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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

2011

For calendar year 2011 or tax year beginning

06/01, 2011, and ending

05/31, 2012

Name of foundation NICHOLAS CALDARONE FOUNDATION		1030064973		A Employer identification number 05-0467833	
				B Telephone number (see instructions) (401) 456-1156	
Number and street (or P O box number if mail is not delivered to street address) 10 TRIPPS LANE				Room/suite	
City or town, state, and ZIP code RIVERSIDE, RI 02915-7995					
G Check all that apply:		Initial return <input type="checkbox"/>	Initial return of a former public charity <input type="checkbox"/>	C If exemption application is pending, check here ► <input type="checkbox"/>	
		Final return <input type="checkbox"/>	Amended return <input type="checkbox"/>	D 1 Foreign organizations, check here ► <input type="checkbox"/>	
		Address change <input type="checkbox"/>	Name change <input type="checkbox"/>	2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation					
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 818,801.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>		
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				
Operating and Administrative Expenses	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	23,016.	23,016.	STMT 1	
Operating and Administrative Expenses	5a Gross rents				
	b Net rental income or (loss) _____	-50.			
Operating and Administrative Expenses	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a 1,599,950.				
Operating and Administrative Expenses	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
Operating and Administrative Expenses	9 Income modifications				
	10 a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
Operating and Administrative Expenses	11 Other income (attach schedule)	128.		STMT 2	
	12 Total. Add lines 1 through 11	23,094.	23,016.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	28,865.	14,433.	14,432.	
	14 Other employee salaries and wages		NONE	NONE	
Operating and Administrative Expenses	15 Pension plans, employee benefits		NONE	NONE	
	16 a Legal fees (attach schedule)				
Operating and Administrative Expenses	b Accounting fees (attach schedule) STMT 3	500.	NONE	NONE	
	c Other professional fees (attach schedule)			500.	
Operating and Administrative Expenses	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
Operating and Administrative Expenses	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
Operating and Administrative Expenses	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
Operating and Administrative Expenses	23 Other expenses (attach schedule) STMT 4	50.		50.	
	24 Total operating and administrative expenses. Add lines 13 through 23	29,415.	14,433.	NONE	14,982.
Operating and Administrative Expenses	25 Contributions, gifts, grants paid	42,500.			42,500.
	26 Total expenses and disbursements. Add lines 24 and 25	71,915.	14,433.	NONE	57,482.
Operating and Administrative Expenses	27 Subtract line 26 from line 12. a Excess of revenue over expenses and disbursements	-48,821.			
	b Net investment income (if negative, enter -0-)		8,583.		
c Adjusted net income (if negative, enter -0-)					

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
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		13,040.	14,565.	14,565.
	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			
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
Assets	10 a Investments - U S and state government obligations (attach schedule)	STMT 5	850,000.	799,650.	804,236.
	b Investments - corporate stock (attach schedule)				
	c Investments - corporate bonds (attach schedule)				
	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)		863,040.	814,215.	818,801.
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		863,040.	814,215.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see instructions)		863,040.	814,215.	
	31 Total liabilities and net assets/fund balances (see instructions)		863,040.	814,215.	

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	863,040.
2 Enter amount from Part I, line 27a	2	-48,821.
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	814,219.
5 Decreases not included in line 2 (itemize) ► SEE STATEMENT 6	5	4.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	814,215.

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 1,599,950.		1,600,000.	-50.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(ii) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					-50.
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	-50.
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	60,818.	866,961.	0.070151
2009	63,612.	903,680.	0.070392
2008	60,799.	945,195.	0.064324
2007	61,408.	975,493.	0.062951
2006	60,582.	982,950.	0.061633
2 Total of line 1, column (d)			2 0.329451
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 0.065890
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 806,538.
5 Multiply line 4 by line 3			5 53,143.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 86.
7 Add lines 5 and 6			7 53,229.
8 Enter qualifying distributions from Part XII, line 4			8 57,482.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <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	86.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" 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)	3 4 5 6 7 8 9 10 11	2 3 4 5 6 7 8 9 10 11	86. NONE 86. 136. 136. X X X X X
3	Add lines 1 and 2			
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0)			
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	136.	
b	Exempt foreign organizations - tax withheld at source	6b	NONE	
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d	7	136.	
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		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►	10	50.	
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ►	11	50. Refunded ►	

