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 , 2011, and ending ,

MAINSTREET FOUNDATION INVESTMENT
MANAGEMENT ACCOUNT C/O ANDROSCOGGIN BANK
P.O. BOX 1407
LEWISTON, ME 04243-1407

A Employer identification number 31-1573495

B Telephone number (see the instructions) (207) 777-6658

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► $ 903,832.

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

POSTMARK DATE MAY 1 0 2012

SCANNED MAY 29 2012

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*	**(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 (att sch)				
2 Ck ► ☒ if the foundn is **not** req to att Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	25,397.	25,397.	25,397.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	25,430.			
b Gross sales price for all assets on line 6a 148,260.				
7 Capital gain net income (from Part IV, line 2)		25,430.		
8 Net short-term capital gain			1,105.	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)				
12 **Total.** Add lines 1 through 11	50,827.	50,827.	26,502.	
OPERATING AND ADMINISTRATIVE EXPENSES				
13 Compensation of officers, directors, trustees, etc	6,835.	6,151.		684.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch) SEE ST 1	545.	545.		
c Other prof fees (attach sch)				
17 Interest				
18 Taxes (attach schedule)(see instrs) SEE STM 2	1,071.	1,071.		
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) SEE STATEMENT 3	50.	50.		
24 **Total operating and administrative expenses.** Add lines 13 through 23	8,501.	7,817.		684.
25 Contributions, gifts, grants paid PART XV	42,330.			42,330.
26 **Total expenses and disbursements.** Add lines 24 and 25	50,831.	7,817.	0.	43,014.
27 Subtract line 26 from line 12:				
a **Excess of revenue over expenses and disbursements**	-4.			
b **Net investment income** (if negative, enter -0-)		43,010.		
c **Adjusted net income** (if negative, enter -0-)			26,502.	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	89.	49.	49.
	2 Savings and temporary cash investments	29,830.	112,963.	112,963.
	3 Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U S and state government obligations (attach schedule)	152,172.	102,937.	107,363.
	b Investments — corporate stock (attach schedule)	534,409.	500,547.	580,969.
	c Investments — corporate bonds (attach schedule)	107,500.	107,500.	102,488.
	11 Investments — land, buildings, and equipment basis ►			
	Less. accumulated depreciation (attach schedule) ►			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers — see the instructions Also, see page 1, item I)	824,000.	823,996.	903,832.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	824,000.	823,996.	
	30 Total net assets or fund balances (see instructions)	824,000.	823,996.	
	31 Total liabilities and net assets/fund balances (see instructions)	824,000.	823,996.	

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	824,000.
2	Enter amount from Part I, line 27a	2	-4.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	823,996.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	823,996.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
b	SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
c	CAPITAL GAIN DISTRIBUTIONS	P	VARIOUS	VARIOUS
d	ROYAL DUTCH PETRO CO LITIGATION PROCEED	P	VARIOUS	VARIOUS
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	8,933.		7,828.	1,105.
b	138,768.		115,002.	23,766.
c	527.			527.
d	32.			32.
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				1,105.
b				23,766.
c				527.
d				32.
e				

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	25,430.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	1,105.

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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	49,326.	928,687.	0.053114
2009	47,127.	837,671.	0.056260
2008	52,707.	929,672.	0.056694
2007	50,597.	1,070,171.	0.047279
2006	58,983.	1,063,763.	0.055448

2	**Total** of line 1, column (d)	2	0.268795
3	Average distribution ratio for the 5-year base period – divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.053759
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	923,496.
5	Multiply line 4 by line 3	5	49,646.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	430.
7	Add lines 5 and 6	7	50,076.
8	Enter qualifying distributions from Part XII, line 4	8	43,014.

