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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052 2011

h	nternal	Revenue Service Note. The foundation may be	be able to use a copy of the	nis return to sat	ısıy state rep	porting	requirements		
Ē	or c	alendar year 2011 or tax year beginning		01 , 2011,				05/3:	1,2012
_		ne of foundation				Α	Employer identific	ation number	
	GEORGE H.C. ENSWORTH MEM.FUND TR 06-6114690								
-	Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telepl								ons)
	ÉP (D BOX 1802					(88	8) 866-3	3275
-		or town, state, and ZIP code						<u> </u>	
€	_) `					С	If exemption applicat	ion is	
٤	`PR(OVIDENCE, RI 02901-1802					pending, check here		· Ш
(<u>-</u>		eck all that apply: Initial return	Initial return	of a former pu	iblic charity	7 .			ightharpoons
ΰ		Final return	Amended ret	•	abile charic	י ו	1 Foreign organizati 2 Foreign organizati		• • •
i		Address change	Name change				85% test, check he	ere and attach	
sei j	ii Ch	eck type of organization: Section 501(-	_	computation •		
. , .	_	Section 4947(a)(1) nonexempt charitable trust	Other taxable pri		on	E	If private foundation		
• -	,		unting method: X Ca			┨_	under section 507(b)		
ءَ سا	<u>.</u>	ones (from Dark II and Joh Jones Dark	ther (specify)	3311 ACCI	uui		If the foundation is in under section 507(b)		
ြင်	16	year (from Part II, col. (c), line O O (Part I, Part I, Part I)	column (d) must be or	n cash basis.)		-	ander decitor. Series	(· // 2 // 0110011 11010	· · ·
	Part	Analysis of Revenue and Expenses (The						(d) Disbur	sements
		total of amounts in columns (b), (c), and (d)	(a) nevenue and	(b) Net inve			Adjusted net	for char	ritable
		may not necessarily equal the amounts in column (a) (see instructions))	expenses per books	incom	9		income	purpo (cash bas	
-	T-				+			(casii bas	na uniy/
	1 2	Contributions, gifts, grants, etc, received (attach schedule) Check X If the foundation is not required to attach Sch B							
	3	Interest on savings and temporary cash investments	23,596.		3,596.				STMT 1
	4	Dividends and interest from securities	23,390.		3,390.				DIMI I
		Gross rents	· <u> </u>						
	- 1	Net rental income or (loss)	47,674.						
9	2 6	Net gain or (loss) from sale of assets not on line 10 Of Gross sales price for all 259,838.	47,074.				RECEIV		7
Revenue	_			4.	7,674.	+ -	RECEN	/ <u>FU</u>	
ă	7	Capital gain net income (from Part IV, line 2) .			7,074.	1_1		S	1
	8	Net short-term capital gain				13	OCT 0 1	2012	
	10	Gross sales less returns				14		301 8	<u> </u>
	Ι.	and allowances · · · ·				++	OCDEN	<u></u>	
		Less Cost of goods sold .		<u> </u>		<u> </u>	OGDEN	<u>, U I</u>	<u> </u>
		Other income (attach schedule)			-273.				STMT 2
	11		70,997.		0,997.				DIMI Z
-	12	Total. Add lines 1 through 11	7,779.		4,667.				3,111
	14	Compensation of officers, directors, trustees, etc. Other employee salaries and wages	1,113.		-, , . 	-		_	<u> </u>
y.						_			
Expenses	15	Pension plans, employee benefits Legal fees (attach schedule) STMT 3	525.		NONE		NONE		525
KDe		Accounting fees (attach schedule) STMT 4	1,250.		NONE		NONE		1,250
		Other professional fees (attach schedule)	1,250.				110111	<u> </u>	_,250
Ť.	17	Interest							
fra	18	Taxes (attach schedule) (see instructions) STMT . 5	1,900.		388.				
and Administrative	19	Depreciation (attach schedule) and depletion.	1,500.		330,				
Ξ	20								
Ā	21	Travel, conferences, and meetings							
pu	22	Printing and publications	<u> </u>		-				
	23	Other expenses (attach schedule) STMT. 6.	3,362.		-				3,362
ij	24	Total operating and administrative expenses.	5,502.						3,302
	[-4	_	14,816.		5,055.		NONE		8,248
ိုင်	25	Add lines 13 through 23	35,974.		,,,,,,		HOILE	-	35,974
CIUC Operating	26	Contributions, gifts, grants paid Total expenses and disbursements Add lines 24 and 25	50,790	Ī	5,055.		NONE		44,222
ত -	27	Subtract line 26 from line 12	30,730.		·, · · · · ·		MOINE		14,444
		Excess of revenue over expenses and disbursements	20,207.		-				
	1	Net investment income (If negative, enter -0-)	20,207.		5,942.				
	1	Adjusted net income (if negative, enter -0-).		l	-, -, -, -,				
_			ī.			_		L	

For Paperwork Reduction Act Notice, see instructions. FU6059 L775 08/31/2012 09:28:31

Form **990-PF** (2011)

