 12,643 0 15,746 Kraft Foods, Inc. 500 13,814 0 15,746 Meadwestvaco Corp </td <td>Dow Chemical Company</td> <td>200</td> <td></td> <td>13,293</td> <td></td> <td>14,380</td>	Dow Chemical Company	200		13,293		14,380
Evergreen Solar Inc. 500 8,128 8,128 292 Federal National Mig Assn 600 10,775 10,775 300 Federal National Mig Assn 800 11,776 10,775 300 Freebord National Mig Assn 300 11,784 1,5896 11,5896 <td>Du Pont, El</td> <td>300</td> <td></td> <td></td> <td></td> <td></td>	Du Pont, El	300				
Federal National Mtg Assn 600 10,776 10,775 300 Foot Locker Inc 800 11,785 0 15,896 Freeport McMorant Corp 300 18,623 0 14,596 Frontier Communications 1,000 18,822 0 14,596 Gabeli Global Gold 1,000 18,822 0 14,536 Gabeli Clobal Gold 1,000 15,305 0 11,530 General Moros 300 0 15,305 0 11,438 Hudson City Bancorp 1,000 12,543 0 12,438 0 Hudson City Bancorp, Inc 1,500 30,086 30,086 12,740 14,838 Indymac Bancorp, Inc 500 13,876 0 15,740 1 Indymac Bancorp, Inc 500 13,876 0 15,740 1 Indymac Bancorp, Inc 500 12,343 0 15,740 1 MeadwestAso Corp 600 13,049 0 15,455 1	Evergreen Solar Inc.	200				
Foot Locker Inc 800 11,795 0 15,696 Freeport McMoran Corp 300 11,941 0 11,696 14,595 Gabelli Global Colid 1,000 18,623 0 19,270 14,595 Gabelli Global Colid 26 0 376 19,270 19,270 General Motors 300 0 15,305 0 11,240 Henral Motors 300 0 13,911 0 14,838 Henral Motors 300 0 13,911 0 12,746 Hudson City Bankcorp 1,000 12,543 0 12,746 0 India Construct 1,000 12,543 0 12,746 0 India Construct 500 13,876 0 15,746 0 1 Morgan Stanley 500 13,676 0 15,816 0 15,755 Morgan Stanley 500 13,049 0 15,816 0 15,924 Paychex, Inc 400 <td>Federal National Mtg Assn</td> <td>009</td> <td>10,776</td> <td></td> <td></td> <td></td>	Federal National Mtg Assn	009	10,776			
Freeport McMoran Corp 300 11,941 0 11,941 0 11,595 14,595 14,595 14,595 14,595 14,595 14,595 14,595 14,595 14,595 14,595 14,595 14,595 14,595 14,595 14,595 15,200 15,200 15,205 0 15,205 0 17,205	Foot Locker Inc	800	11,795		15,696	
Frontier Communications 1,500 18,623 0 14,595 Gabelli Global Gold 1,000 18,862 376 19,270 Ganeral Growth PPTYS 300 0 15,305 0 11 General Motors 300 13,768 0 1 0 1 Glaxosmitkline 300 13,911 0 14,838 0 1 1 0 1 1 0 1 1 0 1 1 1 0 1 1 1 0 14,838 1 0 1	Freeport McMoran Corp	300	0	11,941	,	_
Gabelli Global Gold 1,000 18,862 0 19,270 General Motors 26 0 376 0 14,230 0 1 General Motors 300 0 15,305 0 1	Frontier Communications	1,500				
General Growth PPTYS 26 0 376 0 15,305 0 11,305 0 11,305 0 11,305 0 11,305 0 11,305 0 11,305 0 11,305 0 11,305 0 11,305 11,305 0 11,243 0 11,243 0 11,2740	Gabelli Global Gold	1,000		0		
General Motors 300 0 15,305 0 1 Glaxosmuthkline 300 13,911 0 14,838 Heinz HJ Co 1,000 12,543 0 12,740 Hudson City Bankcorp 1,000 12,543 0 12,740 Inklymac Bancorp, Inc 750 30,086 12,740 1 Intel Corp 750 0 17,295 0 1 Intel Corp 11stel Corp 1,000 1,000 0 15,755 0 1 Meadwestvaco Corp 600 12,511 12,816 0 1 0	General Growth PPTYS	26		376		.66
