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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.

For calendar year **2011** or tax year beginning **02/01, 2011**, and ending **01/31, 2012**

Name of foundation: **UD GEORGE ARENTS JR CERIMON FUND**

Number and street (or P.O. box number if mail is not delivered to street address): **P O BOX 1802**

Room/suite: _____

City or town, state, and ZIP code: **PROVIDENCE, RI 02901-1802**

A Employer identification number
13-6069576

B Telephone number (see instructions)
(888) 866-3275

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

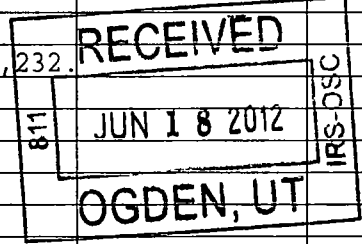
G Check all that apply:
 Initial return
 Final return
 Address change
 Initial return of a former public charity
 Amended return
 Name change

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, col. (c), line 16) **\$ 3,783,072.**

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see 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 (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	142,371.	141,031.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	74,232.			
b	Gross sales price for all assets on line 6a	782,703.			
7	Capital gain net income (from Part IV, line 2)		74,232.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	216,603.	215,263.		
13	Compensation of officers, directors, trustees, etc.	50,440.	30,264.		20,176.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 5	3,704.	1,391.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 6	250.			250.
24	Total operating and administrative expenses. Add lines 13 through 23	54,394.	31,655.		20,426.
25	Contributions, gifts, grants paid	167,735.			167,735.
26	Total expenses and disbursements. Add lines 24 and 25	222,129.	31,655.		188,161.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-5,526.			
b	Net investment income (if negative, enter -0-)		183,608.		
c	Adjusted net income (if negative, enter -0-)				



SCANNED JUN 03 2012 Operating and Administrative Expenses

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	4,312.	13,392.	13,392.
	2	Savings and temporary cash investments	14,000.	33,214.	33,214.
	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 schedule) ▶ * Less: allowance for doubtful accounts ▶	NONE	* NONE NONE	NONE
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule) . .	NONE	NONE	NONE
	b	Investments - corporate stock (attach schedule)	3,413,862.	1,448,530.	1,687,199.
	c	Investments - corporate bonds (attach schedule)	NONE	1,732,380.	1,762,618.
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶	NONE	NONE	
	12	Investments - mortgage loans	NONE	NONE	
	13	Investments - other (attach schedule)	7,581.	86,777.	198,310.
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	NONE	120,000.	88,339.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,439,755.	3,434,293.	3,783,072.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons . .			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	3,439,755.	3,434,293.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds . .	NONE	NONE		
30	Total net assets or fund balances (see instructions)	3,439,755.	3,434,293.		
31	Total liabilities and net assets/fund balances (see instructions)	3,439,755.	3,434,293.		

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	3,439,755.
2	Enter amount from Part I, line 27a	2	-5,526.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	64.
4	Add lines 1, 2, and 3	4	3,434,293.
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	3,434,293.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 766,289.		708,471.	57,818.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			57,818.	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	74,232.
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	

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 (col. (b) divided by col. (c))
2010	173,404.	3,763,413.	0.046076
2009	188,572.	3,528,075.	0.053449
2008	213,659.	3,919,492.	0.054512
2007	215,131.	4,550,869.	0.047273
2006	201,535.	4,380,169.	0.046011
2 Total of line 1, column (d)			2 0.247321
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 0.049464
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 3,900,064.
5 Multiply line 4 by line 3			5 192,913.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,836.
7 Add lines 5 and 6			7 194,749.
8 Enter qualifying distributions from Part XII, line 4 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.			8 188,161.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter. _____ (attach copy of letter if necessary - see instructions)	}	1	3,672.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2		
3 Add lines 1 and 2	3		3,672.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		3,672.
6 Credits/Payments.			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a		1,440.
b Exempt foreign organizations - tax withheld at source	6b		NONE
c Tax paid with application for extension of time to file (Form 8868)	6c		396.
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		1,836.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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		1,836.
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d 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 Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY		
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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 SEE STATEMENT 8 Telephone no. Located at ZIP + 4
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15
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 Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly).
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X 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 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 X
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes 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
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)? Yes No **5b**

Organizations relying on a current notice regarding disaster assistance check here

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

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

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

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **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 9		50,440.	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 NONE

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		NONE

Total number of others receiving over \$50,000 for professional services **NONE**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3

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	3,879,496.
b	Average of monthly cash balances	1b	79,960.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,959,456.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,959,456.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	59,392.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,900,064.
6	Minimum investment return. Enter 5% of line 5	6	195,003.

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	195,003.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,672.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,672.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	191,331.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	191,331.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	191,331.