JSA



06-6114690 Page 2

Cash - non-interest-bearing NONE NONE	Part II		Ralance Sheets	Attached schedules and amounts in the description column should be for end-of-year	Beginning of year	End of year			
2 Sovergs and temporary cash investments 27,646. 388,205. 38,205. 3 Accounts receivable ▶ Less allowance for doubtful accounts ▶ NONE of Becevables due from officers, directors, trustees, and other dequalified persons (lattach schedule) ▶ NONE NONE NONE NONE NONE NONE NONE NO				amounts only (See instructions)	(a) Book Value				
3 Accounts receivable		1	Cash - non-interest-bearing	ng					
Less: allowance for doubtful accounts 4 Pindages receivable 5 Grints receivable 6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) fee instructions 7 Other notes and loans receivable (attach schedule) 8 Inventions for sale or use severable (attach schedule) 9 Pingand expenses and deferred charges 10 a Investments - Us and state governmento/pigglons (attach schedule) 10 a Investments - Corporate books (attach schedule) 10 a Investments - Corporate books (attach schedule) 11 Investments - Corporate books (attach schedule) 12 Investments - Corporate books (attach schedule) 13 Investments - Corporate books (attach schedule) 14 Investments - Corporate books (attach schedule) 15 Investments - Corporate books (attach schedule) 16 Investments - Corporate books (attach schedule) 17 Investments - Corporate books (attach schedule) 18 Investments - Corporate books (attach schedule) 19 Investments - Corporate books (attach schedule) 10 Investments - Corporate books (attach schedule) 10 Investments - Corporate books (attach schedule) 11 Investments - Corporate books (attach schedule) 12 Investments - Corporate books (attach schedule) 13 Investments - Corporate books (attach schedule) 14 Investments - Corporate books (attach schedule) 15 Investments - Corporate books (attach schedule) 16 Total assets (to be completed by all filers - see the mentuctions Alko, see page 1, tem B 19 Investments - Corporate books (attach schedule) 10 Other lacks and corporate books (attach schedule) 11 Investments - Corporate books (attach schedule) 12 Investments - Corporate books (attach schedule) 13 Investments - Corporate books (attach schedule) 14 Investments - Corporate books (attach schedule) 15 Other lacks (attach schedule) 16 Total assets (attach schedule) 17 Investments - Corporate books (attach schedule) 18 Investments - Corporate books (attach schedule) 19 Investments - Corpo		2			27,646.	38,205.	38,205.		
Less allowance for doubtful accounts > Less: allowance for foothful accounts > Signature scenarios Reconvables: due from officers, directors, trustees, and other doqualified persons (attach schedule) (see instructions) To there notes and loans recevable (latach schedule) > Reconvables: due from officers, directors, trustees, and other doqualified persons (attach schedule) Reconvables: due from officers, directors, trustees, and other doqualified persons (attach schedule) Reconvables: due from officers, directors, and other doqualified persons (attach schedule) Reconvables: due from officers, directors, and other doqualified persons (attach schedule) Reconvables: due from officers, directors, and other doqualified persons (attach schedule) Reconvables: due from officers, directors, and other doqualified persons (attach schedule) Reconvables: due from officers, directors, privates, and other doqualified persons Reconvables: described Reconvables: due from officers, directors, privates, and other doqualified persons Reconvables: due from officers, directors, privates, and other doqualified persons Reconvables: due from officers, directors, privates, and other doqualified persons Reconvables: due from officers, directors, privates, and other doqualified persons Reconvables: due from officers, directors, privates, and other doqualified persons Reconvables: due from officers, directors, privates, and other doqualified persons Reconvables: due from officers, directors, privates, and other doqualified persons Reconvables: due from officers, directors, privates, and other doqualified persons Reconvables: due from officers, directors, privates, and other doqualified persons Reconvables: due from officers, directors, privates, and other doqualified persons Reconvables: due from officers, directors, privates, due from officers, directors, privates, due from officers		3	Accounts receivable ▶						
Product receivable Less: allowance for doubtful accounts Section Se			Less. allowance for doub	otful accounts					
Less: allowance for doubtful accounts		4							
Segment receivable due from offices, directors, trustees, and other disqualified persons (lattach schedule) New instructions) 7. Other notes and loans receivable (attach schedule) ► ** 1. Less. allowance for doubtful accounts ► 8. Inventories for sale or use inventories. Us and state governmentobligations lattach schedule) 1. Popular of the sale of the sale or use inventories. Us and state governmentobligations lattach schedule) 2. Investments - corporate bonds (attach schedule) 2. Investments - corporate bonds (attach schedule) 3. NONE 4. NONE 4. NONE 5. NONE 5. NONE 6. NONE 6. NONE 6. NONE 6. NONE 7. NONE 7. NONE 7. NONE 7. NONE 8. NONE 8. NONE 8. NONE 9. NON			Less: allowance for doub	otful accounts					
Second properties of the pr		5							
disqualified persons lattach schedule) ★ NONE		6							
Total assets (be completed by all filors see the instructions Also, see page 1, tem I) 50 Other assets (describe b 10 Other lassets (be completed by all filors see the instructions Also, see page 1, tem I) 19 Defered revenue 19 Defered by all filors see the instructions Also, see page 1, tem I) 23 Total flabilities (add lines 17 through 22) Tour and the filor of the filor o				· · · · · · · · · · · · · · · · · · ·					
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Prepard expenses and deferred charges NONE NONE NONE		R			1,01,12	1,01,2			
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Less accumulated depreciation NONE NO		11	Investments - land, building		NONE	110111	NONE		
Investments - mortgage loans NONE NONE NONE			and equipment basis Less accumulated deprecia	tion -	NONE	NONE			
investments - other (attach schedule) STMT 7. NONE NONE NONE NONE Advanced by Less securedized depreciation such acquirement basis Less securedized by all filters see the instructions Also, see page 1, item 1) . NONE NONE NONE State 17, acquirement problem in the secure of the instruction of the secure of the instruction of the secure of the secure of the instruction of the secure of the secu			(attach schedule)						
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equipment biasis Less accumulated depreciation 15 Other assets (to be completed by all filers see the instructions Also, see page 1, item 1)			Land, buildings, and		NONE	NONB	NONE		
Content seems (describe			equipment basis	tion					
Total assets (to be completed by all filers—see the instructions Also, see page 1, item 1)			(attach schedule)		27027	270375			
Accounts payable and accrued expenses					NONE	NONE	NONE		
17 Accounts payable and accrued expenses		16							
Second process of the process of	_				810,914.	837,058.	<u>779,195</u> .		
19 Deferred revenue 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Other liabilities (add lines 17 through 22) 23 Total liabilities (add lines 17 through 22) 24 Unrestricted 25 Temporarily restricted 26 Permanently restricted 27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, blidg, and equipment fund 30 Total net assets or fund balances (see instructions) 31 Total liabilities and net assets/fund balances 31 Total net assets or fund balances to gen instructions) 32 Total net assets or fund balances at beginning of year - Part III, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) 32 Enter amount from Part I, line 27a 33 Other increases not included in line 2 (itemize) SEE STATEMENT 8 3 Separate in III See See Instructions (a) SEE STATEMENT 8 3 Separate in III See See Instructions (b) SEE STATEMENT 8 3 Separate III See See Instructions (c) SEE STATEMENT 8 3 Separate III See See Instructions (c) SEE STATEMENT 8 3 Separate III See See Instructions (c) SEE STATEMENT 8 3 Separate III See See Instructions (c) SEE STATEMENT 8 3 Separate III See See Instructions (c) SEE STATEMENT 8 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) SEE STATEMENT 8 5 Decreases not included in line 2 (itemize) SEE STATEMENT 8 5 Decreases not included in line 2 (itemize) SEE STATEMENT 8 5 Decreases not included in line 2 (itemize) SEE STATEMENT 8 5 Decreases not included in line 2 (itemize) SEE STATEMENT 8 5 Decreases not included in line 2 (itemize) SEE STATEMENT 8 5 Decreases not included in line 2 (itemize) SEE STATEMENT 8 5 Decreases not included in line 2 (itemize) SEE STATEMENT 8 5 Decreases not included in line 2 (itemize) SEE STATEMENT 8		17	Accounts payable and a	ccrued expenses					
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instructions))ts	28	Paid-in or capital surplus, or	land, bldg , and equipment fund					
instructions)	SS	29	Retained earnings, accumula	ated income, endowment, or other funds	NONE	NONE			
instructions)	۲	30	Total net assets or fund	balances (see instructions)	810,914.	837,058.			
instructions)	ž	31	Total liabilities and	net assets/fund balances (see					
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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶	$oldsymbol{\bot}$					837,058.			
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2 20,207. 3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8 3 5,937. 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶							810,914.		
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4 Add lines 1, 2, and 3 4 837, 058.	3	Othe	r increases not include	ed in line 2 (itemize) > SEE STAT	EMENT 8	3			
5. Decreases not included in line 2 (itemize) 5.	4	Add	lines 1, 2, and 3						
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 837.058.	5	Decre	asees not included in I	ine 2 (itemize) >		· · · · · · · · · · 			
	6	Total	net assets or fund bal	ances at end of year (line 4 minus lin	e 5) - Part II, column (b)	, line 30 6	837,058.		