Part VII-A Statements Regarding Activities

	Yes	No
1a	<input type="checkbox"/>	X
1b	<input type="checkbox"/>	X
1c	<input type="checkbox"/>	X
2	<input type="checkbox"/>	X
3	<input type="checkbox"/>	X
4a	<input type="checkbox"/>	X
4b	<input type="checkbox"/>	N/A
5	<input type="checkbox"/>	X
6	<input type="checkbox"/>	X
7	<input type="checkbox"/>	X
8b	<input type="checkbox"/>	X
9	<input type="checkbox"/>	X
10	<input type="checkbox"/>	X

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?

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.

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?

1c Did the foundation file Form 1120-POL for this year?

2 Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?

3 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

4a Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____

4b If "Yes," attach a detailed description of the activities.

5 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

6 Did the foundation have unrelated business gross income of \$1,000 or more during the year?

7 If "Yes," has it filed a tax return on Form 990-T for this year?

8a Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T.

8b 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?

9 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV

10 Enter the states to which the foundation reports or with which it is registered (see instructions) ►

RI

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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► <u>N/A</u>		
14	The books are in care of ► <u>RBS CITIZENS NA</u>	Telephone no ► <u>(401) 456-1156</u>
	Located at ► <u>1 CITIZENS PLAZA, PROVIDENCE, RI</u>	ZIP + 4 ► <u>02903</u>
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	► <input type="checkbox"/> 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? See the instructions for exceptions and filing requirements for Form TD F 90-221. If "Yes," enter the name of the foreign country ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

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):	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
1b	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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	
1c	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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))	
2a	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	If "Yes," list the years ►	
2b	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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3a	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►	
3b	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
4a	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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
4b	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

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:		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?			<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?			<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?			<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)			<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?			<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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		<input type="checkbox"/> Yes	<input type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.				6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?				7b	N/A

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 7		28,865.	-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

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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.

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.

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	708,098.
b	Average of monthly cash balances	1b	110,722.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	818,820.
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	818,820.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	12,282.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	806,538.
6	Minimum investment return. Enter 5% of line 5	6	40,327.

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	40,327.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	86.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	86.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	40,241.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	40,241.
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	40,241.

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	57,482.
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	57,482.
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	86.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	57,396.

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				40,241.
2 Undistributed income, if any, as of the end of 2011			NONE	
a Enter amount for 2010 only				
b Total for prior years 20 09, 20 20		NONE		
3 Excess distributions carryover, if any, to 2011				
a From 2006	12,102.			
b From 2007	13,279.			
c From 2008	14,069.			
d From 2009	19,048.			
e From 2010	17,742.			
f Total of lines 3a through e	76,240.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 57,482.			NONE	
a Applied to 2010, but not more than line 2a				
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			40,241.	
e Remaining amount distributed out of corpus	17,241.			
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	93,481.			
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			NONE	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				NONE
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)	12,102.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	81,379.			
10 Analysis of line 9:				
a Excess from 2007	13,279.			
b Excess from 2008	14,069.			
c Excess from 2009	19,048.			
d Excess from 2010	17,742.			
e Excess from 2011	17,241.			

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)		
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years	(e) Total
		(a) 2011	(b) 2010	(c) 2009
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)(ii)			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 8

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 9				
Total			► 3a	42,500.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	23,016.	
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	-50.	
9 Net income or (loss) from special events . . .					
10 Gross profit or (loss) from sales of inventory .					
11 Other revenue a					
b			1	128.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				23,094.	
13 Total. Add line 12, columns (b), (d), and (e)				13	23,094.

(See worksheet in line 13 instructions to verify calculations)

NOT APPLICABLE

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

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?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
(1)	Cash	1a(1)	X
(2)	Other assets	1a(2)	X
b	Other transactions:		
(1)	Sales of assets to a noncharitable exempt organization	1b(1)	X
(2)	Purchases of assets from a noncharitable exempt organization	1b(2)	X
(3)	Rental of facilities, equipment, or other assets	1b(3)	X
(4)	Reimbursement arrangements	1b(4)	X
(5)	Loans or loan guarantees	1b(5)	X
(6)	Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign 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.