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	188,161.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	188,161.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	188,161.

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				191,331.
2 Undistributed income, if any, as of the end of 2011.				
a Enter amount for 2010 only			167,727.	
b Total for prior years 20 09 , 20 , 20		NONE		
3 Excess distributions carryover, if any, to 2011.				
a From 2006		NONE		
b From 2007		NONE		
c From 2008		NONE		
d From 2009		NONE		
e From 2010		NONE		
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 188,161.				
a Applied to 2010, but not more than line 2a . . .			167,727.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				20,434.
e Remaining amount distributed out of corpus . .	NONE			
5 Excess distributions carryover applied to 2011 . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				170,897.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . .	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9.				
a Excess from 2007 . . .	NONE			
b Excess from 2008 . . .	NONE			
c Excess from 2009 . . .	NONE			
d Excess from 2010 . . .	NONE			
e Excess from 2011 . . .	NONE			

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

NOT APPLICABLE

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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.

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE STATEMENT 10				
Total ► 3a				167,735.
b <i>Approved for future payment</i>				
Total ► 3b				

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	UD GEORGE ARENTS JR CERIMON FUND	<input checked="" type="checkbox"/> 13-6069576
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
	P O BOX 1802	<input type="checkbox"/>
	City, town or post office, state, and ZIP code For a foreign address, see instructions	
	PROVIDENCE, RI 02901-1802	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

