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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 JUL 1, 2011, and ending JUN 30, 2012

Name of foundation

PATTONY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

CHOATE LLP PO BOX 961019

City or town, state, and ZIP code

BOSTON, MA 02196

G Check all that apply:

Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

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

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

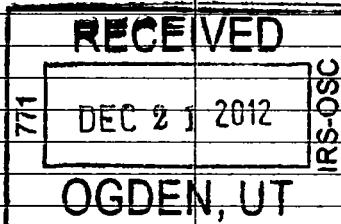
► \$ 4,069,319.

J Accounting method: Cash Accrual Other (specify) _____

(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(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	300,085.		N/A	
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	Interest on savings and temporary cash investments	86.	86.		STATEMENT 1
	4 Dividends and interest from securities	82,053.	81,646.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	170,805.			
	b Gross sales price for all assets on line 6a	957,662.			
	7 Capital gain net income (from Part IV, line 2)		170,805.		
	8 Net short-term capital gain				
	9 Income modifications				
	Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	553,029.	252,537.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees	STMT 3	14,405.	0.	14,405.
	b Accounting fees	STMT 4	6,100.	3,050.	3,050.
	c Other professional fees	STMT 5	42,643.	31,982.	10,661.
	17 Interest				
	18 Taxes	STMT 6	5,289.	2,525.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 7	125.	0.	125.
	24 Total operating and administrative expenses. Add lines 13 through 23		68,562.	37,557.	28,241.
	25 Contributions, gifts, grants paid		0.		0.
	26 Total expenses and disbursements. Add lines 24 and 25		68,562.	37,557.	28,241.
	27 Subtract line 26 from line 12:		484,467.		
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)				
	c Adjusted net income (if negative, enter -0-)		214,980.		N/A



Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments		225,239.	232,027.
	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			
	7 Other notes and loans receivable ► 606,320.	STATEMENT 9		
	Less: allowance for doubtful accounts ► 0.	599,434.	606,320.	606,320.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock	STMT 10	2,350,372.	2,655,501.
	c Investments - corporate bonds	STMT 11	74,128.	99,888.
Liabilities	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ►			
	Less accumulated depreciation ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers)		3,249,173.	3,593,736.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)		0.	0.
	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 ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31			
Net Assets or Fund Balances	27 Capital stock, trust principal, or current funds		3,249,173.	3,530,198.
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
	29 Retained earnings, accumulated income, endowment, or other funds		0.	63,538.
	30 Total net assets or fund balances		3,249,173.	3,593,736.
	31 Total liabilities and net assets/fund balances		3,249,173.	3,593,736.

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,249,173.
2 Enter amount from Part I, line 27a	2	484,467.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	3,733,640.
5 Decreases not included in line 2 (itemize) ►	5	139,904.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,593,736.

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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 SEE STATEMENT ATTACHED				VARIOUS	VARIOUS
b SEE STATEMENT ATTACHED				VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS					
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 68,732.			70,261.	-1,529.	
b 884,612.			716,596.	168,016.	
c 4,318.				4,318.	
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				-1,529.	
b				168,016.	
c				4,318.	
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	170,805.
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). If (loss), enter -0- in Part I, line 8		{ }		3	N/A

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 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	168,277.	2,953,085.	.056983
2009	124,747.	2,394,361.	.052100
2008	85,551.	1,786,387.	.047891
2007	116,569.	2,045,933.	.056976
2006	109,490.	1,740,561.	.062905

2 Total of line 1, column (d)

2 .276855

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 .055371

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5

4 3,149,496.

5 Multiply line 4 by line 3

5 174,391.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 2,150.

7 Add lines 5 and 6

7 176,541.

8 Enter qualifying distributions from Part XII, line 4

8 144,241.

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.	1	4,300.
	Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 2b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	4,300.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	4,300.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,700.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	7,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	8,700.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	4,400.
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax ► <input type="checkbox"/> Refunded ► <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

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?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	X	
1c	Did the foundation file Form 1120-POL for this year?	X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ <u>0.</u> (2) On foundation managers. ► \$ <u>0.</u>		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ <u>0.</u>		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>MA</u>		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	8b	X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	<input checked="" type="checkbox"/>
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	<input checked="" type="checkbox"/>
14	The books are in care of ► <u>CHOATE HALL & STEWART LLP</u> Located at ► <u>TWO INTERNATIONAL PLACE, BOSTON, MA</u>	Telephone no ► (617) 248-4760	ZIP+4 ► 02110
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
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 90-22 1. If "Yes," enter the name of the foreign country ►	16	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

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

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

		Yes	No
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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input 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 type="checkbox"/> Yes <input checked="" 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	
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	► <input type="checkbox"/>	1b <input checked="" type="checkbox"/>
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		1c <input checked="" type="checkbox"/>
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	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	
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a <input type="checkbox"/>	
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b <input checked="" type="checkbox"/>	

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

5a. During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

(3) Provide a grant to an individual for travel, study, or other similar purposes?

(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)?