Glaxosmuthkine 300 13,768 0 14,838 Henrz HJ Co 1,391 0 14,838 Hudson City Bankcorp 1,000 12,543 0 12,740 INdymac Bancorp, Inc 750 30,086 30,086 12 Intel Corp 750 0 17,295 0 1 Kraft Foods, Inc. 500 13,876 0 15,756 0 1 Incheed Martin Corp 200 0 13,876 0 15,756 0 1 Meadwestvaco Corp 400 12,511 12,516 0 1 11,568 0 1 Morgan Stanley 600 13,649 0 15,455 0 15,456 0 1 15,868 0 1 15,868 0 1 1,920 0 12,924 0 12,924 0 14,656 0 1 1,920 0 1,920 0 1,920 0 1,920 0 1,920 0 <td< td=""><td>General Motors</td><td>300</td><td></td><td>15,305</td><td></td><td>10,27</td></td<>	General Motors	300		15,305		10,27
Heinz HJ Co 300 13,911 0 14,838 Hudson City Bankcorp 1,000 12,543 0 12,740 Inkdymac Bancorp, Inc 1,500 30,086 12,740 1 Intel Corp 750 0 17,295 0 1 Kraft Foods, Inc. 500 13,876 0 15,755 1 Lockheed Martin Corp 400 0 15,816 0 1 Meadwestvaco Corp 600 12,511 11,568 0 1 Morgan Stanley 600 12,511 11,568 0 1 Penney J C Co, Inc 500 13,049 0 15,455 0 Santlander Finance 600 13,531 0 14,622 0 Southern copper Corp 300 14,234 0 14,622 0 Tyco International 200 12,397 0 14,516 0 United Parcel Service 200 16,608 0 17,890 0 17,890 </td <td>Glaxosmithkline</td> <td>300</td> <td></td> <td>13,768</td> <td></td> <td>13,689</td>	Glaxosmithkline	300		13,768		13,689
Hudson City Bankcorp 1,000 12,543 0 12,740 Indymac Bancorp, Inc 1,500 30,086 12 12 Intel Corp 750 0 17,295 0 1 Kraft Foods, Inc. 500 13,876 0 15,755 0 1 Lockheed Martin Corp 400 0 15,816 0 1 0	Heinz HJ Co	300				
Indymac Bancorp, Inc 1,500 30,086 30,086 12 Intel Corp 750 0 17,295 0 1 Kraft Foods, Inc. 500 13,876 0 15,755 0 1 Lockheed Martin Corp 200 0 13,816 0 1 0 1 Meadwestvaco Corp 600 12,511 12,511 11,568 0 1 1 Morgan Stanley 600 13,049 0 15,455 0 1 15,868 0 1 15,868 0 1 15,826 0 1 15,924 0 14,622 0 1 12,924 0 14,622 0 0 14,622 0 0 1 0 14,622 0	Hudson City Bankcorp	1,000)
Intel Corp 750 0 17,295 0 1 Kraft Foods, Inc. 500 13,876 0 15,755 Lockheed Martin Corp 200 0 15,816 0 1 Meadwestvaco Corp 400 12,511 11,568 0 1 Morgan Stanley 600 12,511 11,568 0 1 Paychex, Inc. 500 13,049 0 15,455 0 1 Penney J C Co, Inc. 400 13,531 0 14,625 0 1 12,924 0 14,625 0 1		1,500				
Kraft Foods, Inc. 500 13,876 0 15,755 Lockheed Martin Corp 200 0 15,816 0 1 Meadwestvaco Corp 400 13,084 0 1	Intel Corp	750		17,295		18
Lockheed Martin Corp 200 0 15,816 0 1 Meadwestvaco Corp 400 0 13,084 0 1 Morgan Stanley 600 12,511 12,511 11,568 0 Paychex, Inc. 400 13,049 0 15,455 0 15,455 Penney J C Co, Inc. 400 13,631 0 12,924 0 12,924 Santander Finance 600 11,065 0 10,920 0 14,622 0 1 14,622 0 1 14,622 0 1 1 0 14,622 0 1 1 0 14,622 0 0 1 0 1 0 1 1 0 1 1 1 0 1 1 0 1 1 1 0 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 </td <td>Kraft Foods, Inc.</td> <td>200</td> <td>13</td> <td></td> <td>15</td> <td></td>	Kraft Foods, Inc.	200	13		15	
Meadwestvaco Corp 400 0 13,084 0 1 Morgan Stanley 600 12,511 11,568 0 15,455 Paychex, Inc. 400 13,631 0 15,455 0 15,455 Penney J C Co, Inc. 400 13,631 0 12,924 0 12,924 0 10,920 0 10,920 0 11,050 0 14,622 0 0 14,622 0 0 14,622 0 0 11,050 0 0 14,622 0 0 14,622 0 0 14,622 0 0 14,622 0 0 14,622 0 0 14,622 0 0 14,622 0 0 14,516 0 0 14,516 0 0 14,516 0 0 14,516 0 0 17,890 0 0 0 0 0 0 0 0 0 0 0 0 0 0	Lockheed Martin Corp	200		15,816		16,180