• The books are in the care of ▶ US TRUST FIDUCIARY TAX SERVICES

Telephone No. ▶ (888) 866-3275 FAX No. ▶ _____

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 09/17, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ▶ calendar year 20 ____ or
- ▶ tax year beginning 02/01, 2011, and ending 01/31, 2012.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	1,836.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	1,440.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c \$	396.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AT&T INC	3,340.	3,340.
ABBOTT LABORATORIES	515.	515.
ALLSTATE CORP SR NT	7,500.	7,500.
ALTRIA GROUP INC	609.	609.
AMERICAN EXPRESS CO	186.	186.
AMGEN INC COM	65.	65.
AUTOMATIC DATA PROCESSING INC	337.	337.
BHP BILLITON LIMITED ADR	166.	166.
BLACKROCK INC CL A	135.	135.
BRISTOL MYERS SQUIBB CO COM	1,062.	1,062.
CME GROUP INC COM	102.	102.
CHEVRONTEXACO CORP COM	1,027.	1,027.
CHUBB CORPORATION	196.	196.
COLUMBIA ACORN FUND CLASS Z SHARES	230.	230.
CMG ULTRA SHORT TERM BOND FUND	881.	881.
COLUMBIA SHORT TERM BOND FUND CLASS Z SH	7,545.	7,545.
COLUMBIA MULTI-ADVISOR INT'L EQUITY FUND	521.	521.
COLUMBIA PACIFIC/ASIA FUND CLASS Z SHARE	1,169.	1,169.
COLUMBIA INTERNATIONAL GROWTH FUND CLASS	6,883.	5,543.
COLUMBIA BOND FUND CLASS Z SHARES	8,788.	8,788.
DIAGEO SPONSORED ADR (UK-USD) SEDOL #213	509.	509.
DIGITAL RLTY TR INC REITS	294.	294.
DOVER CORPORATION	439.	439.
DUPONT E I DE NEMOURS & CO COM	3,936.	3,936.
EATON VANCE CORP COM NON VTG	141.	141.
EMERSON ELEC CO	216.	216.
ENCANA CORP COM	176.	176.
EXXON MOBIL CORPORATION	671.	671.
FIDELITY ADVISOR FLOATING RATE HIGH INCO	1,908.	1,908.
FIRSTENERGY CORP	201.	201.
FRANKLIN FTLG RATE DAILY ACCESS FUND CL	2,538.	2,538.
GALLAGHER ARTHUR J & CO	331.	331.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
GENERAL ELEC CO	327.	327.
GENERAL ELEC CAP CORP SR UNSECD MTN CALL	7,500.	7,500.
HEINZ H J CO	512.	512.
HOME DEPOT INC	640.	640.
HONEYWELL INTERNATIONAL INC	353.	353.
ILLINOIS TOOL WORKS INCORPORATED	94.	94.
INTEL CORPORATION	709.	709.
INTERNATIONAL BUSINESS MACHS	620.	620.
INTERNATIONAL FLAVORS & FRAGRANCES COM	179.	179.
ISHARES MSCI PACIFIC EX-JAPAN INDEX FUND	2,130.	2,130.
J P MORGAN CHASE & CO COM	461.	461.
JOHNSON & JOHNSON	2,910.	2,910.
KIMBERLY CLARK CORP COM	527.	527.
KINDER MORGAN INC DEL COM	194.	194.
LIMITED BRANDS INC COM	438.	438.
LINEAR TECHNOLOGY CORP	136.	136.
MCDONALDS CORP	559.	559.
MERCK & CO INC 02/18/2003 4.375% 02/15/2	4,375.	4,375.
MERCK & CO INC NEW COM	788.	788.
MEREDITH CORP	200.	200.
METLIFE INC	149.	149.
MICROSOFT CORPORATION	556.	556.
MORGAN STANLEY DEAN WITTER DISCOVER & CO	17.	17.
MURPHY OIL CORP COM	99.	99.
NATIONAL FUEL GAS CO	102.	102.
NEXTERA ENERGY INC COM	256.	256.
NORDSTROM INCORPORATED	118.	118.
NORTHERN TRUST CORPORATION	179.	179.
NUCOR CORP	273.	273.
OCCIDENTAL PETROLEUM CORPORATION	252.	252.
P G & E CORPORATION	78.	78.
PNC BK CORP	209.	209.
PENN WEST PETE LTD NEW COM	281.	281.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
 =====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
PFIZER INC	743.	743.
PHILIP MORRIS INTL INC COM	1,081.	1,081.
PIMCO COMMODITY REALRETURN STRATEGY FUND	27,024.	27,024.
PRICE T ROWE GROUP INC COM	174.	174.
PROCTER & GAMBLE CO COM	458.	458.
PROGRESSIVE CORP OHIO COM	93.	93.
PUBLIC SERVICE ENTERPRISE GROUP INC	402.	402.
PUBLIC STORAGE INC	79.	79.
RPM INCORPORATED OHIO	367.	367.
RAYTHEON CO COM NEW	327.	327.
ROYAL DUTCH SHELL PLC SPONSORED ADR CL A	1,185.	1,185.
SCHLUMBERGER LIMITED	108.	108.
SEMPRA ENERGY	257.	257.
SHERWIN WILLIAMS COMPANY	133.	133.
SMUCKER J M CO COM NEW	246.	246.
SONOCO PRODUCTS CO	251.	251.
TJX COMPANIES INCORPORATED NEW	73.	73.
TARGET CORP	254.	254.
TEMPLETON GLOBAL BD FUND ADVISOR CL	2,064.	2,064.
TEXAS INSTRS INC	115.	115.
TIME WARNER INC NEW COM	417.	417.
UGI CORPORATION NEW	6,180.	6,180.
US BANCORP DEL COM NEW	282.	282.
UNITED STATES TREAS NT DTD 02/15/01 5.00	1,250.	1,250.
UNITED STATES TREAS NT DTD 07/02/07 4.87	3,656.	3,656.
UNITED STATES TREAS NT DTD 10/31/07 3.87	3,875.	3,875.
UNITED TECHNOLOGIES CORP	264.	264.
VANGUARD MSCI EMERGING MKTS ETF	2,570.	2,570.
VERIZON COMMUNICATIONS	1,503.	1,503.
WAL-MART STORES INCORPORATED	206.	206.
WAL MART STORES INC 04/29/2003 4.55% 05/	6,825.	6,825.
WASTE MANAGEMENT INC	255.	255.
WELLS FARGO COMPANY	159.	159.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
BANK OF AMERICA MONEY MARKET SAVINGS ACC	64.	64.
ACCENTURE PLC CL A COM	199.	199.
RENAISSANCE HOLDINGS LTD 00	106.	106.
TRANSOCEAN LTD COM	288.	288.
	-----	-----
TOTAL	142,371.	141,031.
	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	213.	213.
FEDERAL TAX PAYMENT - PRIOR YE	873.	
FEDERAL ESTIMATES - PRINCIPAL	1,440.	
FOREIGN TAXES ON QUALIFIED FOR	482.	482.
FOREIGN TAXES ON NONQUALIFIED	696.	696.
	-----	-----
TOTALS	3,704.	1,391.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

OTHER ALLOCABLE EXPENSE-INCOME

250.

250.

TOTALS

250.
=====

250.
=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

AMOUNT

INCOME ADJUSTMENT

64.

TOTAL

64.
=====

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: US TRUST FIDUCIARY TAX SERVICES

ADDRESS: PO BOX 1802, 111 WESTMINSTER ST
PROVIDENCE, RI 02901

TELEPHONE NUMBER: (888)866-3275

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:

BANK OF AMERICA

ADDRESS:

111 WESTMINSTER ST
PROVIDENCE, RI 02901

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION 41,748.

OFFICER NAME:

PATRICIA DAVIDSON

ADDRESS:

484 JOSHUATOWN RD
LYME, CT 06371

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION 8,692.