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)

1 a 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b		1	860.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	860.
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	860.
6 Credits/Payments:			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a 400.		
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	400.
8 Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter amount owed ►		9	460.
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
1 a 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 the 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?	4b	N/A	
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, column (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► ME			
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

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

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

Website address ► N/A

14 The books are in care of ► ANDROSCOGGIN BANK Telephone no ► (207) 777-6658

Located at ► 30 LISBON STREET LEWISTON, ME ZIP + 4 ► 04243

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If 'Yes,' enter the name of the foreign country ►			

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies. Yes No

1 a 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)? **1b** N/A

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? **1c** No: 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 ► 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

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here

► 20__ , 20__ , 20__ , 20__

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No

b If 'Yes,' did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)* **3b** N/A

			Yes	No
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)? (see instructions) ☐ Yes ☒ No

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

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If 'Yes' to 6b, file Form 8870

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

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 4		0.	0.	0.

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). 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 (see instructions)

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	866,093.
b Average of monthly cash balances		1b	71,466.
c Fair market value of all other assets (see instructions)		1c	
d Total (add lines 1a, b, and c)		1d	937,559.
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	937,559.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	14,063.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	923,496.
6 **Minimum investment return.** Enter 5% of line 5		6	46,175.

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	46,175.
2a Tax on investment income for 2011 from Part VI, line 5	2a 860.		
b Income tax for 2011 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b		2c	860.
3 Distributable amount before adjustments Subtract line 2c from line 1		3	45,315.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	45,315.
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	45,315.

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	43,014.
b Program-related investments — total from Part IX-B	1b	
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	43,014.
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	
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	43,014.

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				45,315.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			8,159.	
b Total for prior years 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ► $ 43,014.				
a Applied to 2010, but not more than line 2a			8,159.	
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				34,855.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0.			0.
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		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 instructions			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				10,460.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2006 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				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

Part XIV Private Operating Foundations (see 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
2a 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 organization had $5,000 or more in assets at any time during the year — see instructions.)

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 5

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines.

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 6				
Total			► **3a**	42,330.
b *Approved for future payment*				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
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	25,397.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	25,430.	
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)				50,827.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 50,827.

(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) (See instructions)
N/A	

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		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] 5/9/2012 VICE PRESIDENT + TRUST OFFICER

Signature of officer or trustee — Date — Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
KAREN HART	[signature]	5/7/12		P00289570

Firm's name ► MACDONALD PAGE & CO LLC — Firm's EIN ► 01-0242373

Firm's address ► 30 LONG CREEK DR, SOUTH PORTLAND, ME 04106 — Phone no 207-774-5701

MAINSTREET FOUNDATION INVESTMENT
MANAGEMENT ACCOUNT C/O ANDROSCOGGIN BANK 31-1573495

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP	$ 545.	$ 545.		
TOTAL	$ 545.	$ 545.	$ 0.	$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ESTIMATED TAXES	$ 400.	$ 400.		
FEDERAL EXCISE TAXES	263.	263.		
FOREIGN TAXES	408.	408.		
TOTAL	$ 1,071.	$ 1,071.	$ 0.	$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MAINE STATE FILING FEE	$ 50.	$ 50.		
TOTAL	$ 50.	$ 50.	$ 0.	$ 0.

STATEMENT 4
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
GWENDOLYN B MOORE 30 LISBON ST LEWISTON, ME 04240	CHAIRMAN 0	$ 0.	$ 0.	$ 0.
KATE LANDRY 30 LISBON ST LEWISTON, ME 04240	DIRECTOR 0	0.	0.	0.

STATEMENT 4 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
CHRISTINE CONRAD 30 LISBON ST LEWISTON, ME 04240	DIRECTOR 0	$ 0.	$ 0.	$ 0.
NORMAND BILODEAU 30 LISBON ST LEWISTON, ME 04240	DIRECTOR 0	0.	0.	0.
DEBRA GRIFFIN 30 LISBON ST LEWISTON, ME 04240	DIRECTOR 0	0.	0.	0.
STEVEN A CLOSSON 30 LISBON ST LEWISTON, ME 04240	DIRECTOR 0	0.	0.	0.
RONALD ASELTINE, ESQ 30 LISBON ST LEWISTON, ME 04240	DIRECTOR 0	0.	0.	0.
LINDY FOGG 30 LISBON ST LEWISTON, ME 04240	DIRECTOR 0	0.	0.	0.
DAVID PEASE 30 LISBON ST LEWISTON, ME 04240	DIRECTOR 0	0.	0.	0.
	TOTAL	$ 0.	$ 0.	$ 0.