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

 Yes No Yes No Yes No Yes No Yes No

b. If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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

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

 Yes No

6a. Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes No

b. Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

 Yes No

7a. At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

 Yes No

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

7b

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

1. List all officers, directors, trustees, foundation managers and their compensation.

(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
PATRICIA A. RUBBICCO	TRUSTEE			
CHOATE HALL & STEWART LLP TWO INT'L				
BOSTON, MA 02110	1.00	0.	0.	0.
ANTHONY F. RUBBICCO	TRUSTEE			
CHOATE HALL & STEWART LLP TWO INT'L				
BOSTON, MA 02110	1.00	0.	0.	0.
WILLIAM A. LOWELL	TRUSTEE			
CHOATE HALL & STEWART LLP TWO INT'L				
BOSTON, MA 02110	1.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000

►

0

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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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services
▶ 0
Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

1	N/A	Expenses
2		
3		
4		

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1	SCHOLARSHIP LOANS (NON-INTEREST BEARING) TO INDIVIDUALS - PAID DIRECTLY TO EDUCATIONAL INSTITUTIONS	Amount
2		116,000.
3		
Total. Add lines 1 through 3	▶	116,000.

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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:

- Average monthly fair market value of securities
- Average of monthly cash balances
- Fair market value of all other assets
- 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

3 Subtract line 2 from line 1d

4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)

5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4

6 **Minimum investment return.** Enter 5% of line 5

1e 0.

1a	2,991,493.
1b	205,965.
1c	
1d	3,197,458.
2	0.
3	3,197,458.
4	47,962.
5	3,149,496.
6	157,475.

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

2a Tax on investment income for 2011 from Part VI, line 5

b Income tax for 2011. (This does not include the tax from Part VI.)

c Add lines 2a and 2b

3 Distributable amount before adjustments. Subtract line 2c from line 1

4 Recoveries of amounts treated as qualifying distributions

5 Add lines 3 and 4

6 Deduction from distributable amount (see instructions)

7 **Distributable amount as adjusted.** Subtract line 6 from line 5. Enter here and on Part XIII, line 1

2a 4,300.

1	157,475.
2a	4,300.
2b	
2c	4,300.
3	153,175.
4	0.
5	153,175.
6	0.
7	153,175.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:

- Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26
- Program-related investments - total from Part IX-B

2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes

3 Amounts set aside for specific charitable projects that satisfy the:

- Suitability test (prior IRS approval required)
- Cash distribution test (attach the required schedule)

4 **Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4

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

6 **Adjusted qualifying distributions.** Subtract line 5 from line 4

1a	28,241.
1b	116,000.
2	
3a	
3b	
4	144,241.
5	0.
6	144,241.

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				153,175.
2 Undistributed income, if any, as of the end of 2011			0.	
a Enter amount for 2010 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	16,856.			
b From 2007	19,238.			
c From 2008				
d From 2009	5,673.			
e From 2010	23,911.			
f Total of lines 3a through e	65,678.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 144,241.			0.	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				144,241.
e Remaining amount distributed out of corpus		0.		
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))		8,934.		8,934.
6 Enter the net total of each column as indicated below:		56,744.		
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0.	
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.	
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012		0.		
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)				0.
8 Excess distributions carryover from 2006 not applied on line 5 or line 7		7,922.		
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a		48,822.		
10 Analysis of line 9:				
a Excess from 2007	19,238.			
b Excess from 2008				
c Excess from 2009	5,673.			
d Excess from 2010	23,911.			
e Excess from 2011				

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				
NONE				
Total				► 3a 0
b Approved for future payment				
NONE				
Total				► 3b 0

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
	(a) Business code	(b) Amount	(c) Exclu- sion 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				14	86.
4 Dividends and interest from securities				14	82,053.
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	170,805.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		252,944.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	252,944.
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

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?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

- (1) Cash
- (2) Other assets

b Other transactions:

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

b If "Yes," complete the following schedule.

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

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

May the IRS discuss this return with the preparer shown below (see instr.)?

Signature of officer or trustee		Date	Title		
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature	Date	Check <input type="checkbox"/> if self-employed
	PATRICK LAVOIE		<i>Patrick Lavoie CPA</i>	<u>12/6/2</u>	P00491156
	Firm's name ► CHOATE HALL & STEWART LLP			Firm's EIN ► 04-1175860	
	Firm's address ► P O BOX 961019 BOSTON, MA 02196			Phone no. (617) 248-4760	

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

OMB No 1545-0047

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

2011

Name of the organization

PATTONY FOUNDATION

Employer identification number

04-3577440

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of \$5,000 or more during the year

► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

PATTONY FOUNDATION04-3577440**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	<u>ANTHONY F. & PATRICIA A. RUBBICCO</u> <u>CHOATE HALL & STEWART LLP TWO INTL</u> <u>PLACE</u> <u>BOSTON, MA 02110</u>	\$ <u>300,085.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

PATTONY FOUNDATION

04-3577440

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	VANGUARD 500 INDEX FUND (VIFSX) - 2,823 SHARES	\$ 300,085.	03/23/12
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received