TOTAL COMPENSATION:

50,440.

=====

=====

RECIPIENT NAME:

PLEASE SEE ATTACHED LIST

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT NAMED ORGANIZATION

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 167,735.

TOTAL GRANTS PAID:

167,735.

=====

FORM 990PF, Part XV, Ln. 3:
Grants Paid attachment to return :
GEORGE ARENTS JR CERIMON FUND

Posting Date	Amount	Distribution	Relationship to substantial contributor	Purpose	Foundation Status of Recipient
1/12/2012	-87200	AMISTAD ACADEMY, INC	NONE	SUPPORT NAMED ORGANIZATION	PUBLIC CHARITY
1/12/2012	-850	THE GENERAL THEOLOGICAL SEMINARY	NONE	SUPPORT NAMED ORGANIZATION	PUBLIC CHARITY
1/12/2012	-2000	KEENE VALLEY LIBRARY ASSOCIATION	NONE	SUPPORT NAMED ORGANIZATION	PUBLIC CHARITY
1/12/2012	-63000	LAWRENCEVILLE SCHOOL	NONE	SUPPORT NAMED ORGANIZATION	PUBLIC CHARITY
1/12/2012	-14885	ST GEORGE'S SCHOOL	NONE	SUPPORT NAMED ORGANIZATION	PUBLIC CHARITY
TOTAL	-167735				

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust UD GEORGE ARENTS JR CERIMON FUND	Employer identification number 13-6069576
--	---

Note: Form 5227 filers need to complete only Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-3,720.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	-3,720.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					16,414.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	61,538.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	77,952.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-3,720.
14	Net long-term gain or (loss):			
a	Total for year	14a		77,952.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		74,232.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000	16	()
-----------	---	-----------	-----

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,300	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)	30		
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side

Employer identification number

UD GEORGE ARENTS JR CERIMON FUND

13-6069576

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 25. AT&T INC	10/24/2008	09/22/2011	687.00	619.00	68.00
307. AT&T INC	04/12/1988	09/22/2011	8,440.00	2,808.00	5,632.00
90. ABBOTT LABORATORIES	01/10/2008	09/22/2011	4,539.00	5,463.00	-924.00
40. ALTRIA GROUP INC	05/08/2009	09/22/2011	1,022.00	684.00	338.00
93. ALTRIA GROUP INC	03/23/2009	09/22/2011	2,376.00	1,571.00	805.00
85. AMERICAN EXPRESS CO	06/17/2009	09/22/2011	3,914.00	2,034.00	1,880.00
49. AUTOMATIC DATA PROCESS	05/08/2009	09/22/2011	2,302.00	1,779.00	523.00
25. AUTOMATIC DATA PROCESS	03/27/2009	09/22/2011	1,174.00	900.00	274.00
3. AUTOMATIC DATA PROCESSI	03/03/2009	09/22/2011	141.00	99.00	42.00
22. BHP BILLITON LIMITED A	02/12/2009	09/22/2011	1,461.00	893.00	568.00
274. BRISTOL MYERS SQUIBB	01/10/2008	09/22/2011	8,300.00	7,401.00	899.00
5. CHEVRONTEXACO CORP COM	05/08/2009	09/22/2011	445.00	350.00	95.00
100. CHEVRONTEXACO CORP CO	03/13/2007	09/22/2011	8,905.00	6,806.00	2,099.00
872.6 COLUMBIA ACORN FUND SHARES	11/04/2010	01/11/2012	25,000.00	25,236.00	-236.00
2530.364 COLUMBIA SHORT TE CLASS Z SHARES	04/15/2010	01/11/2012	25,000.00	25,152.00	-152.00
13436.278 COLUMBIA SELECT GROWTH FUND CLASS Z SHARES	04/13/2007	05/03/2011	187,167.00	146,455.00	40,712.00
4510.599 COLUMBIA SELECT L GROWTH FUND CLASS Z SHARES	02/26/2007	05/03/2011	62,833.00	49,120.00	13,713.00
5. DIAGEO SPONSORED ADR (U #2133896	01/10/2008	09/22/2011	368.00	414.00	-46.00
57. DIAGEO SPONSORED ADR (SEDOL #2133896	08/11/2008	09/22/2011	4,192.00	4,383.00	-191.00
121. DOVER CORPORATION	03/13/2007	09/22/2011	5,514.00	5,684.00	-170.00
101. DOVER CORPORATION	03/13/2007	11/21/2011	5,097.00	4,745.00	352.00
66. EATON VANCE CORP COM N	12/08/2008	08/08/2011	1,472.00	1,427.00	45.00
102. EATON VANCE CORP COM	12/08/2008	08/08/2011	2,277.00	2,206.00	71.00
94. EATON VANCE CORP COM N	02/27/2009	08/08/2011	2,098.00	1,676.00	422.00
46. EMERSON ELEC CO	08/11/2009	09/22/2011	1,909.00	1,659.00	250.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