Morgan Stanley 600 12,511 11,568 Paychex, Inc. 500 13,049 0 15,455 Penney J C Co, Inc 400 13,531 0 12,924 Santander Finance 600 11,065 0 10,920 Southern copper Corp 300 14,234 0 14,622 Southern copper Corp 250 0 12,397 0 1 United Health Care 200 12,108 0 14,516 0 United Parcel Service 800 16,608 0 17,890 0 Progress Energy Tender Offer 800 0 586 0 586	Meadwestvaco Corp	400		13,084		11,98(
Paychex, Inc. 500 13,049 0 15,455 Penney J C Co, Inc 400 13,531 0 12,924 Santander Finance 600 11,065 0 10,920 Southern copper Corp 300 0 14,622 Yoco International 250 0 12,386 0 United Health Care 200 12,108 0 14,516 Verizon 800 16,608 0 17,890 Progress Energy Tender Offer 800 0 586	Morgan Stanley	009	12,511		11,568	
Penney J C Co, Inc 400 13,531 0 12,924 Santander Finance 600 11,065 0 10,920 Southern copper Corp 300 14,234 0 14,622 Tyco International 300 0 13,860 0 United Health Care 250 0 12,397 0 United Parcel Service 500 16,608 0 14,516 Verizon 16,608 0 0 17,890 Progress Energy Tender Offer 800 0 0 586	Paychex, Inc.	200				
Santander Finance 600 11,065 0 10,920 Southern copper Corp 300 14,234 0 14,622 Southern copper Corp 300 0 13,860 0 United Health Care 250 0 12,397 0 United Health Care 200 12,108 0 14,516 Verizon 800 16,608 0 17,890 Progress Energy Tender Offer 800 0 586	Penney J C Co, Inc	400				
Southern copper Corp 300 14,234 0 14,622 Tyco International 300 0 13,860 0 United Health Care 250 0 12,397 0 United Parcel Service 200 12,108 0 14,516 Verizon 800 16,608 0 17,890 Progress Energy Tender Offer 800 0 586	Santander Finance	009				
Tyco International 300 0 13,860 0 United Health Care 250 0 12,397 0 United Parcel Service 200 12,108 0 14,516 Verizon 800 16,608 0 17,890 Progress Energy Tender Offer 800 0 586 Sale 1 250 250 250	Southern copper Corp	300				
United Health Care 250 0 12,397 0 12,397 0 12,316 0 12,116 0 14,516 14,516 14,516 17,890 17,890 17,890 17,890 17,890 17,890 17,890 17,890 17,890 17,890 17,890 17,890 17,890 17,890 18,608 17,890 18,608 <th< td=""><td>Tyco International</td><td>300</td><td></td><td>13,860</td><td></td><td>14,01</td></th<>	Tyco International	300		13,860		14,01
United Parcel Service 200 12,108 0 14,516 Verizon 500 16,608 0 17,890 Progress Energy Tender Offer 800 0 0 586 Energy Tender Offer 0 0 586	United Health Care	250		12		12,67
Verizon 500 16,608 0 17,890 Progress Energy Tender Offer 800 0 0 586 Energy Tender Offer 6 586 6 6 6	United Parcel Service	200				
Progress Energy Tender Offer 800 0 586	Verizon	200			17,	
	ender	800	0			
40 41 42 43						
42 42 43						
43						
43						
4			Assn Assn YS P Ord C D Ord C D Ord Ord Ord Ord Ord Ord Ord	ank 3,000 any 3,000 any 500 Assn 600 p 1,000 p 750 p	any 250 13,133 any 250 15,882 250 14,161 200 14,162 200 14,161 200 1,1766 200 1,1766 200 1,1766 200 1,1706 200 1,1706 200 1,1706 200 1,1706 200 1,1706 200 1,1706 200 1,1708 200 1,1708 200 1,1708 200 1,1708 200 1,1708	Assn 600 14,151 14,151 14,151 150 150 150 150 150 150 150 150 150