Name of organization

Employer identification number

PATTONY FOUNDATION

04-3577440

Part III *Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year* Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively religious, charitable, etc., contributions of \$1,000 or less for the year*. (Enter this information once) ► \$ _____
Use duplicate copies of Part III if additional space is needed

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BLACKROCK FEDERAL TRUST FUND	86.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	86.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS AND INTEREST FROM SECURITIES	86,371.	4,318.	82,053.
TOTAL TO FM 990-PF, PART I, LN 4	86,371.	4,318.	82,053.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CHOATE HALL & STEWART LLP - LEGAL FEES RE SCHOLARSHIP LOAN PROGRAM	14,405.	0.		14,405.
TO FM 990-PF, PG 1, LN 16A	14,405.	0.		14,405.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CHOATE HALL & STEWART LLP - TAX PREPARATION FEE	6,100.	3,050.		3,050.
TO FORM 990-PF, PG 1, LN 16B	6,100.	3,050.		3,050.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CHOATE HALL & STEWART LLP - INVESTMENT MANAGEMENT, CUSTODY, RECORDKEEPING AND GRANT ADMINISTRATION	42,643.	31,982.		10,661.
TO FORM 990-PF, PG 1, LN 16C	42,643.	31,982.		10,661.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD ON DIVIDENDS	2,525.	2,525.		0.
FEDERAL EXCISE TAX 6/30/12	1,700.	0.		0.
FEDERAL EXCISE TAX 6/30/11	1,064.	0.		0.
TO FORM 990-PF, PG 1, LN 18	5,289.	2,525.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEE FOR FORM PC	125.	0.		125.
TO FORM 990-PF, PG 1, LN 23	125.	0.		125.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 8
-------------	--	-------------

DESCRIPTION	AMOUNT
EXCESS OF MARKET VALUE OVER COST OF DONATED SECURITIES	137,198.
BASIS ADJUSTMENT FOR NON TAXABLE RETURN OF CAPITAL	788.
6/30/12 DIVIDENDS AND INTEREST POSTED 7/2/12	1,918.
TOTAL TO FORM 990-PF, PART III, LINE 5	139,904.

FORM 990-PF	OTHER NOTES AND LOANS RECEIVABLE	STATEMENT 9
-------------	----------------------------------	-------------

DESCRIPTION	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
VARIOUS - SEE STATEMENT ATTACHED	606,320.	0.	606,320.
TOTAL TO FM 990-PF, PART II, LN 7	606,320.	0.	606,320.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10
-------------	-----------------	--------------

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	2,066,332.	2,431,961.
ALTERNATIVE AND OTHER INVESTMENTS	589,169.	694,291.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,655,501.	3,126,252.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
-------------	-----------------	--------------

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	99,888.	104,720.
TOTAL TO FORM 990-PF, PART II, LINE 10C	99,888.	104,720.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 12

NAME OF MANAGER

PATRICIA A. RUBBICCO
ANTHONY F. RUBBICCO

ACCT 2YX6 856938014
FROM 07/01/2011
TO 06/30/2012

CHOATE, HALL & STEWART LLP
STATEMENT OF CAPITAL GAINS AND LOSSES
THE PATTONY FOUNDATION
TRUST YEAR ENDING 06/30/2012

PAGE 43
RUN 08/30/2012
12 54 32 PM

TAX PREPARER TPK
TRUST ADMINISTRATOR 19
INVESTMENT OFFICER:

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
785 0000 CREDIT SUISSE COMM RET ST-CO - 22544R305 - MINOR = 64							
SOLD 07/28/2011	7496 75						
ACQ 785 0000 01/21/2010	7496 75			6578 30	918.45	LT15	Y
890 0000 ISHARES MSCI CANADA INDEX FUND - 464286509 - MINOR = 63							
SOLD 07/28/2011	27945.56						
ACQ 380 0000 11/09/2009	11931.81			9858 00	2073.81	LT15	Y
360 0000 02/10/2011	11303.82			11555 21	-251.39	ST	Y
150 0000 07/06/2009	4709.93			3112.66	1597.27	LT15	Y
1120.0000 ISHARES MSCI GERMANY - 464286806 - MINOR = 63							
SOLD 07/28/2011	28749 75						
ACQ 1120 0000 07/13/2010	28749 75			22814 40	5935 35	LT15	Y
695 0000 LAZARD EMERGING MARKETS EQUITY INST - 52106N889 - MINOR = 61							
SOLD 07/28/2011	15060 65						
ACQ 695 0000 12/01/2008	15060.65			7200.20	7860 45	LT15	Y
465 0000 MFS EMERGING MKTS DEBT FD I - 55273E640 - MINOR = 64							
SOLD 07/28/2011	6942.45						
ACQ 465.0000 01/21/2010	6942 45			6570 45	372 00	LT15	Y
535 0000 T ROWE PRICE REAL ESTATE FUND - 779919109 - MINOR = 59							
SOLD 07/28/2011	10384 35						
ACQ 321 3260 03/16/2009	6236.94			2274 55	3962 39	LT15	Y
213 6740 07/08/2009	4147 41			260 58	3886 83	LT15	Y
FOUND UPDATE							
90 0000 VANGUARD DIVIDEND APPREC ETF - 921908844 - MINOR = 63							
SOLD 07/28/2011	4908 05						
ACQ 90 0000 07/13/2010	4908 05			4187 70	720 35	LT15	Y
135 0000 VANGUARD MSCI EMERGING MARKETS ETF - 922042858 - MINOR = 63							
SOLD 07/28/2011	6503.50						
ACQ 120 0000 01/19/2010	5780 89			5098.80	682 09	LT15	Y
15 0000 07/06/2009	722 61			472 57	250 04	LT15	Y
394 2830 VANGUARD 500 INDEX FUND-SIGN - 922908496 - MINOR = 59							
SOLD 07/28/2011	39065.56						
ACQ 276 4310 07/02/2008	27388 78			26523 56	865 22	LT15	Y
117 8520 07/08/2009	11676.78			7897 26	3779.52	LT15	Y
1265.0000 WELLS FARGO INTL BOND FUND-INST - 94985D582 - MINOR = 64							
SOLD 07/28/2011	15470 95						
ACQ 1265 0000 06/15/2010	15470 95			13522 85	1948 10	LT15	Y
3145 0000 CREDIT SUISSE COMM RET ST-CO - 22544R305 - MINOR = 64							
SOLD 04/05/2012	25883 35						
ACQ 3145 0000 02/10/2011	25883 35			29814.60	-3931 25	LT15	Y
2767 4080 FIDELITY ADV GLOB COMM ST - 31618H606 - MINOR = 64							
SOLD 04/05/2012	40570 20						
ACQ 2116 4010 07/15/2010	31026 44			28000 00	3026 44	LT15	Y
651 0070 02/15/2011	9543 76			11640 00	-2096 24	LT15	Y
1240 0000 ISHARES MSCI GERMANY - 464286806 - MINOR = 63							
SOLD 04/05/2012	27351 15						
ACQ 1240 0000 07/13/2010	27351 15			25258.80	2092 35	LT15	Y
3869 0000 ISHARES S&P 500 INDEX FUND - 464287200 - MINOR = 63							
SOLD 04/05/2012	542195 31						
ACQ 1550 0000 11/09/2009	217214 46			170138 23	47076 23	LT15	Y
1509.0000 01/19/2010	211468.78			173075.81	38392 97	LT15	Y
810.0000 02/10/2011	113512 07			107413.87	6098 20	LT15	Y
235 0000 ISHARES MSCI EAFE INDEX FUND - 464287465 - MINOR = 63							
SOLD 04/05/2012	12445 51						
ACQ 235 0000 07/28/2011	12445 51			13835 14	-1389 63	ST	Y
210 0000 ISHARES S&P SMALLCAP 600 - 464287804 - MINOR = 63							
SOLD 04/05/2012	15788 17						
ACQ 210 0000 03/12/2009	15788 17			7135.07	8653 10	LT15	Y
1650 0000 LAZARD EMERGING MARKETS EQUITY INST - 52106N889 - MINOR = 61							
SOLD 04/05/2012	32472 00						
ACQ 1117 3090 12/01/2008	21988 64			11575 32	10413 32	LT15	Y
532 6910 03/16/2009	10483 36			5236 35	5247 01	LT15	Y
345.0000 SPDR S&P MIDCAP 400 ETF TRUST - 78467Y107 - MINOR = 63							
SOLD 04/05/2012	61633 81						
ACQ 100 0000 08/28/2008	17864 87			14972.38	2892 49	LT15	Y
50 0000 07/06/2009	8932 44			5088 02	3844 42	LT15	Y
70 0000 07/28/2011	12050 41			12096 00	409 41	ST	Y
125 0000 12/01/2008	22331.09			10875 38	11455 71	LT15	Y
915 0000 WISDOMTREE JAPAN DIVIDEND FD - 97717W851 - MINOR = 63							
SOLD 04/05/2012	32476 89						
ACQ 915 0000 07/28/2011	32476 89			32774 56	-297 67	ST	Y
TOTALS	953343.96		786856.62				

5/T 68,731.63 70,260.91 (1,529.28)
4/T 884,612.33 716,595.71 168,016.62

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	-1529 28	0 00	168016 62	0 00	0 00	0 00*
COVERED FROM ABOVE	0 00	0 00	0 00	0 00	0 00	
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	295 10	0 00	4318 34			0 00
	-1234 18	0 00	172334 96	0 00	0 00	0 00
	=====	=====	=====	=====	=====	=====



Investment Detail

856938014 | THE PATTONY FOUNDATION

06-Aug-2012 4:00 PM ET

Asset Types: Alternative, Cash, Cash & Equivalents, Equity, Fixed Income, Other
Data Current as of: 30-Jun-2012