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Employer identification number

UD GEORGE ARENTS JR CERIMON FUND

13-6069576

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 79. ENCANA CORP COM	12/22/2009	09/22/2011	1,574.00	2,489.00	-915.00
33. ENCANA CORP COM	12/22/2009	10/19/2011	668.00	1,040.00	-372.00
41. ENCANA CORP COM	12/22/2009	10/19/2011	836.00	1,292.00	-456.00
10. ENCANA CORP COM	10/08/2009	10/19/2011	204.00	301.00	-97.00
20. ENCANA CORP COM	05/08/2009	10/19/2011	408.00	569.00	-161.00
10. ENCANA CORP COM	06/22/2009	10/19/2011	204.00	249.00	-45.00
20. ENCANA CORP COM	06/22/2009	10/20/2011	393.00	497.00	-104.00
38. ENCANA CORP COM	03/06/2009	10/20/2011	746.00	752.00	-6.00
42. ENCANA CORP COM	03/05/2009	10/20/2011	825.00	816.00	9.00
115. EXXON MOBIL CORPORATI	07/25/2008	09/22/2011	7,855.00	9,355.00	-1,500.00
122. FIRSTENERGY CORP	01/12/2010	09/13/2011	5,255.00	5,693.00	-438.00
99. GALLAGHER ARTHUR J & C	03/13/2007	09/22/2011	2,617.00	2,756.00	-139.00
252. GENERAL ELEC CO	07/20/2005	08/15/2011	4,109.00	8,906.00	-4,797.00
77. GENERAL ELEC CO	07/20/2005	09/22/2011	1,144.00	2,721.00	-1,577.00
96. GENERAL ELEC CO	10/05/2005	09/22/2011	1,426.00	3,165.00	-1,739.00
404. GENERAL ELEC CO	10/05/2005	11/21/2011	6,164.00	13,318.00	-7,154.00
65. HEINZ H J CO	01/10/2008	09/22/2011	3,191.00	3,021.00	170.00
30. HEINZ H J CO	08/20/2007	09/22/2011	1,473.00	1,334.00	139.00
214. HOME DEPOT INC	03/13/2007	09/22/2011	7,013.00	8,003.00	-990.00
26. HOME DEPOT INC	03/13/2007	11/09/2011	971.00	972.00	-1.00
79. HONEYWELL INTERNATIONAL	03/13/2007	09/22/2011	3,280.00	3,712.00	-432.00
135. ILLINOIS TOOL WORKS I	04/27/2010	08/30/2011	6,284.00	7,021.00	-737.00
3. ILLINOIS TOOL WORKS INC	04/28/2010	08/30/2011	140.00	154.00	-14.00
2. INTEL CORPORATION	04/28/2010	09/22/2011	43.00	46.00	-3.00
305. INTEL CORPORATION	01/10/2008	09/22/2011	6,564.00	6,907.00	-343.00

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Employer identification number