STATEMENT 5
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	MAINSTREET FOUNDATION
NAME:	
CARE OF:	MARY LEAVITT
STREET ADDRESS:	P.O. BOX 1407
CITY, STATE, ZIP CODE:	LEWISTON, ME 04243-1407
TELEPHONE:	(207) 777-6651
FORM AND CONTENT:	GRANT APPLICATION PROVIDED BY FOUNDATION UPON REQUEST
SUBMISSION DEADLINES:	2/20, 6/20, 10/20
RESTRICTIONS ON AWARDS:	PROVIDE NON-PROFIT STATUS; AREAS OF EDUCATION, ARTS OR COMMUNITY ENHANCEMENT

STATEMENT 6
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
GIRL SCOUTS OF MAINE 138 GANNETT DR SO PORTLAND, ME 04106	NONE	PUBLIC	COMMUNITY ENHANCEMENT	$ 2,500.
A COMPANY OF GIRLS P.O. BOX 7527 PORTLAND, ME 04112	NONE	PUBLIC	COMMUNITY ENHANCEMENT	5,000.
SUSAN L. CURTIS FOUNDATION P.O. BOX 821 PORTLAND, ME 04104	NONE	PUBLIC	COMMUNITY ENHANCEMENT	2,500.
YOUTH ALTERNATIVES INGRAHAM 50 LYDIA LANE SOUTH PORTLAND, ME 04106	NONE	PUBLIC	COMMUNITY ENHANCEMENT	2,500.
SAFE VOICES P.O. BOX 713 AUBURN, ME 04212	NONE	PUBLIC	COMMUNITY ENHANCEMENT	2,500.
TRUST FOR OUR FUTURE 50 REPUBLIC AVENUE TOPSHAM, ME 04086	NONE	PUBLIC	COMMUNITY ENHANCEMENT	1,000.
CHILDREN'S MUSEUM & THEATRE OF MAINE 142 FREE STREET PORTLAND, ME 04101	NONE	PUBLIC	COMMUNITY ENHANCEMENT	4,830.
THE SUMMER CAMP 8 CHURCH STREET BRIDGTON, ME 04009	NONE	PUBLIC	COMMUNITY ENHANCEMENT	5,000.
CENTER FOR GRIEVING CHILDREN P.O. BOX 1438 PORTLAND, ME 04112	NONE	PUBLIC	COMMUNITY ENHANCEMENT	5,000.
317 MAIN COMMUNITY MUSIC CENTER 317 MAIN STREET YARMOUTH, ME 04096	NONE	PUBLIC	COMMUNITY ENHANCEMENT	2,500.
THE STORE NEXT DOOR C/O STEP PROGRAM 156 EAST AVENUE LEWISTON, ME 04240	NONE	PUBLIC	COMMUNITY ENHANCEMENT	1,500.
SPRUCE MOUNTAIN MIDDLE SCHOOL 23 COMMUNITY DRIVE JAY, ME 04239	NONE	PUBLIC	COMMUNITY ENHANCEMENT	5,000.

MAINSTREET FOUNDATION INVESTMENT
MANAGEMENT ACCOUNT C/O ANDROSCOGGIN BANK 31-1573495

STATEMENT 6 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
NEW BEGINNINGS INC. 436 MAIN STREET LEWISTON, ME 04240	NONE	PUBLIC	COMMUNITY ENHANCEMENT	$ 2,500.
			TOTAL	$ 42,330.

Androscoggin Bank's MainStreet Foundation Investment Management Account

Account #: 500084 | **Tax Worksheet:From 1/1/2011 to 12/31/2011**

Trust Category:	Agent for Trustee	Admin Officer:	Rod Cote, CTFA
Dates Open:	12/23/1997 to Present	Invest Officer:	Leo A Soucy
Trust Year End:	December	Tax State:	Maine
Date Printed:	02/10/2012	Tax ID:	31-1573495