SUMMARY

Asset Type	Current Allocation	Market Value	Total Cost	Unrealized Gain/Loss
Alternative	16.092%	\$557,101.59	\$452,744.31	\$104,357.28
Cash	0.000%	\$0.00	\$0.00	\$0.00
Cash & Equivalents	6.675%	\$231,093.59	\$231,093.59	\$0.00
Equity	70.246%	\$2,431,960.94	\$2,066,332.26	\$365,628.68
Fixed Income	3.025%	\$104,719.64	\$99,888.00	\$4,831.64
Other	3.963%	\$137,188.87	\$136,425.00	\$763.87
Totals		\$3,462,064.63	\$2,986,483.16	\$475,581.47

DETAIL

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
Alternative: 16.092%									
CREDIT SUISSE COMM RET ST-CO	22544R305	CRSOX	2.627%	11,643.2210	7.8100	29-Jun-2012	\$90,933.56	\$88,521.23	\$2,412.33
Ticker CRSOX Asset ID 22544R305									
GATEWAY FUND Y	367829884	GTEYX	3.796%	4,866.8540	27.0000	29-Jun-2012	\$131,405.06	\$129,945.00	\$1,460.06
Ticker GTEYX Asset ID 367829884									
MFS EMERGING MKTS DEBT FD I	55273E640	MEDIX	3.332%	7,603.7350	15.1700	29-Jun-2012	\$115,348.66	\$94,887.89	\$20,460.77
Ticker MEDIX Asset ID 55273E640									
SPDR DJ WILSHIRE INTL REAL ESTATE	78463X863	RWX	0.680%	640.0000	36.7800	29-Jun-2012	\$23,539.20	\$18,581.77	\$4,957.43
Ticker RWX Asset ID 78463X863									
T ROWE PRICE REAL ESTATE FUND	779919109	TRREX	2.202%	3,640.2590	20.9400	29-Jun-2012	\$76,227.02	\$4,032.68	\$72,194.34
Ticker TRREX Asset ID 779919109									
WELLS FARGO INTL BOND FUND-INST	94985D582	ESICX	3.456%	10,635.3860	11.2500	29-Jun-2012	\$119,648.09	\$116,775.74	\$2,872.35
Ticker ESICX Asset ID 94985D582									
Subtotal			16.092%				\$557,101.59	\$452,744.31	\$104,357.28
Cash: 0.000%									
CASH - INCOME			1.881%	65,112.0000	1.0000		\$65,112.00	\$65,112.00	\$0.00
CASH - PRINCIPAL			(1.881)%	(65,112.0000)	1.0000		(\$65,112.00)	(\$65,112.00)	\$0.00
Subtotal			0.000%				\$0.00	\$0.00	\$0.00
Cash & Equivalents: 6.675%									
BLACKROCK LIQ FD FED TRST-IN	09248U874	TFFXX	6.675%	231,093.5900	100.0000%	29-Jun-2012	\$231,093.59	\$231,093.59	\$0.00
Ticker TFFXX Asset ID 09248U874									
Subtotal			6.675%				\$231,093.59	\$231,093.59	\$0.00