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Part II, Line 10b (990-PF) - Investments - Corporate Stock

			361,065	285,267	326,908	230,348
		Num Shares/		Book		FMV
	Description	Face Value	Beg of Year	End of Year	Beg of Year	End of Year
45						
46						
47						
48						
49						
20						
51						
52						
53						
54						

Part II, Line 13 (990-PF) - Investments - Other

			24,253	73,031	79,326
		Basis of	Book Value	Book Value	FMV
	ltem or Category	Valuation	Beg of Year	End of Year	End of Year
-	Energy Transfer Equity	AT COST	10,269	0	0
7	Blackstone Group LP	AT COST	13,984	0	0
က	Alliance Resource LP	AT COST	0	13,615	15,116
4	Cheniere Energy LP	AT COST	0	15,886	18,020
က	Enterprise Products LP	AT COST	0	11,802	12,755
9	Linn Energy LLC	AT COST	0	16,487	17,059
7	W P Carey & Co, LLP	AT COST	0	15,241	16,376
8					
တ					
10					

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

•	-13,690	Gains Minus Excess	Excess of FMV of FMV Over Adjusted	Basis or Losses	-20,586	-2,357	-830	1,564	8,519	0	0	0	0	0
	0		Excess of FMV	Over Adj Basis	0	0	0	0	0	0	0	0	0	0
	0	Adjusted Basis	as of	12/31/69										
	0	FMV	as of	12/31/69										1
	-13,690		Gain or	Loss	-20,586	-2,357	-830	1,564	8,519	0	0	0	0	0
	373,201	Cost or Other		Expense of Sale	347,592	10,867	3,667	2,215	8,860	0	0	0	0	0
	0		Depreciation	Allowed	0	0	0		0	0	0	0	0	0
	359,511	Gross	Sales	Price	327,006	8,510	2,837	3,779	17,379	0	0	0	0	0
	Totals		Date	Sold		10/3/2011	10/3/2011	1/27/2011	6/29/2011					
			Date	Acquired		2/24/2010 10/3/2011	3/23/2010 10/3/2011	4/17/2009	4/17/2009					
<u></u>	ा		How	Acquired		a.	۵	Д	Ь					
Amount				CUSIP #		09253U108	09253U108	29273V100	29273V100					
Long Term CG Distributions	Short Term CG Distributions			Kind(s) of Property Sold	Publicly traded securities	750 Shares of Blackstone Group, LP	250 Shares of Blackstone Group, LP							
		Ĺ	_		-	2	6	4	\$	9	1	~	6	9

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

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	Name	if Business	Street	Cıty	State	Zip Code	Country	Title	Hours
片	th A Marginson		One Turks Head Place	Providence	R	RI 02903		Director	000
₹	Archibald B Kenyon, Jr		133 Old Tower Hill Rd	Wakefield	R	02879		Director	0000
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