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Form	991_PF	(2011)	

Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 7, column (c) (see instructions) If gain, also enter in Part I, line 7, column (c) (see instructions) If gain, also enter in Part I, line 7, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instructions) If gain, also enter in Part I, line 8, column (c) (see instruc	-orm 990-PF (2011)	 				rage 3
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Total of line 1, column (d) 2				1		
2 Total of line 1, column (d)						
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	2000	12,333.	0217737.	 		0.001010
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	7 Total of line 1 selumen	(d)		,		0 252214
number of years the foundation has been in existence if less than 5 years 4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 5 Multiply line 4 by line 3 6 Enter 1% of net investment income (1% of Part I, line 27b) 7 Add lines 5 and 6 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	2 Iotal of line 1, column	(a)	the total on line 2 by E. or by the	-		0.232214
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 5 Multiply line 4 by line 3 6 Enter 1% of net investment income (1% of Part I, line 27b) 7 Add lines 5 and 6 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						0 050443
5 Multiply line 4 by line 3 5 39,179 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 6 659 7 Add lines 5 and 6 7 39,838 8 Enter qualifying distributions from Part XII, line 4 8 44,222 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	number of years the fo	oundation has been in existence if less	stnan 5 years	3		0.050443
5 Multiply line 4 by line 3 5 39,179 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 6 659 7 Add lines 5 and 6 7 39,838 8 Enter qualifying distributions from Part XII, line 4 8 44,222 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				1.1		
6 Enter 1% of net investment income (1% of Part I, line 27b) 6 6 659 7 Add lines 5 and 6 7 39,838 8 Enter qualifying distributions from Part XII, line 4 8 44,222 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	4 Enter the net value of i	noncharitable-use assets for 2011 fro	m Part X, line 5	4		776,693.
6 Enter 1% of net investment income (1% of Part I, line 27b) 6 6 659 7 Add lines 5 and 6 7 39,838 8 Enter qualifying distributions from Part XII, line 4 8 44,222 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						
7 Add lines 5 and 6. 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	5 Multiply line 4 by line:	3		5		39,179.
7 Add lines 5 and 6. 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				1 1		
7 Add lines 5 and 6. 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	6 Enter 1% of net investr	ment income (1% of Part I, line 27b)		6		659.
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	,	,				
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	7 Add lines 5 and 6			7		39,838.
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	Aud illies Jaliu U			 		33,030.
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	• Enter avalitures distrib	uitions from Part VII line 4		ا و ا		44 222
Part VI instructions	If line 8 is equal to or Part VI instructions.	greater than line 7, check the box	ın Part VI, line 1b, and complete		using a 1% ta	

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

Form **990-PF** (2011)

X

foundation had excess business holdings in 2011.)

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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?

Form 990-PF (2011)