Sign
Here

Correct, and complete Declaration of preparer (other than
Signer)


Signature of officer or trustee

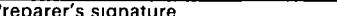
1 08/09/2012

Date _____

► TRUSTEE

Title

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

GREGORY J. SUCHY		Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Paid Preparer Use Only	Print/Type preparer's name		08/09/2012		P00353001
	Firm's name ► KPMG LLP	Firm's EIN ► 13-5565207			
	Firm's address ► 100 WESTMINSTER ST, 6TH FLOOR STE A PROVIDENCE, RI 02903-2321	Phone no 855-549-6955			

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST	23,016.	23,016.
TOTAL	23,016.	23,016.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION

REVENUE
AND
EXPENSES
PER BOOKS

FEDERAL TAX REFUND

128.

TOTALS

128.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	500.		500.	
TOTALS	500.	NONE	NONE	500.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
STATE FILING FEE	50.	50.
TOTALS	50.	50.

NICHOLAS CALDARONE FOUNDATION

05-0467833

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION

SEE ATTACHED STATEMENT

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	799,650.	804,236.
TOTALS	799,650.	804,236.

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

DESCRIPTION AMOUNT

PURCHASE ACCRUED INTEREST 4.

TOTAL 4.

=====

STATEMENT 6

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

OFFICER NAME:

RBS CITIZENS, N.A.

ADDRESS:

1 CITIZENS PLAZA
PROVIDENCE, RI 02903

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION

9,622.

OFFICER NAME:

IRVING J WALDMAN

ADDRESS:

420 ANGELL STREET
PROVIDENCE, RI 02906

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION

9,622.

OFFICER NAME:

JAMES J MCGAIRE, ESQ

ADDRESS:

128 DORRANCE STREET
PROVIDENCE, RI 02903

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION

9,621.

TOTAL COMPENSATION:

28,865.

=====

RECIPIENT NAME:

IRVING J WALDMAN, ESQ

ADDRESS:

420 ANGELL STREET
PROVIDENCE, RI 02903

FORM, INFORMATION AND MATERIALS:

LETTER

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

SEE ATTACHED

NICHOLAS CALDARONE FOUNDATION

05-0467833

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

SEE ATTACHED STATEMENT

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED GIFT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 42,500.

TOTAL GRANTS PAID:

42,500.

=====

STATEMENT 9

149 BENEFICIARY DISTRIBUTIONS
SEE ATTACHED STATEMENT - 11-1111111

06/21/11 CASH DISBURSEMENT -3000.00 -3000.00 1106000009
CHARITABLE CONTRIBUTION
02-PER 2011 COMMITTEE APPROVAL
FOR: 11-1111111
PAID TO:
BURKE MEMORIAL GOLF SCHOLARSHIP
FUND
TR TRAN#=CS000400000007 TR CD=146 REG=0 PORT=PRIN

06/21/11 CASH DISBURSEMENT -3000.00 -3000.00 1106000008
CHARITABLE CONTRIBUTION
02-PER 2011 COMMITTEE APPROVAL
FOR: 11-1111111
PAID TO:
THOMS F BLACK MEMORIAL
SCHOLARSHIP FUND
TR TRAN#=CS000400000006 TR CD=146 REG=0 PORT=PRIN

06/21/11 CASH DISBURSEMENT -3000.00 -3000.00 1106000011
CHARITABLE CONTRIBUTION
02-PER 2011 COMMITTEE APPROVAL
FOR: 11-1111111
PAID TO:
GRODEN CENTER
TR TRAN#=CS000400000009 TR CD=146 REG=0 PORT=PRIN

06/21/11 CASH DISBURSEMENT -5000.00 -5000.00 1106000012
CHARITABLE CONTRIBUTION
02-PER 2011 COMMITTEE APPROVAL
FOR: 11-1111111
PAID TO:
HOOSAC SCHOOL
TR TRAN#=CS000400000010 TR CD=146 REG=0 PORT=PRIN

06/21/11 CASH DISBURSEMENT -3200.00 -3200.00 1106000013
CHARITABLE CONTRIBUTION
02-PER 2011 COMMITTEE APPROVAL
FOR: 11-1111111
PAID TO:
HOSPICE CARE OF RI
TR TRAN#=CS000400000011 TR CD=146 REG=0 PORT=PRIN