UD GEORGE ARENTS JR CERIMON FUND

13-6069576

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 17. INTEL CORPORATION	06/26/2008	09/22/2011	366.00	373.00	-7.00
71. INTERNATIONAL BUSINESS	01/10/2008	09/22/2011	11,858.00	6,978.00	4,880.00
26. INTERNATIONAL BUSINESS	01/10/2008	11/21/2011	4,700.00	2,555.00	2,145.00
64. INTERNATIONAL FLAVORS COM	09/09/2008	09/22/2011	3,579.00	2,674.00	905.00
6. INTERNATIONAL FLAVORS & COM	09/09/2008	11/23/2011	310.00	251.00	59.00
6. INTERNATIONAL FLAVORS & COM	09/08/2008	11/23/2011	310.00	248.00	62.00
24. INTERNATIONAL FLAVORS COM	09/10/2008	11/23/2011	1,241.00	991.00	250.00
21. INTERNATIONAL FLAVORS COM	09/10/2008	11/23/2011	1,092.00	867.00	225.00
90. INTERNATIONAL FLAVORS COM	10/13/2008	11/23/2011	4,680.00	3,391.00	1,289.00
51. J P MORGAN CHASE & CO	08/07/2009	09/22/2011	1,462.00	2,191.00	-729.00
100. J P MORGAN CHASE & CO	12/08/2008	09/22/2011	2,867.00	3,560.00	-693.00
105. JOHNSON & JOHNSON	10/02/1981	09/22/2011	6,447.00	224.00	6,223.00
67. KIMBERLY CLARK CORP CO	07/25/2007	09/22/2011	4,607.00	4,628.00	-21.00
3. LINEAR TECHNOLOGY CORP	04/28/2010	09/22/2011	83.00	91.00	-8.00
43. LINEAR TECHNOLOGY CORP	08/11/2009	09/22/2011	1,196.00	1,133.00	63.00
107. LINEAR TECHNOLOGY CORP	08/11/2009	01/05/2012	3,227.00	2,818.00	409.00
79. MCDONALDS CORP	11/04/2008	09/22/2011	6,755.00	4,563.00	2,192.00
168. MERCK & CO INC NEW CO	01/11/2008	09/22/2011	5,202.00	6,048.00	-846.00
1. MEREDITH CORP	04/28/2010	09/22/2011	22.00	36.00	-14.00
64. MEREDITH CORP	03/23/2009	09/22/2011	1,379.00	1,064.00	315.00
6. METLIFE INC	10/31/2008	09/22/2011	160.00	182.00	-22.00
46. METLIFE INC	10/31/2008	11/16/2011	1,489.00	1,398.00	91.00
272. MICROSOFT CORPORATION	03/13/2007	09/22/2011	6,743.00	7,329.00	-586.00
105. MORGAN STANLEY DEAN W DISCOVER & CO	04/06/2009	03/22/2011	2,915.00	2,425.00	490.00
38. MORGAN STANLEY DEAN WI DISCOVER & CO	04/06/2009	03/23/2011	1,041.00	878.00	163.00

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UD GEORGE ARENTS JR CERIMON FUND

13-6069576

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 150. MORGAN STANLEY DEAN W DISCOVER & CO	03/19/2009	03/23/2011	4,108.00	3,270.00	838.00
55. MORGAN STANLEY DEAN WI DISCOVER & CO	04/24/2009	03/23/2011	1,506.00	1,178.00	328.00
21. MURPHY OIL CORP COM	05/08/2009	09/22/2011	908.00	1,162.00	-254.00
3. MURPHY OIL CORP COM	03/06/2009	09/22/2011	130.00	120.00	10.00
22. MURPHY OIL CORP COM	03/06/2009	11/09/2011	1,185.00	881.00	304.00
50. MURPHY OIL CORP COM	03/05/2009	11/09/2011	2,694.00	1,968.00	726.00
29. NATIONAL FUEL GAS CO	10/29/2008	09/22/2011	1,476.00	1,001.00	475.00
77. NATIONAL FUEL GAS CO	10/29/2008	11/21/2011	4,303.00	2,658.00	1,645.00
37. NEXTERA ENERGY INC COM	06/17/2008	09/22/2011	1,964.00	2,514.00	-550.00
1. NEXTERA ENERGY INC COM	06/17/2008	09/22/2011	53.00	68.00	-15.00
44. NORDSTROM INCORPORATED	10/02/2009	09/22/2011	1,958.00	1,277.00	681.00
3. NORTHERN TRUST CORPORAT	04/28/2010	09/22/2011	101.00	163.00	-62.00
64. NORTHERN TRUST CORPORA	11/25/2009	09/22/2011	2,159.00	3,089.00	-930.00
30. NORTHERN TRUST CORPORA	11/25/2009	11/21/2011	1,091.00	1,448.00	-357.00
32. NORTHERN TRUST CORPORA	11/27/2009	11/21/2011	1,164.00	1,529.00	-365.00
84. NORTHERN TRUST CORPORA	11/24/2009	11/21/2011	3,055.00	4,015.00	-960.00
58. NUCOR CORP	10/08/2009	09/22/2011	1,796.00	2,666.00	-870.00
41. OCCIDENTAL PETROLEUM C	12/03/2008	09/22/2011	2,912.00	1,950.00	962.00
2. PNC BK CORP	04/28/2010	08/15/2011	95.00	131.00	-36.00
30. PNC BK CORP	10/13/2008	08/15/2011	1,429.00	1,964.00	-535.00
25. PNC BK CORP	10/13/2008	09/22/2011	1,154.00	1,636.00	-482.00
34. PNC BK CORP	10/29/2008	09/22/2011	1,570.00	2,168.00	-598.00
179. PFIZER INC	01/10/2008	09/22/2011	3,110.00	4,277.00	-1,167.00
215. PFIZER INC	01/10/2008	09/22/2011	3,735.00	5,137.00	-1,402.00
40. PHILIP MORRIS INTL INC	08/17/2010	09/22/2011	2,580.00	2,112.00	468.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2011

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Employer identification number