X

3b

Form	990-PF (20	11)		06-61	14690		Page 6	
Part	: VII-B	Statements Regarding Activities for	Which Form 47	20 May Be Requi	red (continued)			
5a	During th	ne year did the foundation pay or incur any amou	nt to					
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes X No							
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on,							
	direc	tly or indirectly, any voter registration drive?			Yes X No			
	(3) Prov	ide a grant to an individual for travel, study, or oth	ner similar purposes?		Yes X No	.		
	(4) Prov	ide a grant to an organization other than a	charitable, etc, org	anization described in	ı			
	secti	on 509(a)(1), (2), or (3), or section 4940(d)(2)? (s	ee instructions)		Yes X No			
	(5) Prov	ide for any purpose other than religious, ch	arıtable, scientific, l	iterary, or educationa	ı <u> </u>		1	
	purp	oses, or for the prevention of cruelty to children o	r anımals ⁷		Yes X No			
b	If any a	inswer is "Yes" to 5a(1)-(5), did any of the	transactions fail to	qualify under the ex	ceptions described in	ı		
		ons section 53 4945 or in a current notice regard				<u>5</u> b		
	Organiza	tions relying on a current notice regarding disasti	er assistance check h	ere	▶ 🔲			
c	If the a	nswer is "Yes" to question 5a(4), does the	foundation claim ex	emption from the tax	·			
	because	it maintained expenditure responsibility for the g	rant ⁷		Yes No	,		
	If "Yes," a	attach the statement required by Regulations secti	on 53.4945-5(d).					
6a	•	foundation, during the year, receive any fund	• •	ctly, to pay premiums	s			
		sonal benefit contract?	•		. Yes X No	, [
b		oundation, during the year, pay premiums, directl				. 6b	X	
		o 6b, file Form 8870						
7 a	At any ti	me during the tax year, was the foundation a part	y to a prohibited tax	shelter transaction?	Yes X No	,		
b	If "Yes,"	did the foundation receive any proceeds or have a	any net income attribi	utable to the transactio	n ⁷	7b		
Part	VIII	Information About Officers, Directors	, Trustees, Foun	dation Managers,	Highly Paid Emplo	oyees,		
1	List all	and Contractors officers, directors, trustees, foundation ma	nagers and their	compensation (see	instructions).			
-	Liot air	(a) Name and address	(b) Title, and average	(c) Compensation	(d) Contributions to	(e) Expen	se account,	
		(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	employee benefit plans and deferred compensation		lowances	
SEE	STATI	EMENT 9		7,779.	-0-		-0-	
				_				
2	Comper "NONE.	nsation of five highest-paid employees	(other than thos	e included on line	1 - see instruction	ons). If n	one, enter	
	NONE.	····		· I	(d) Contributions to			
(a)	Name and	address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	employee benefit plans and deferred		se account, lowances	
			devoted to position		compensation			
	<u>-</u>					_		
SEE	STATI	EMENT 10		NONE	NONE	<u>N</u>	IONE	
				· · · · -				
	- -							
_								
Total	Inumber	r of other employees paid over \$50,000 .					▶ NONE	

06-6114690

Part VIII Information About Officers, Directors, Trustees, Foundation Mai and Contractors (continued)	nagers, Highly Paid Employ	Page 7
3 Five highest-paid independent contractors for professional services (see instru	ctions). If none, enter "NONE	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 11		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 organizations and other beneficiaries served, conferences convened, research papers produced, etc.	information such as the number of	Expenses
1NONE		
2		
3		
4		
		· · · · · · · · · · · · · · · · · · ·
Part IX-B Summary of Program-Related Investments (see instructions)		Amount
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 are 1NONE	nd 2	Amount
110112		
2		
All other program-related investments See instructions.		
3 <u>NONE</u>		
Total. Add lines 1 through 3		

Forn	n 990-PF (2011) 06-6114690		Page 8
Pa	Minimum Investment Return (All domestic foundations must complete this part. Foreign see instructions.)	gn foundati	ons,
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
а	Average monthly fair market value of securities	1a	756,839.
b	Average of monthly cash balances	1b	31,682.
c	Fair market value of all other assets (see instructions)		NONE
d	Total (add lines 1a, b, and c)	1d	788,521.
e	Total (add lines 1a, b, and c) Reduction claimed for blockage or other factors reported on lines 1a and		
·	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d		788,521.
4	Subtract line 2 from line 1d Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see	 	7007321.
			11,828.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	776,693.
6	Minimum investment return. Enter 5% of line 5	6	38,835.
_	rt XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating		307033.
1	foundations and certain foreign organizations check here and do not complete this p	oart.)	
1	Minimum investment return from Part X, line 6	1	38,835.
2 a	Tax on investment income for 2011 from Part VI, line 5		307000.
 b	Income tax for 2011. (This does not include the tax from Part VI.)	1	
c	Add lines 2a and 2b	2c	659.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	38,176.
4	Recoveries of amounts treated as qualifying distributions		NONE
5	Add lines 3 and 4	5	38,176.
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	38,176.
		·	
Pa	rt XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	44,222.
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:		
а	Suitability test (prior IRS approval required)	3a	NONE 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	44,222.
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	659 <u>.</u>
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	43,563.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when cal qualifies for the section 4940(e) reduction of tax in those years.		ether the foundation

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Form 990-PF (2011) Page 9 Part XIII Undistributed Income (see instructions) (b) (d) (c) (a) 2011 Corpus Years prior to 2010 2010 Distributable amount for 2011 from Part XI, 38,176. Undistributed income, if any, as of the end of 2011 a Enter amount for 2010 only 2,823 Total for prior years 20_09_,20_____,20____ NONE Excess distributions carryover, if any, to 2011 From 2006 From 2007 NONE From 2008 NONE NONE From 2009 NONE e From 2010 f Total of lines 3a through e NONE Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 44,222. 2,823 a Applied to 2010, but not more than line 2a . . . Applied to undistributed income of prior years NONE (Election required - see instructions) Treated as distributions out of corpus (Election NONE 38,176 d Applied to 2011 distributable amount 3,223. e Remaining amount distributed out of corpus . . NONE NONE Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).) Enter the net total of each column as indicated below: 3,223 a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 Prior years' undistributed income. Subtract NONE line 4b from line 2b 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 NONE been previously assessed d Subtract line 6c from line 6b Taxable NONE amount - see instructions . . Undistributed income for 2010. Subtract line Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be NONE distributed in 2012 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) NONE Excess distributions carryover from 2006 not NONE applied on line 5 or line 7 (see instructions) Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 3,223 10 Analysis of line 9 NONE a Excess from 2007 . . . NONE **b** Excess from 2008 . . . NONE c Excess from 2009 . . . NONE d Excess from 2010 . . . 3,223 e Excess from 2011 . . .