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Pnced	Market Value	Total Cost	Unrealized Gain/Loss
Equity: 70.246%									
FIDELITY SPART INTL INDEX FA Ticker FSIVX Asset ID 315911875		315911875 FSIVX	7.231%	8,127.7730	30.8000	29-Jun-2012	\$250,335.41	\$218,637.08	\$31,698.33
GOLDMAN SACHS LOC EMG MK-I Ticker GIMDX Asset ID 38145N303		38145N303 GIMDX	3.304%	12,499.9060	9.1500	29-Jun-2012	\$114,374.14	\$116,160.00	(\$1,785.86)
ISHARES MSCI CANADA INDEX FUND Ticker EWC Asset ID 464286509		464286509 EWC	0.780%	1,045.0000	25.8400	29-Jun-2012	\$27,002.80	\$20,510.63	\$6,492.17
ISHARES S&P SMALLCAP 600 Ticker IJR Asset ID 464287804		464287804 IJR	0.974%	460.0000	73.2700	29-Jun-2012	\$33,704.20	\$15,629.19	\$18,075.01
LAZARD EMERGING MARKETS EQUITY INST Ticker LZEMX Asset ID 52106N889	2236609	52106N889 LZEMX	1.887%	3,592.3600	18.1900	29-Jun-2012	\$65,345.03	\$35,312.90	\$30,032.13
MFS INTL VALUE I Ticker MINIX Asset ID 55273E822		55273E822 MINIX	4.313%	5,688.8030	26.2500	29-Jun-2012	\$149,331.08	\$147,340.00	\$1,991.08
POWERSHARES BUYBACK ACHIEVERS Ticker PKW Asset ID 73935X286		73935X286 PKW	2.332%	2,840.0000	28.4300	29-Jun-2012	\$80,741.20	\$83,213.95	(\$2,472.75)
SPDR S&P MIDCAP 400 ETF TRUST Ticker MDY Asset ID 78467Y107		78467Y107 MDY	1.212%	245.0000	171.3000	29-Jun-2012	\$41,968.50	\$20,380.96	\$21,587.54
T ROWE INSTI AFR&MID EAST Ticker TRIAX Asset ID 74144Q609		74144Q609 TRIAX	2.293%	15,120.3010	5.2500	29-Jun-2012	\$79,381.58	\$74,000.00	\$5,381.58
TEMPLETON FRONTIER MARKET-AD Ticker FFRZX Asset ID 88019R641		88019R641 FFRZX	0.951%	2,351.2680	14.0000	29-Jun-2012	\$32,917.75	\$35,885.00	(\$2,967.25)
VANGUARD 500 INDEX FUND-SIGN Ticker VIFSX Asset ID 922908496		922908496 VIFSX	21.142%	7,058.2300	103.7000	29-Jun-2012	\$731,938.45	\$446,689.84	\$285,248.61
VANGUARD DIVIDEND APPREC ETF Ticker VIG Asset ID 921908844		921908844 VIG	3.013%	1,840.0000	56.6900	29-Jun-2012	\$104,309.60	\$87,264.87	\$17,044.73
VANGUARD FTSE ALL WORLD X-US SC Ticker VSS Asset ID 922042718		922042718 VSS	3.961%	1,685.0000	81.3800	29-Jun-2012	\$137,125.30	\$149,419.95	(\$12,294.65)
VANGUARD MSCI EAFE ETF Ticker VEA Asset ID 921943858		921943858 VEA	9.142%	10,025.0000	31.5700	29-Jun-2012	\$316,489.25	\$348,742.82	(\$32,253.57)
VANGUARD MSCI EMERGING MARKETS ETF Ticker VWO Asset ID 922042858		922042858 VWO	4.302%	3,730.0000	39.9300	29-Jun-2012	\$148,938.90	\$142,322.67	\$6,616.23
VIRTUS EMERGING MKTS OPPOR-I		92828T889 HIEMX	1.971%	7,266.0540	9.3900	29-Jun-2012	\$68,228.25	\$71,280.00	(\$3,051.75)

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Prced	Market Value	Total Cost	Unrealized Gain/Loss
Ticker HIEMX Asset ID 92828T889									
WISDOMTREE EMERGING MKTS S/C DIV FD Ticker DGS Asset ID 97717W281	97717W281	1 439%	1,150 0000	43 3300	29-Jun-2012	\$49,829 50	\$53,542 40	(\$3,712 90)	
Subtotal			70.246%				\$2,431,960 94	\$2,066,332.26	\$365,628.68
Fixed Income: 3.025%									
DOMINION RESOURCES 5 000% 3/15/13 Asset ID 25746UAM1	25746UAM1	0 743%	25,000 0000	102 9560%	29-Jun-2012	\$25,739 00	\$23,940 50	\$1,798 50	
GOLDMAN SACHS GROUP 5 150% 1/15/14 Asset ID 38143UAB7	38143UAB7	0 750%	25,000 0000	103 9230%	29-Jun-2012	\$25,980 75	\$24,987 50	\$993 25	
PIMCO TOTAL RETURN FUND- INST Ticker PTTRX Asset ID 693390700	693390700	0 782%	2,395 8510	11 3000	29-Jun-2012	\$27,073 12	\$25,860 00	\$1,213 12	
VANGUARD TOTL BD MKT IDX Ticker VBTSX Asset ID 921937868	921937868	0 749%	2,335 7450	11 1000	29-Jun-2012	\$25,926 77	\$25,100 00	\$826 77	
Subtotal		3.025%					\$104,719.64	\$99,888.00	\$4,831.64
Other: 3.963%									
FIDELITY HIGH INCOME FUND Ticker SPHIX Asset ID 316146406	2835943	316146406	3 963%	15,277 1570	8 9800	29-Jun-2012	\$137,188 87	\$136,425 00	\$763 87
Subtotal			3.963%				\$137,188.87	\$136,425.00	\$763.87



Investment Detail

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31-Aug-2012 9 58 AM ET

Asset Types: Alternative, Cash, Cash & Equivalents, Equity, Fixed Income, Other
Data Current as of: 30-Jun-2012

SUMMARY

Asset Type	Current Allocation	Market Value	Total Cost	Unrealized Gain/Loss
Cash	0 000%	\$0 00	\$0 00	\$0 00
Cash & Equivalents	0 154%	\$933 34	\$933 34	\$0 00
Other	99 846%	\$606,320 04	\$606,320 04	\$0 00
Totals		\$607,253.38	\$607,253.38	\$0.00