UD GEORGE ARENTS JR CERIMON FUND

13-6069576

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example. 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 31. PHILIP MORRIS INTL INC	07/23/2008	09/22/2011	1,999.00	1,599.00	400.00
65. PHILIP MORRIS INTL INC	06/24/2008	09/22/2011	4,192.00	3,320.00	872.00
24. PRICE T ROWE GROUP INC	12/22/2008	09/22/2011	1,116.00	775.00	341.00
61. PROCTER & GAMBLE CO CO	09/23/2008	09/22/2011	3,705.00	4,220.00	-515.00
14. PROCTER & GAMBLE CO CO	09/26/2008	09/22/2011	850.00	960.00	-110.00
98. PUBLIC SERVICE ENTERPR INC	06/17/2008	09/22/2011	3,215.00	4,611.00	-1,396.00
165. RPM INCORPORATED OHIO	03/13/2007	09/22/2011	2,876.00	3,658.00	-782.00
146. RPM INCORPORATED OHIO	03/13/2007	11/21/2011	3,164.00	3,236.00	-72.00
1. RAYTHEON CO COM NEW	04/28/2010	09/22/2011	39.00	58.00	-19.00
30. RAYTHEON CO COM NEW	01/12/2010	09/22/2011	1,156.00	1,587.00	-431.00
30. RAYTHEON CO COM NEW	12/22/2009	09/22/2011	1,156.00	1,579.00	-423.00
4. RAYTHEON CO COM NEW	05/08/2009	09/22/2011	154.00	192.00	-38.00
113. ROYAL DUTCH SHELL PLC ADR CL A	02/19/2009	09/22/2011	6,891.00	5,511.00	1,380.00
1.197 SCHLUMBERGER LIMITED	04/28/2010	09/22/2011	72.00	82.00	-10.00
38.313 SCHLUMBERGER LIMITE	01/12/2010	09/22/2011	2,307.00	1,686.00	621.00
1.49 SCHLUMBERGER LIMITED	10/02/2009	09/22/2011	90.00	58.00	32.00
103. SCHLUMBERGER LIMITED	10/02/2009	11/09/2011	7,611.00	4,023.00	3,588.00
46. SEMPRA ENERGY	04/29/2010	09/22/2011	2,268.00	2,272.00	-4.00
32. SHERWIN WILLIAMS COMPA	05/12/2009	09/22/2011	2,227.00	1,773.00	454.00
2. SMUCKER J M CO COM NEW	04/28/2010	09/22/2011	145.00	123.00	22.00
45. SMUCKER J M CO COM NEW	11/04/2008	09/22/2011	3,253.00	2,046.00	1,207.00
35. SMUCKER J M CO COM NEW	11/04/2008	11/22/2011	2,574.00	1,592.00	982.00
64. SMUCKER J M CO COM NEW	11/06/2008	11/22/2011	4,707.00	2,594.00	2,113.00
3. SONOCO PRODUCTS CO	04/28/2010	09/22/2011	89.00	99.00	-10.00
75. SONOCO PRODUCTS CO	04/27/2009	09/22/2011	2,233.00	1,817.00	416.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

TIME WARNER INC	887317303	267 00	9 895 02	1 31	0 00	9 895 02	0 00	297 00	10 277 53	(382 51)
TJX COS INC NEW	872540109	78 00	5 178 64	0 69	0 00	5 178 64	0 00	78 00	1 515 24	3 693 40
TRANSOCEAN LTD	H8817H100	88 00	4 635 40	0 61	0 00	4 635 40	0 00	88 00	8 414 58	(3 779 18)
UNITED TECHNOLOGIES CORP	913017109	120 00	9 402 00	1 25	0 00	9 402 00	0 00	120 00	5 311 54	4 599 46
US BANCORP DEL	902973304	429 00	12 106 38	1 61	0 00	12 106 38	0 00	429 00	13 568 21	(1 481 83)
VERIZON COMMUNICATIONS INC	92343V104	570 00	21 466 20	2 85	0 00	21 466 20	0 00	570 00	22 540 31	(1 074 11)
WAL-MART STORES INC	931142103	108 00	6 504 16	0 88	0 00	6 504 16	0 00	108 00	6 164 00	340 18
WASTE MGMT INC DEL	94106L109	140 00	4 866 40	0 65	0 00	4 866 40	0 00	140 00	4 574 79	291 61
WELLS FARGO & CO	949746101	252 00	7 360 92	0 98	0 00	7 360 92	0 00	252 00	7 965 91	(604 99)

Total 597,776.48

753,740 57

Run Date 06-07-2012 10 04 AM, EDT

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Custom Portfolio Holdings Detail Report