Form 990-PF (2011) 06-6114690 NOT APPLICABLE Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) 1a If the foundation has received a ruling or determination letter that it is a private operating 4942(j)(3) or 4942(j)(5) Check box to indicate whether the foundation is a private operating foundation described in section Tax year Prior 3 years 2 a (e) Total Enter the lesser of the ad-(a) 2011 (b) 2010 (c) 2009 (d) 2008 justed net income from Part Lor the minimum investment return from Part X for each 85% of line 2a Qualifying distributions from Part XII. line 4 for each year listed . Amounts included in line 2c not used directly for active conduct of exempt activities Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c Complete 3a, b, or c for the alternative test relied upon "Assets" alternative test - enter (1) Value of all assets . . . (2) Value of assets qualifying under section 4942(i)(3)(B)(i). "Endowment" alternative testenter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . "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 provided in section 4942 (j)(3)(B)(m) (3) Largest amount of support from an exempt organization (4) Gross investment income Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets Part XV at any time during the year - see instructions.) Information Regarding Foundation Managers: 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).) 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 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: 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. The name, address, and telephone number of the person to whom applications should be addressed: SEE STATEMENT 12 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 Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other

SEE ATTACHED STATEMENT FOR LINE 2

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Form 990-PF (2011)

Page **11**

Par	XV Supplementary Information (c	ontinued)			
3	Grants and Contributions Paid During Recipient Name and address (home or business)	g the Year or Appr	oved fo <u>r F</u>	uture Payment	
	Recipient	If recipient is an individual,	Foundation	Purpose of grant or	Amount
	Name and address (home or business)	any foundation manager	status of recipient	Purpose of grant or contribution	Amount
	Paid during the year	Or Substantial Contributor			
a	Tala daring the year				
	CDD CDAMENENT 15				
	SEE STATEMENT 15				
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	Total			▶ 3a	35,974.
<u>_</u>	Approved for future payment				
	Approvou for fatare paymont				
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				1	
				1	
			1		
	Total				
	Total			<u>></u> 30	

Form 990-PF (2011)

Page **1**.

Part XVI-	A Analysis of Income-Produ	cing Activ	vities			
nter gross a	amounts unless otherwise indicated	Unrela	ated business income	Excluded by	section 512, 513, or 514	(e)
		(a)	(b)	(c)	(d)	Related or exempt function income
Program	service revenue	Business code	Amount	Exclusion code	Amount	(See instructions)
а						
f						· · · · · · · · · · · · · · · · · · ·
	and contracts from government agencies			-		
-	ship dues and assessments			+		
				 		
	n savings and temporary cash investments			14	23,596.	
	s and interest from securities al income or (loss) from real estate:			14	23,330.	
				+		
	financed property			-		
	ebt-financed property					
	income or (loss) from personal property .			+		
Other inv	vestment income		ļ	1	-273.	
	ess) from sales of assets other than inventory			18	47,674.	
Net incor	me or (loss) from special events					
Gross pro	ofit or (loss) from sales of inventory					
	/enue: a					
_						
е						
	Add columns (b), (d), and (e)				70,997.	
	Id line 12, columns (b), (d), and (e)		<u> </u>			
	eet in line 13 instructions to verify calci					
art XVI-l	Relationship of Activities	to the Ac	complishment of Ex	cempt Purp	oses	
ine No.	Explain below how each activit					
	accomplishment of the foundation	-	·			
•	accomplishment of the foundation	on a exemp	t purposes (other than	by broviding	j lulius ioi sucii puipose	s). (See mstructions.)
				•		
						
				<u> </u>		
						
		 		_		
			NOT APPLICABI	ı <u>E</u>		
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			•			
						
				 		
		-				
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A 1492 1 000						Form 990-PF (20

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

		Exempt Organ	nizations							
1 D	d the	organization directl	y or indirectly e	ngage in any of the follo	owing with an	y other orga	nization described		Yes	No
in	secti	on 501(c) of the Co	de (other than s	ection 501(c)(3) organiza	ations) or in s	ection 527,	relating to political			
or	ganiz	ations?								
a Tr	ansfe	ers from the reporting	foundation to a	noncharitable exempt o	rganization of:	:				
(1) Cas	sh						1a(1)		X
								1a(2)		X
		ransactions:								!
				ot organization				1b(1)		X
				e exempt organization .				1b(2)		X
				assets				1b(3)		X
(4) Reimbursement arrangements										X
								1b(5)	-	X
				or fundraising solicitation				1b(6)		X
				s, other assets, or paid en				1c	<u> </u>	<u>X</u>
				," complete the following						
		•		es given by the reportin ement, show in column	~					
					1					
(a) Line	10	(b) Amount involved	(c) Name of no	ncharitable exempt organization	(a) Desc	cription of transi	ers, transactions, and shar	ing arra	ngeme	ents
	\dashv	- -			-					
		-								
	$^+$									
					-					
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									-	
		-	•	liated with, or related to		•	· ·			_
				ner than section 501(c)(3)) or in section	1 527 ⁷		Y(es 🔝	X No
b If	"Yes,	complete the follow								
		(a) Name of organization	1	(b) Type of organizati	ion		(c) Description of relations	ship		
							<u> </u>	<u> </u>		
							-			
- 1	Under	penalties of periusy I declar	re that I have examin	ed this return, including accompany	ving schedules and	statements and	to the hest of my knowledge	ie and b	nelief "	is true
Sign	correct	nd complete Declaration of	preparer (other than tax	payer) is based on all information of	which preparer has a	any knowledge	to the best of my knowledg	, and L	zanai, il	ue,
Here		Matrallela	Ant D	08/31/2012	SVP	Tax	May the IRS			return
IICIC	Sian	ature of officer or trustee	umy	Date	Title	ıax	with the pr	eparer	Yes	below
							(See Histraction		_] ' => [No.
		Print/Type preparer's	name	Preparer's signature		Date	Check If	PTIN	_	
raid										
Prepar		Firm's name				1	Firm's EIN ▶			
Use O	nly	Firm's address		·						
							Phone no			
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FROM SECURITIES	
INTEREST	
AND	11 11 11
DIVIDENDS	11 11 11 11 11 11 11 11 11 11
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PART	
990PF,	
FORM	