DETAIL

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
Cash: 0.000%									
CASH - INCOME	-	-	(0 259%)	(1,574 0900)	1 0000		(\$1,574 09)	(\$1,574 09)	\$0 00
CASH - PRINCIPAL	-	-	0 259%	1,574 0900	1 0000		\$1,574 09	\$1,574 09	\$0 00
Subtotal			0.000%				\$0 00	\$0.00	\$0.00
Cash & Equivalents: 0 154%									
FEDERATED GOV OBL TX MGD-I Ticker GOTXX Asset ID 60934N856	-	60934N856 GOTXX	0 154%	933 3400	100 0000%	29-Jun-2012	\$933 34	\$933 34	\$0 00
Subtotal			0.154%				\$933 34	\$933.34	\$0.00
Other: 99.846%									
AIELLO, CASEY L \$32,000 NOTE Ticker 998622AC1 Asset ID 998622AC1	-	998622AC1 998622AC1	5 006%	30,400 0100	100 0000%	18-Jan-2012	\$30,400 01	\$30,400 01	\$0 00
BANZY, ALEXANDER Ticker 998622AL1 Asset ID 998622AL1	-	998622AL1 998622AL1	0 823%	5,000 0000	100 0000%	17-Oct-2011	\$5,000 00	\$5,000 00	\$0 00
BANZY, ALEXANDER \$5,000 NOTE Ticker 998622BA1 Asset ID 998622BA1	-	998622BA1 998622BA1	0 823%	5,000 0000	100 0000%	02-Nov-2011	\$5,000 00	\$5,000 00	\$0 00
BANZY, AMANDA Ticker 998622AM1 Asset ID 998622AM1	-	998622AM1 998622AM1	0 823%	5,000 0000	100 0000%	29-Sep-2010	\$5,000 00	\$5,000 00	\$0 00
BANZY, AMANDA Ticker 998622AM2 Asset ID 998622AM2	-	998622AM2 998622AM2	0 823%	5,000 0000	100 0000%	17-Oct-2011	\$5,000 00	\$5,000 00	\$0 00
BERNAZANI, NICOLE Asset ID 998622NI1	-	998622NI1	1 647%	10,000 0000	100 0000%	17-Oct-2011	\$10,000 00	\$10,000 00	\$0 00
BRADBURY, KARLEIGH Ticker 998622KB1 Asset ID 998622KB1	-	998622KB1 998622KB1	1 647%	10,000 0000	100 0000%	29-Sep-2010	\$10,000 00	\$10,000 00	\$0 00
BRADBURY, KARLEIGH Ticker 998622KB2 Asset ID 998622KB2	-	998622KB2 998622KB2	1 647%	10,000 0000	100 0000%	17-Oct-2011	\$10,000 00	\$10,000 00	\$0 00
BROWN, ERIC	-	998622EB1	1 235%	7,500 0000	100 0000%	17-Oct-2011	\$7,500 00	\$7,500 00	\$0 00

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
Ticker 998622EB1 Asset ID 998622EB1		998622EB1							
BUTLER, STEPHEN F, \$20,000 NOTE		998622SB3	3.294%	20,000 0000	100 0000%	18-Jan-2012	\$20,000 00	\$20,000 00	\$0 00
Ticker 998622SB3 Asset ID 998622SB3		998622SB3							
CLARK, MEGHAN E, \$28,000 NOTE		998622MC1	4.611%	28,000 0000	100 0000%	18-Jan-2012	\$28,000 00	\$28,000 00	\$0 00
Ticker 998622MC1 Asset ID 998622MC1		998622MC1							
COMSTOCK, DESIREE, \$5,000 NOTE		998001AT8	0.823%	5,000 0000	100 0000%	31-Aug-2010	\$5,000 00	\$5,000 00	\$0 00
Ticker 998001AT8 Asset ID 998001AT8		998001AT8							
CRUIKSHANK, KRISTIN		998622KC6	1.647%	10,000 0000	100 0000%	29-Sep-2010	\$10,000 00	\$10,000 00	\$0 00
Ticker 998622KC6 Asset ID 998622KC6		998622KC6							
DICARLO, JANELLE, \$5,000 NOTE		998622JD3	0.823%	5,000 0000	100 0000%	31-Aug-2010	\$5,000 00	\$5,000 00	\$0 00
Ticker 998622JD3 Asset ID 998622JD3		998622JD3							
DICARLO, JENALEE \$20,500 NOTE		998622JD8	1.800%	10,933 2400	100 0000%	31-Aug-2010	\$10,933 24	\$10,933 24	\$0 00
Ticker 998622JD8 Asset ID 998622JD8		998622JD8							
DIQUATTRO, GORDON		998622DG1	1.647%	10,000 0000	100 0000%	29-Sep-2010	\$10,000 00	\$10,000 00	\$0 00
Ticker 998622DG1 Asset ID 998622DG1		998622DG1							
DIQUATTRO, GORDON		998622DG2	1.647%	10,000 0000	100 0000%	17-Oct-2011	\$10,000 00	\$10,000 00	\$0 00
Ticker 998622DG2 Asset ID 998622DG2		998622DG2							
DYER, SUSAN MARIE, \$25,000 NOTE		998662SS1	0.412%	2,500 3600	100 0000%	31-Aug-2010	\$2,500 36	\$2,500 36	\$0 00
Ticker 998662SS1 Asset ID 998662SS1		998662SS1							
FOIRE, MATTHEW, \$7,000 NOTE		998001AH4	0.038%	233 3200	100 0000%	31-Aug-2010	\$233 32	\$233 32	\$0 00
Ticker 998001AH4 Asset ID 998001AH4		998001AH4							
FORAN, BRIAN PATRICK		998622BF2	1.647%	10,000 0000	100 0000%	29-Sep-2010	\$10,000 00	\$10,000 00	\$0 00
Ticker 998622BF2 Asset ID 998622BF2		998622BF2							
FORAN, BRIAN PATRICK		998622BF3	1.647%	10,000 0000	100 0000%	17-Oct-2011	\$10,000 00	\$10,000 00	\$0 00
Ticker 998622BF3 Asset ID 998622BF3		998622BF3							
GLICK, MATTHEW, \$14,000 NOTE		998622MG0	1.171%	7,108 4300	100 0000%	31-Aug-2010	\$7,108 43	\$7,108 43	\$0 00
Ticker 998622MG0 Asset ID 998622MG0		998622MG0							
HURKETT, MOLLY ROSE, \$10,000 NOTE		998622MH2	1.647%	10,000 0000	100 0000%	31-Aug-2010	\$10,000 00	\$10,000 00	\$0 00
Ticker 998622MH2 Asset ID 998622MH2		998622MH2							
HURKETT, PETER, \$10,000 NOTE		998622MH3	1.647%	10,000 0000	100 0000%	31-Aug-2010	\$10,000 00	\$10,000 00	\$0 00
Ticker 998622MH3 Asset		998622MH3							