Capital Gains and Losses

Individual Transactions

Short-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
American Express Corp	025816109	25 000000	06/18/2010	04/04/2011	290	0 00	1,133 48	-1,045 91	87 57
Danaher Corp	235851102	50 000000	06/18/2010	04/04/2011	290	0 00	2,624 46	-2,035 00	589 46
Disney Walt Co	254687106	50 000000	06/18/2010	04/04/2011	290	0 00	2,131 47	-1,756 00	375 47
Johnson & Johnson	478160104	50 000000	06/18/2010	04/04/2011	290	0 00	3,005 95	-2,954 00	51 95
Kinder Morgan Management	49455U100	0 202100	06/18/2010	05/18/2011	334	0 00	12 58	-10 66	1 92
Kinder Morgan Management	49455U100	0 406400	02/17/2011	05/18/2011	90	0 00	25 30	-26 00	-0 70
				Short-Term Total		0.00	8,933 24	-7,827.57	1,105 67

Long-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
Vanguard Explorer Fund - Adm Shs #5024(Mstar ***)	921926200	40 160000	05/15/2009	04/04/2011	689	0 00	3,000 00	-1,625 68	1,374 32
Goldman Sachs Small Cap Value Fd #651(Mstar ****)	38142V209	44 593000	02/06/2004	04/04/2011	2,614	0 00	2,000 00	-1,764 55	235 45
Conocophillips Inc	20825C104	75 000000	11/03/2006	04/04/2011	1,613	0 00	5,974 39	-4,596 75	1,377 64
Dentsply International Inc	249030107	50 000000	06/29/2005	04/04/2011	2,105	0 00	1,849 46	-1,366 09	483 37
Devon Energy Corp	25179M103	50 000000	11/03/2006	04/04/2011	1,613	0 00	4,598 92	-3,451 50	1,147 42
EMC Corporation	268648102	125 000000	12/07/2005	04/04/2011	1,944	0 00	3,246 19	-1,802 50	1,443 69
Emerson Electric Co	291011104	50 000000	12/20/2007	04/04/2011	1,201	0 00	2,937 94	-2,779 21	158 73
ExxonMobil	30231G102	75 000000	02/06/2003	04/04/2011	2,979	0 00	6,362 14	-2,517 00	3,845 14
Fiserv, Inc	337738108	25 000000	07/23/2007	04/04/2011	1,351	0 00	1,563 97	-1,413 26	150 71
Intel Corp	458140100	500 000000	02/06/2003	04/04/2011	2,979	0 00	9,739 86	-7,790 00	1,949 86
Intel Corp	458140100	75 000000	09/05/2007	04/04/2011	1,307	0 00	1,460 98	-1,944 38	-483 40
Johnson & Johnson	478160104	100 000000	11/03/2006	04/04/2011	1,613	0 00	6,011 90	-6,795 80	-783 90
Praxair Inc	74005P104	50 000000	09/05/2007	04/04/2011	1,307	0 00	5,102 91	-3,730 09	1,372 82
Schlumberger LTD	806857108	25 000000	11/14/2008	04/04/2011	871	0 00	2,336 70	-1,305 13	1,031 57
Texas Instruments	882508104	25 000000	11/03/2006	04/04/2011	1,613	0 00	847 48	-742 46	105 02
Texas Instruments	882508104	50 000000	09/05/2007	04/04/2011	1,307	0 00	1,694 98	-1,766 92	-71 94
United Parcel Service	911312106	25 000000	12/16/2004	04/04/2011	2,300	0 00	1,864 71	-2,152 73	-288 02
United Technologies Corp	913017109	25 000000	02/06/2003	04/04/2011	2,979	0 00	2,127 21	-798 82	1,328 39
Walgreen Co	931422109	75 000000	02/06/2004	04/04/2011	2,614	0 00	3,058 45	-2,572 50	485 95
Waters Corportion	941848103	50 000000	11/03/2006	04/04/2011	1,613	0 00	4,448 16	-2,477 29	1,970 87
BHP Billiton Ltd	088606108	50 000000	06/12/2007	04/04/2011	1,392	0 00	4,890 42	-2,771 42	2,119 00
Encana Corp	292505104	300 000000	11/03/2006	04/04/2011	1,613	0 00	10,475 83	-7,452 94	3,022 89
Novo-Nordisk A/S	670100205	25 000000	03/16/2009	04/04/2011	749	0 00	3,154 69	-1,180 15	1,974 54
CitiGroup Inc	172967424	0 500000	02/06/2003	05/31/2011	3,036	0 00	20 51	-166 00	-145 49
FHLB DTD 11/3/06 4 75% Due 12/9/11	3133XHRK0	50,000 000000	11/29/2006	12/09/2011	1,836	0 00	50,000 00	-50,039 23	-39 23
				Long-Term Total		0 00	138,767 80	-115,002 40	23,765 40
				Individual Transactions Total		**0.00**	**147,701.04**	**-122,829.97**	**24,871.07**