NET INVESTMENT INCOME	1,414. 937. 255.	94	4 D	397. 345.	148. 350.	4,385. 117.	7	.02	23,596.
REVENUE AND EXPENSES PER BOOKS	1,414. 937. 255.	Ф 4	2,149. 7,650.	397. 345.	148. 350.	. 30. 4,385. 117.	1,073.	, 1	23,596.
DESCRIPTION	ARTIO GLOBAL HIGH INCOME FUND CL I LARGE CAP CORE CTF SMALL CAP CTF	INTERNATIONAL EQUITY CTF COLUMBIA ACORN INTERNATIONAL FUND CL Z	LARGE CAP VALUE CTF AGGREGATE BOND CTF	DELAWARE EMERGING MKTS FUND CL INSTL CL MID CAP VALUE CTF	MID CAP GROWTH CTF NATIXIS FDS TR IV AEW REAL ESTATE FD CL DIMCO HICH VIELD ETHED	COMMODITY EMERGING M	INTL	BANK OF AMERICA MONEY MARKET SAVINGS ACC	TOTAL

STATEMENT

INCOME
OTHER
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PART
990PF,
FORM

GEORGE H.C. ENSWORTH MEM. FUND TR

20- 1

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	NET	INVESTMENT	INCOME	1 1 1 1	-3.	-270.		-273.	
REVENUE	AND	EXPENSES	PER BOOKS	1 1 1 1 1 1 1 1 1 1 1	-3.	-270.	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	-273.	
								TOTALS	
			DESCRIPTION	1 1 1 1 1 1 1 1	SMALL CAP CTF	INTERNATIONAL EQUITY CTF			

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LEGAL =====	
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PART ======	
FORM 990PF,	

CHARITABLE PURPOSES	525.	525
ADJUSTED NET INCOME		NONE
NET INVESTMENT INCOME		NONE
REVENUE AND EXPENSES PER BOOKS		525.
	LEGAL FEES- CHARITABLE PURPOSE	TOTALS
DESCRIPTION	LEGAL FEES-	

ELECTROSES:

3

STATEMENT

CHARITABLE PURPOSES	1,250.
ADJUSTED NET INCOME	NONE
NET INVESTMENT INCOME	NONE
REVENUE AND EXPENSES PER BOOKS	1,250. 1,250. ==========
DESCRIPTION	TAX PREPARATION FEE (NON-ALLOC TOTALS

STATEMENT

STATEMENT

FORM 990PF, PART I - TAXES

GEORGE H.C. ENSWORTH MEM. FUND TR

23- 1

NET INVESTMENT INCOME	362. 22.	388
REVENUE AND EXPENSES PER BOOKS	362. 552. 960. 4.	1,900.
DESCRIPTION	FOREIGN TAXES FEDERAL TAX PAYMENT - PRIOR YE FEDERAL ESTIMATES - PRINCIPAL FOREIGN TAXES ON QUALIFIED FOR FOREIGN TAXES ON NONQUALIFIED	TOTALS

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GEORGE

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FORM

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REVENUE AND	EXPENSES	PER BOOKS	1 1 1 1 1 1 1 1
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CHARITABLE PURPOSES

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681.	681.	2,000.	
OTHER ALLOCABLE EXPENSE-PRINCI	OTHER ALLOCABLE EXPENSE-INCOME	GRANTMAKING FEE PD TO TRUSTEE	

3,362.

TOTALS

681. 681. 2,000. 3,362.

FU6059 L775 08/31/2012 09:28:31

FORM 990PF, PART II - OTHER INVESTMENTS

GEORGE H.C. ENSWORTH MEM. FUND TR

25 - 1

06-6114690

SEE ATTACHED STATEMENTS

TOTALS

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GEORGE H.C. ENSWORTH MEM.FUND TR

06-6114690

FORM 9	990PF,	PART	III -	- OTHER	INCREASES	IN 1	\mathtt{NET}	WORTH	OR	FUND	BALANCES
=====		=====	====:	======	========	====	====	=====	===	=====	==== = ==

DESCRIPTION AMOUNT

5,935. CTF ADJ ROUNDING

5,937. TOTAL ===========

STATEMENT 8

GEORGE H.C. ENSWORTH MEM.FUND TR

06-6114690

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

OFFICER NAME:

BANK OF AMERICA

ADDRESS:

777 MAIN STREET

HARTFORD, CT 06115

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION EXPLANATION:

SEE ATTACHED FOOTNOTE

TOTAL COMPENSATION:

7,779.

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GEORGE H.C. ENSWORTH MEM.FUND TR

06-6114690

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

EMPLOYEE NAME: NONE

GEORGE H.C. ENSWORTH MEM.FUND TR

06-6114690

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

NAME: NONE

5000 M

GEORGE H.C. ENSWORTH MEM.FUND TR FORM 990PF, PART XV - LINES 2a - 2d

RECIPIENT NAME:

BANK OF AMERICA

ADDRESS:

777 MAIN STREET

HARTFORD, CT 06115

FORM, INFORMATION AND MATERIALS:

SEE ATTAHCED STATEMENT

SUBMISSION DEADLINES:

MAY 15TH AND NOVEMBER 15

RESTRICTIONS OR LIMITATIONS ON AWARDS:

ANY ORGANIZATION BASED IN AND PROVIDING ASSISTANCE TO INDIVIDUALS IN GLASTONBURY, CT

SCHEDULE ____C

PAGE 1

GEORGE H. C. ENSWORTH MEMORIAL FUND TRUST

Name of organization:
Address:
Amount Requested:
Specific purpose for which it is to be used:
Specific purpose for which it is to be about
Period of time in which it is to be used:
Anticipated benefits:
Does your organization engage in lobbying activities?
Does organization have United States Internal Revenue Service exemption letter dated after 1969?
Yes No

Please send us a copy of your tax classification letter under 501 (c) (3) and 509 (a).

Please attach copies of the following:

- 1) most recent audited report.
- 2) operating budget including period of timein which grant will be needed and budgeted sources of income.

Signature of Executive Director

Phone number

EXPENSE.