As of: January 31, 2012

UD GEORGE ARENTS JR NMA

EIN: 13-6069576

Asset Description 2	CustID	Units	Market Value	% of Market Value	Market Value Income Portfolio	Market Value Principal Portfolio	Units Income Portfolio	Units Principal Portfolio	Fed Tax Cost	Unrealized Gain/Loss Fed Tax Cost
ALLSTATE CORP	020002AR2	150,000.00	163,515.00	5.40	0.00	163,515.00	0.00	150,000.00	148,933.50	14,581.50
AT&T INC	00206R102	895.00	29,282.85	0.97	0.00	29,282.85	0.00	895.00	9,101.76	20,181.09
BANK OF AMERICA MONEY MARKET	984458719	13,391.63	13,391.63	0.44	6,370.88	7,020.75	8,370.88	7,020.75	13,391.63	0.00
CNG ULTRA SHORT TERM BOND	19765E823	27,249.41	245,244.65	8.10	0.00	245,244.65	0.00	27,249.41	244,972.16	272.49
COLUMBIA BOND FUND	197198409	1,893.65	56,780.62	1.87	0.00	56,780.62	0.00	1,893.65	54,784.41	2,026.21
COLUMBIA BOND FUND	19765Y888	25,000.00	239,000.00	7.89	0.00	239,000.00	0.00	25,000.00	231,000.00	8,000.00
COLUMBIA MULTI-ADVISOR INTL	19765H877	16,705.80	186,604.85	6.18	0.00	186,604.85	0.00	16,705.80	288,140.18	(102,535.31)
COLUMBIA PACIFIC/ASIA FUND	19765Y720	8,000.04	62,880.31	2.08	0.00	62,880.31	0.00	8,000.04	62,368.65	(511.66)
COLUMBIA SELECT LARGE CAP GROWTH	19765H382	10,489.40	135,208.38	4.46	0.00	135,208.38	0.00	10,489.40	114,229.58	20,978.80
COLUMBIA SHORT TERM BOND FUND	19765H382	32,489.55	322,070.50	10.63	0.00	322,070.50	0.00	32,489.55	320,345.48	1,725.01
DU PONT E IDE NEMOURS & CO	263534109	2,400.00	122,136.00	4.03	0.00	122,136.00	0.00	2,400.00	105,387.36	16,748.64
FIDELITY ADVISOR FLOATING RATE	315807552	8,392.32	81,892.92	2.71	0.00	81,892.92	0.00	8,392.32	83,000.00	(1,107.08)
FRANKLIN FTLS RATE DAILY ACCESS	353612781	8,992.42	80,572.05	2.68	0.00	80,572.05	0.00	8,992.42	83,000.00	(2,427.95)
GENERAL ELEC CAP CORP	36962CH23	150,000.00	149,898.50	4.95	0.00	149,898.50	0.00	150,000.00	149,812.50	186.00
ISHARES MSCI PACIFIC EX-JAPAN	464288885	1,230.00	52,742.40	1.74	0.00	52,742.40	0.00	1,230.00	61,432.60	(8,690.20)
JOHNSON & JOHNSON	478160104	1,000.00	65,910.00	2.18	0.00	65,910.00	0.00	1,000.00	2,131.25	63,778.75
MERCK & CO INC	589331AH0	100,000.00	104,118.00	3.44	0.00	104,118.00	0.00	100,000.00	98,317.00	4,801.00
PIHCO COMMODITY REALRETURN	722005667	12,877.40	88,338.97	2.92	0.00	88,338.97	0.00	12,877.40	120,000.00	(31,661.03)
PLUM CREEK TIMBER CO INC	728251108	4,785.00	165,950.10	6.14	0.00	165,950.10	0.00	4,785.00	77,324.62	108,625.48
TEMPLETON GLOBAL BD FUND	860208400	3,004.29	38,965.87	1.29	0.00	38,965.87	0.00	3,004.29	42,000.00	(3,034.13)
UGI CORP NEW	802881105	8,000.00	161,460.00	5.33	0.00	161,460.00	0.00	8,000.00	41,422.40	120,037.60
UNITED STATES TREAS NT	912828HG8	100,000.00	102,789.00	3.39	0.00	102,789.00	0.00	100,000.00	101,687.50	1,101.50
UNITED STATES TREAS NT	912828GW4	75,000.00	76,478.75	2.52	0.00	76,478.75	0.00	75,000.00	75,011.72	1,468.03
VANGUARD MSCI EMERGING MKT5 ETF	922042658	2,505.00	106,038.65	3.50	0.00	106,038.65	0.00	2,505.00	123,433.38	(17,396.73)
WAL-MART STORES INC	931142BT9	150,000.00	157,875.00	5.21	0.00	157,875.00	0.00	150,000.00	153,300.00	4,575.00

Total

\$ 3,029,330.80

\$ 2,836,515.97