Androscoggin Bank's MainStreet Foundation Investment Management Account

Account #: 500084 — **Account Detail On: 12/31/2011**

	Shares	Current Price	Cost	Market Value	Estimated Annual Income
Cash					
% of Portfolio: 0.00%					
Income Cash			16 50	16 50	
Principal Cash			32 04	32.04	
Total Cash			48 54	48 54	
Cash Equivalents					
Money Market - Taxable **% of Portfolio: 12.50%**					
Federated - Government Obligations Fund #005	112,963 49000	1.0000	112,963 49	112,963 49	11 25
Equity					
ETF Equity Int'l Emerging Mkts **% of Portfolio: 3.14%**					
iShares MSCI Emerging Mkts Index Fd	750.00000	37 9400	29,278 50	28,455 00	624.76
ETF Equity Large Cap Specialty Fund **% of Portfolio: 2.24%**					
Vanguard REIT ETF	350 00000	58 0000	19,837 84	20,300 00	717.50
Equity Int'l Growth Fund **% of Portfolio: 2.97%**					
Vanguard Int'l Growth Fund - Adm. Shs #0581(Mstar ****)	516 67400	51 9900	23,808 22	26,861 87	591.08
Equity International Value Fund **% of Portfolio: 2.64%**					
Vanguard Int'l Value Fund #46(Mstar ***)	897 79700	26 6300	19,895.15	23,908 32	755 95
Equity Small Cap Growth Fund **% of Portfolio: 2.68%**					
Vanguard Explorer Fund - Adm Shs #5024(Mstar ***)	364 18400	66 4600	15,069.50	24,203 67	79 02
Equity Small Cap Value Fund **% of Portfolio: 2.75%**					
Goldman Sachs Small Cap Value Fd #651(Mstar ****)	607 86400	40 8200	19,267 33	24,813 00	140.98
Stock - Common **% of Portfolio: 42.07%**					
3M CO	150 00000	81.7300	9,237 00	12,259 50	354 00
American Express Corp	275 00000	47.1700	11,505 04	12,971.75	220 00
Bank of New York Mellon Corp	450 00000	19.9100	12,070.97	8,959.50	234 00
C R Bard	150 00000	85.5000	12,031 49	12,825.00	114.00
Cisco Systems	675 00000	18 0800	14,906 25	12,204.00	216 00
CitiGroup Inc.	37 00000	26.3100	12,284 00	973.47	1.48
Conocophillips Inc.	175 00000	72 8700	9,859.04	12,752.25	462 00
Danaher Corp.	250.00000	47 0400	5,480 49	11,760 00	25 00
Dentsply International Inc	350.00000	34 9900	9,562 61	12,246 50	77 00
Devon Energy Corp	150.00000	62 0000	10,354 50	9,300 00	120 00
Disney Walt Co	300 00000	37 5000	10,535 97	11,250.00	180 00
EMC Corporation	475 00000	21 5400	6,849 50	10,231 50	0 00
Emerson Electric Co	225 00000	46.5900	12,506 42	10,482 75	360.00
Exelon Corp	300 00000	43.3700	12,353 97	13,011 00	630.00
ExxonMobil	175 00000	84.7600	5,873.00	14,833.00	399.00
Fiserv, Inc	225 00000	58.7400	11,339 26	13,216.50	0 00
Kinder Morgan Management	222 00000	78.5200	11,311 80	17,431 45	0 00
Medtronic Inc	300.00000	38.2500	14,116.00	11,475 00	291.00
Microsoft Corp	475.00000	25 9600	10,940.00	12,331 00	380 00
Oracle Corp	325.00000	25.6500	11,079.22	8,336 25	78.00
Pepsico Inc	175.00000	66 3500	6,987 75	11,611 25	360 50