GEORGE H.C. ENSWORTH MEM.FUND TR 06-6114690 FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID RECIPIENT NAME: CT AUDUBON CTR AT GLASTONBURY RELATIONSHIP: NONE PURPOSE OF GRANT: SUPPORTS ENVIRONMENTAL EDUCATION FOR KIDS FOUNDATION STATUS OF RECIPIENT: PUBLIC CHARITY AMOUNT OF GRANT PAID 3,500. RECIPIENT NAME: THE DISCOVERY CENTER, INC. RELATIONSHIP: NONE PURPOSE OF GRANT: SUPPORTS NAMED ORGANIZATION FOUNDATION STATUS OF RECIPIENT: PUBLIC CHARITY AMOUNT OF GRANT PAID 3,000. RECIPIENT NAME: THE ALBANO BALLET COMPANY RELATIONSHIP: NONE PURPOSE OF GRANT: SUPPORTS NAMED ORGANIZATION FOUNDATION STATUS OF RECIPIENT: PUBLIC CHARITY AMOUNT OF GRANT PAID 2,000. RECIPIENT NAME: VNA HEALTH CARE, INC RELATIONSHIP: NONE PURPOSE OF GRANT: SUPPORTS NAMED ORGANIZATION FOUNDATION STATUS OF RECIPIENT: PUBLIC CHARITY

AMOUNT OF GRANT PAID

6,000.

2007/27/2

GEORGE H.C. ENSWORTH MEM.FUND TR 06-6114690 FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID RECIPIENT NAME: SAINT FRANCIS FOUNDATION RELATIONSHIP: NONE PURPOSE OF GRANT: SUPPORTS NAMED ORGANIZATION FOUNDATION STATUS OF RECIPIENT: PUBLIC CHARITY AMOUNT OF GRANT PAID 5,000. RECIPIENT NAME: OPERATION FUEL RELATIONSHIP: NONE PURPOSE OF GRANT: SUPPORTS NAMED ORGANIZATION FOUNDATION STATUS OF RECIPIENT: PUBLIC CHARITY AMOUNT OF GRANT PAID 1,000. RECIPIENT NAME: TOWN OF GLASTONBURY RELATIONSHIP: NONE PURPOSE OF GRANT: SUPPORTS NAMED ORGANIZATION FOUNDATION STATUS OF RECIPIENT: PUBLIC CHARITY AMOUNT OF GRANT PAID 1,474. RECIPIENT NAME: CHILDREN'S ADVANCEMENT FUND, INC. **RELATIONSHIP:** NONE PURPOSE OF GRANT: SUPPORTS NAMED ORGANIZATION FOUNDATION STATUS OF RECIPIENT: PUBLIC CHARITY

AMOUNT OF GRANT PAID

14

3,000.

F257777

GEORGE H.C. ENSWORTH MEM.FUND TR 06-6114690 FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID RECIPIENT NAME: FRIENDS OF GLASTONBURY YOUTH RELATIONSHIP: NONE PURPOSE OF GRANT: SUPPORTS NAMED ORGANIZATION FOUNDATION STATUS OF RECIPIENT: PUBLIC CHARITY RECIPIENT NAME: NUTMEG BIG BROTHERS-BIG SISTERS RELATIONSHIP: NONE PURPOSE OF GRANT: SUPPORTS NAMED ORGANIZATION FOUNDATION STATUS OF RECIPIENT: PUBLIC CHARITY AMOUNT OF GRANT PAID 3,000. RECIPIENT NAME: RUSHFORD CENTER RELATIONSHIP: NONE PURPOSE OF GRANT: SUPPORTS NAMED ORGANIZATION FOUNDATION STATUS OF RECIPIENT: PUBLIC CHARITY AMOUNT OF GRANT PAID 4,000. TOTAL GRANTS PAID: 35,974.

STATEMENT

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GEORGE H.C. ENSWORTH MEM.FUND TR

FEDERAL FOOTNOTES

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

PER CONTRACTOR

MARK X

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service Name of estate or trust

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

Employer identification number

	EORGE H.C. ENSWORTH MEM.FUND				06-611	4690)
	: Form 5227 filers need to complete only Pa						
Part	Short-Term Capital Gains and Lo (a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo, day, yr)	ar or Less (d) Sales price	(e) Cost or other ((f) Gain or (loss) for the entire year Subtract (e) from (d)
1a							
b	Enter the short-term gain or (loss), if any, from	om Schedule D-	1, line 1b			1b	765
2	Short-term capital gain or (loss) from Forms	s 4684, 6252, 6	3781, and 882	4		2	
3	Net short-term gain or (loss) from partnersh	ips, S corporati	ons, and other	estates or trusts		3	6,628
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss						1
5	Carryover Worksheet	lines 1a throug	 gh 4 in colum		nd on line 13,	4	\
Pari	column (3) on the back					5	7,393
rai	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)		(d) Sales price	(e) Cost or other (see instruction		(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a	ONG TERM CARTEST CAIN DIVIDE	NIDC					744
1_	ONG-TERM CAPITAL GAIN DIVIDE	מעוו				_	/44
		-				_	
b	Enter the long-term gain or (loss), if any, fro	om Schedule D-	1, line 6b			6b	10,255
7	Long-term capital gain or (loss) from Forms	2439, 4684, 6	252, 6781, an	d 8824		7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts						29,282
9	Capital gain distributions					9	
0	Gain from Form 4797, Part I					10	
1	Long-term capital loss carryover. Enter	the amount, if	any, from lir	ne 14 of the 2010	Capital Loss	11	
12	Carryover Worksheet	nes 6a through	n 11 in colum	n (f). Enter here an	d on line 14a,		<u> </u>
	column (3) on the back	<u> </u>	<u> </u>			12	40,281 D (Form 1041) 201