06/21/11 CASH DISBURSEMENT -6300.00 -6300.00 1106000014
CHARITABLE CONTRIBUTION
02-PER 2011 COMMITTEE APPROVAL
FOR: 11-1111111
PAID TO:
INTERNATIONAL INSTITUTE
TR TRAN#=CS000400000012 TR CD=146 REG=0 PORT=PRIN

06/21/11 CASH DISBURSEMENT -5000.00 -5000.00 1106000010
CHARITABLE CONTRIBUTION
02-PER 2011 COMMITTEE APPROVAL
FOR: 11-1111111
PAID TO:
BUTTONHOLE GOLF FOUNDATION
TR TRAN#=CS000400000008 TR CD=146 REG=0 PORT=PRIN

06/21/11 CASH DISBURSEMENT -5000.00 -5000.00 1106000016
CHARITABLE CONTRIBUTION
02-PER 2011 COMMITTEE APPROVAL
FOR: 11-1111111
PAID TO:
INSPIRING MINDS (FORMERLY VIPS)
TR TRAN#=CS000400000014 TR CD=146 REG=0 PORT=PRIN

06/21/11 CASH DISBURSEMENT -3000.00 -3000.00 1106000017
CHARITABLE CONTRIBUTION
02-PER 2011 COMMITTEE APPROVAL
FOR: 11-1111111
PAID TO:
HASBRO CHILDREN'S HOSPITAL
TR TRAN#=CS000400000015 TR CD=146 REG=0 PORT=PRIN

06/21/11 CASH DISBURSEMENT -2000.00 -2000.00 1106000018
CHARITABLE CONTRIBUTION
02-PER 2011 COMMITTEE APPROVAL
FOR: 11-1111111
PAID TO:
SPECIAL OLYMPICS (RI)
TR TRAN#=CS000400000016 TR CD=146 REG=0 PORT=PRIN

06/21/11 CASH DISBURSEMENT -4000.00 -4000.00 1106000015
CHARITABLE CONTRIBUTION
02-PER 2011 COMMITTEE APPROVAL
FOR: 11-1111111
PAID TO:
TOCKWOTTEN HOME ROGERS FUND
TR TRAN#=CS000400000013 TR CD=146 REG=0 PORT=PRIN

TOTAL CODE 149 - BENEFICIARY DISTRIBUTIONS

-42500 00 0 00 -42500 00

FEDERAL FOOTNOTES

=====

RESTRICTION OR LIMITATION ON AWARDS: THE INCOME OF THE FOUNDATION SHALL BE PAID ONLY TO CHARITABLE ORGANIZATIONS, DEFINED AS A CORPORATION, TRUST, COMMUNITY CHEST, FUND OR FOUNDATION, CREATED OR ORGANIZED IN THE UNITED STATES OR IN ANY POSSESSION, OR UNDER THE LAW OF THE UNITED STATES, ANY STATE, THE DISTRICT OF COLUMBIA, OR ANY POSSESSION OF THE UNITED STATES, ORGANIZED AND OPERATED EXCLUSIVELY FOR RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY OR EDUCATION PURPOSES, OR FOR THE PREVENTION OF CRUELTY TO CHILDREN OR ANIMALS.

Capital Gains and Losses

Department of the Treasury
Internal Revenue Service

► 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).

2011

Name of estate or trust

Employer identification number

05-0467833

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

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	-50.
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	-50.

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					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	NONE
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	NONE

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			-50.
14 Net long-term gain or (loss):				
a Total for year	14a			NONE
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c 28% rate gain	14c			
15 Total net gain or (loss). Combine lines 13 and 14a ►	15			-50.

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:	16	(50)
a The loss on line 15, column (3) or b \$3,000			

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	27		
<input type="checkbox"/> No. Enter the smaller of line 17 or line 22	28		
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		

**Department of the Treasury
Internal Revenue Service**

► See instructions for Schedule D (Form 1041).

► Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust

NICHOLAS CALDARONE FOUNDATION

Employer identification number
05-0467833

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

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b

-50.00

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

Schedule D-1 (Form 1041) 2011

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

05-0467833

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 100000. FED FARM CREDIT 9/09/19	09/09/2010	09/16/2011	100,000.00	100,000.00	
100000. FED FARM CREDIT BK 10/20/17	10/13/2010	11/18/2011	100,000.00	100,000.00	
100000. FED FARM CR BK 7/21/20	07/15/2010	08/16/2011	100,000.00	100,000.00	
100000. FED FARM CR BK 8/03/18	07/28/2010	08/16/2011	100,000.00	100,000.00	
50000. FED FARM CREDIT 8/24/20	08/19/2010	09/16/2011	50,000.00	50,000.00	
100000. FED HOME LN BK 7/21/20	07/15/2010	08/25/2011	100,000.00	100,000.00	

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

NONE

Schedule D-1 (Form 1041) 2011



Investment Detail

CALDARONE FOUND

18-Jun-2012 4:10 PM ET

Asset Types: Balanced Funds, Cash & Cash Equivalents, Equities, Fixed Income -Non Taxable, Fixed Income -Taxable, Other, Real Estate

Data Current as of: 31-May-2012

SUMMARY

Asset Type	Current Allocation	Market Value	Total Cost	Unrealized Gain/Loss
Cash & Cash Equivalents	1 779%	\$14,565 18	\$14,565 18	\$0 00
Fixed Income - Taxable	98 221%	\$804,235 50	\$799,650 00	\$4,585 50
Totals		\$818,800.68	\$814,215.18	\$4,585.50

DETAIL

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
Cash & Cash Equivalents: 1.779%								
RBS CITIZENS N A CASH SWEEP ACCOUNT Asset ID:990110702	990110702 - PP510QGQ0	1 779%	14,565.1800	100.0000%	31-May-2012	\$14,565.18	\$14,565 18	\$0 00
Subtotal								
		1.779%				\$14,565.18	\$14,565.18	\$0.00
Fixed Income -Taxable: 98.221%								
FED FARM CR BK 2 550% 5/17/22 Asset ID:3133EARC4	3133EARC4 - -	12.267%	100,000.0000	100 4390%	31-May-2012	\$100,439 00	\$99,950 00	\$489 00
FED FARM CR BKS 2 600% 2/22/22 Asset ID 3133EADU9	3133EADU9 - -	6 160%	50,000 0000	100 8830%	31-May-2012	\$50,441.50	\$49,950.00	\$491.50
FED FARM CR BKS 2.670% 3/21/22 Asset ID:3133EAHX9	3133EAHX9 - -	12.324%	100,000 0000	100 9100%	31-May-2012	\$100,910 00	\$99,750.00	\$1,160.00
FED HOME LN BK 2 350% 9/13/18 Asset ID:313375J81	313375J81 - -	12.259%	100,000.0000	100 3740%	31-May-2012	\$100,374 00	\$100,000.00	\$374.00
FED HOME LN BK 2 875% 1/11/22 Asset ID 313376QZ1	313376QZ1 - -	12 295%	100,000.0000	100.6690%	31-May-2012	\$100,669 00	\$100,000 00	\$669.00
FED HOME LN BK 3 000% 9/15/20 Asset ID:313375GL5	313375GL5 - -	6 106%	50,000 0000	100.0000%	31-May-2012	\$50,000 00	\$50,000 00	\$0.00
FED HOME LN BKS 2 500%	313378HY0 - -	12.271%	100,000 0000	100 4760%	31-May-2012	\$100,476.00	\$100,000 00	\$476 00

Investment Detail Print

3/26/21	-							
Asset	-							
ID:313378HY0	-							
FED HOME LN	313376LF0	12.305%	100,000.0000	100 7530%	31-May-2012	\$100,753.00	\$100,000.00	\$753.00
BKS 3 000%	-							
12/14/21	-							
Asset	-							
ID 313376LF0	-							
FEDERAL FARM	3133EANV6	12.234%	100,000.0000	100 1730%	31-May-2012	\$100,173.00	\$100,000.00	\$173.00
CREDIT 2.450%	-							
5/03/21	-							
Asset	-							
ID:3133EANV6	-							
Subtotal		98.221%				\$804,235.50	\$799,650.00	\$4,585.50