Androscoggin Bank's MainStreet Foundation Investment Management Account

Account #: 500084 | **Account Detail On: 12/31/2011**

		Shares	Current Price	Cost	Market Value	Estimated Annual Income
Equity						
Stock - Common	**% of Portfolio: 42.07%**					
Praxair Inc		100 00000	106 9000	6,107 88	10,690 00	220 00
Procter & Gamble Co		200 00000	66.7100	8,481 00	13,342 00	449 60
Schlumberger LTD		150 00000	68.3100	7,822 87	10,246 50	165.00
Staples Inc		516 00000	13.8900	12,634 02	7,167 24	227 04
Target Corp		250 00000	51.2200	7,357 00	12,805 00	300 00
Texas Instruments		375 00000	29.1100	8,739 22	10,916 25	255.00
US Bancorp Del		200 00000	27 0500	4,057.26	5,410 00	156 00
United Parcel Service		175 00000	73.1900	15,069 11	12,808 25	399.00
United Technologies Corp		150 00000	73 0900	4,792 93	10,963 50	288.00
Vanguard Telecom Svc ETF		200 00000	62 1700	10,255 69	12,434.00	401.80
Walgreen Co		325 00000	33 0600	10,577 00	10,744.50	292 50
Waters Corportion		150 00000	74 0500	7,431.85	11,107 50	0.00
Wells Fargo & Company New		400.00000	27 5600	9,164.00	11,024 00	352 00
	Stock - Common Total	9,050 00000		333,674.11	380,120 41	8,007 92
Stock - Foreign	**% of Portfolio: 5.78%**					
BHP Billiton Ltd		125 00000	70.6300	6,928 55	8,828 75	275 00
Cenovus Energy Inc		300 00000	33.2000	7,018.79	9,960 00	264 00
Novo-Nordisk A/S		125 00000	115.2600	5,900 76	14,407 50	228 99
Unilever N V-NY Shares		400 00000	34.3700	11,443 96	13,748 00	424 32
Vale SA ADR		250 00000	21.4500	8,424 98	5,362.50	263.98
	Stock - Foreign Total	1,200 00000		39,717.04	52,306.75	1,456.29
	Equity Total	13,736.51900		500,547 69	580,969 02	12,373 50
Fixed						
Bond - Corporate	**% of Portfolio: 5.86%**					
General Electric Cap Corp DTD 8/14/03 5% Due 8/15/14		50,000 00000	106.0050	50,000 00	53,002 50	2,500 00
Bond - US Govt - Agency	**% of Portfolio: 4.08%**					
Federal Farm Credit DTD 7/8/03 3 88% Due 7/8/13		35,000 00000	105.3190	35,000 00	36,861.65	1,358 00
Fixed Corporate Fund	**% of Portfolio: 2.01%**					
Vanguard High-Yield Corp. Bond Fd #29 (Mstar ***)		3,189.79300	5 6900	20,000.00	18,149 92	1,271.73
Fixed Government Fund	**% of Portfolio: 7.81%**					
Vanguard GNMA Port Fd - Adm. Shs #0536 (Mstar *****)		6,368.70730	11 0700	67,938 53	70,501 60	2,307.00
Stock - Preferred	**% of Portfolio: 3.47%**					
Bank of America 7% Preferred		1,500 00000	20.8900	37,500 00	31,335 00	2,625 00
	Fixed Total	96,058 50030		210,438 53	209,850.67	10,061.73
	Grand Total	222,758.50930		823,998.25	903,831 72	22,446 48

Tax Year Realized Gain/Loss Summary

	Tax Year YTD Amount
Long Term	$23,765 40

Androscoggin Bank's MainStreet Foundation Investment Management Account

Account #: 500084 **Account Detail On: 12/31/2011**

Tax Year Realized Gain/Loss Summary

		Tax Year YTD Amount
Short Term		$1,105 67
	Grand Total	$24,871 07