Sched	dule D (Form 1041) 2011			_		Page 2
	t III Summary of Parts I and II	(1)	Beneficiaries'	(2) Esta	ate's	(3) Total
	Caution: Read the instructions before completing this part.		(see instr)	or tru	st's	
13	Net short-term gain or (loss)					7,393.
14	Net long-term gain or (loss):					
	Total for year					40,281.
	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	_				
	28% rate gain					
	Total net gain or (loss). Combine lines 13 and 14a ▶ 15					47,674.
Note	e: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Fo s, go to Part V, and do not complete Part IV If line 15, column (3), is a net loss, comple	orm 99	0-T, Part I, line 4. V and the Canita	a) If lines 1. I Loss Carryo	4a an overW	d 15, column (2), are net (orksheet , as necessary
	t IV Capital Loss Limitation		TV and the Capita	1 2033 0811 90		O'RONGER, do Necessary
النكسة 16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, I	line Ac	if a trust) the sn	naller of		
				I	16	()
Note	The loss on line 15, column (3) or b \$3,000	ine 22	(or Form 990-T, li	ne 34), is a l	loss, c	complete the Capital Loss
Carry	yover Worksheet in the instructions to figure your capital loss carryover					
	t V Tax Computation Using Maximum Capital Gains Rates					
	n 1041 filers. Complete this part only if both lines 14a and 15 in column (=	nount is ent	tered	in Part I or Part II and
	e is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more that					
	tion: Skıp this part and complete the Schedule D Tax Worksheet in the instru Ither line 14b, col. (2) or line 14c, col. (2) is more than zero, or	icuons	i II:			
	oth Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.					
	n 990-T trusts. Complete this part only if both lines 14a and 15 are gain	ıns. or	qualified divide	ends are in	clude	ed in income in Part I
	orm 990-T, and Form 990-T, line 34, is more than zero. Skip this part and co					
	ther 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					
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		1			
20	Add lines 18 and 19					
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	L	24			
25	Is the amount on line 23 equal to or more than the amount on line 24?					
	Yes. Skip lines 25 and 26; go to line 27 and check the "No" box.	1				
	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?		1			
	Yes. Skip lines 27 thru 30, go to line 31 No. Enter the smaller of line 17 or line 22	Ļ	27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	• • •	28		-	
20	Culturate line 20 from line 27		20			
29	Subtract line 28 from line 27	· · · •	29		30	
30	Multiply line 29 by 15% (.15)				30	
31	-				31	
	(see the Schedule G instructions in the instructions for Form 1041)					
32	Add lines 30 and 31				32	
32 33	Add lines 30 and 31	hedul	for Fetates a	nd Trusts	"	
J	(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					
- 1	G line 1a for Form 990-T line 36)				34	

Schedule D (Form 1041) 2011

JSA 1F1220 2 000

STATE OF THE PARTY.

SCHEDULE D-1 (Form 1041)

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).

OMB No 1545-0092

Department of the Treasury Internal Revenue Service

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

GEORGE H.C. ENSWORTH MEM.FUN Part I Short-Term Capital Gains an (a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold		06-6114690	
(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)
a 200. NATIXIS FDS TR IV AEW FD CL Y COM	11/23/2010	07/01/2011	3,500.00	2,992.00	508.00
134.182 NATIXIS FDS TR IV ESTATE FD CL Y COM	11/23/2010	10/31/2011	2,265.00	2,008.00	257.00
		-			
			<u> </u>		
					<u> </u>
	-				

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

Schedule D-1 (Form 1041) 2011 Ē

Schedule D-1 (Form 1041) 2011 Page 2 **Employer identification number** Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side 06-6114690 GEORGE H.C. ENSWORTH MEM.FUND TR Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year (f) Gain or (loss) Subtract (e) from (d) (c) Date sold (e) Cost or other basis (a) Description of property (Example acquired (mo , day, yr) (d) Sales price (see instructions) 100 sh 7% preferred of "Z" Co) (mo, day, yr) 6a 2205.484 ARTIO GLOBAL HIGH 04/18/2012 23,246.00 -1,963.00 11/23/2010 21,283.00 1795.968 LARGE CAP CORE CT 7,680.00 06/11/2010 07/08/2011 118,177.00 110,497.00 78.743 SMALL CAP CTF 03/31/1995 01/31/2012 1,536.00 1,552.00 -16.00 682.379 AGGREGATE BOND CTF 10/31/2011 11,408.00 11,064.00 344.00 03/31/1995 2066.366 DELAWARE EMERGING 04/24/2012 27,937.00 30,995.00 -3,058.00 CL INSTL CL 11/23/2010 1992.369 NATIXIS FDS TR IV 7,268.00 ESTATE FD CL Y COM 11/23/2010 04/18/2012 37,078.00 29,810.00 6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 10,255.00 Schedule D-1 (Form 1041) 2011

GEORGE H.C. ENSWORTH MEM.FUND TR 06-6114690

Bank of America _____

Balance Sheet 5/31/2012

Cusip	Asset	Units	Basis	Market Value
993360882	LARGE CAP GROWTH CTF	1596.943	150,993.59	134,426.83
922908553	VANGUARD REIT	581.000	37,261.91	36,324.12
922042858	VANGUARD MSCI EMERGING MKTS	661.000	27,966.65	25,131.22
77956H104	ROWE T PRICE INTL FDS INC	2307.167	23,256.24	22,333.38
72201F409	PIMCO EMERGING MKT CURRENCY	738.089	7,742.55	7,292.32
722005667	PIMCO COMMODITY REALRETURN	2258.083	19,374.35	13,932.37
693390841	PIMCO HIGH YIELD FD	2300.856	21,282.92	21,006.82
323991307	MID CAP GROWTH CTF	1160.728	22,812.42	20,708.78
302993993	MID CAP VALUE CTF	1173.020	23,117.11	20,571.25
202671913	AGGREGATE BOND CTF	12804.298	209,020.14	217,276.13
202670915	LARGE CAP VALUE CTF	10728.503	155,214.95	127,270.09
197199813	COLUMBIA ACORN INTERNATIONAL	401.353	15,472.15	14,368.44
1261292H7	INTERNATIONAL EQUITY CTF	3130.445	57,428.79	53,087.03
1261291Q8	SMALL CAP CTF	1499.433	27,908 73	27,261.34
	Cash/Cash Equivalent	38205.360	38,205.36	38,205.36
-		Totals:	837,057.86	779,195 47