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
ID 998622MH3 JARMUSIK, BRIAN RILEY, \$7,000 NOTE Ticker 998001AP6 Asset		998001AP6 998001AP6	0 077%	466 4600	100 0000%	31-Aug-2010	\$466 46	\$466 46	\$0 00
ID 998001AP6 KONTOS, MARINA, \$5,000 NOTE Ticker 998001AQ4 Asset		998001AQ4 998001AQ4	0 041%	250 1600	100 0000%	31-Aug-2010	\$250 16	\$250 16	\$0 00
ID 998001AQ4 LAMB, ROBIN P , \$5,000 NOTE Ticker 998622RL0 Asset		998622RL0 998622RL0	0 246%	1,493 4700	100 0000%	31-Aug-2010	\$1,493 47	\$1,493 47	\$0 00
LAVITA, JENNA, \$5,000 NOTE Ticker 998622JL0 Asset ID 998622JL0		998622JL0 998622JL0	0 371%	2,250 0900	100 0000%	31-Aug-2010	\$2,250 09	\$2,250 09	\$0 00
LAVORGNA, JACQUELINE Ticker 998622JL2 Asset ID 998622JL2		998622JL2 998622JL2	1 153%	7,000 0000	100 0000%	17-Oct-2011	\$7,000 00	\$7,000 00	\$0 00
LAVORGNA, JACQUELINE Ticker 998622JL1 Asset ID 998622JL1		998622JL1 998622JL1	1 153%	7,000 0000	100 0000%	29-Sep-2010	\$7,000 00	\$7,000 00	\$0 00
LAVORGNA, JACQUELINE, Ticker 998622CB4 Asset		998622CB4 998622CB4	1 153%	7,000 0000	100 0000%	31-Aug-2010	\$7,000 00	\$7,000 00	\$0 00
ID 998622CB4 LEE, NICOLE J , \$8,000 NOTE Ticker 998622CD3 Asset		998622CD3 998622CD3	1 317%	8,000 0000	100 0000%	31-Aug-2010	\$8,000 00	\$8,000 00	\$0 00
ID 998622CD3 LEE, NICOLE J Ticker 998622NL2 Asset		998622NL2 998622NL2	1 647%	10,000 0000	100 0000%	17-Oct-2011	\$10,000 00	\$10,000 00	\$0 00
LEE, NICOLE J Ticker 998622NL1 Asset		998622NL1 998622NL1	1 317%	8,000 0000	100 0000%	29-Sep-2010	\$8,000 00	\$8,000 00	\$0 00
ID 998622NL1 LEE, NICOLE J , \$10,000 NOTE Ticker 998622NL0 Asset		998622NL0 998622NL0	1 647%	10,000 0000	100 0000%	31-Aug-2010	\$10,000 00	\$10,000 00	\$0 00
LEE, TIFFANY Ticker 998622TL3 Asset		998622TL3 998622TL3	1 647%	10,000 0000	100 0000%	29-Sep-2010	\$10,000 00	\$10,000 00	\$0 00
ID 998622TL3 LEE, TIFFANY M , \$32,500 NOTE Ticker 998622MG1 Asset		998622MG1 998622MG1	1 962%	11,916 5400	100 0000%	31-Aug-2010	\$11,916 54	\$11,916 54	\$0 00
ID 998622MG1 LEE, VICTOR, \$34,500 NOTE Ticker 998662SS2 Asset		998662SS2 998662SS2	0 473%	2,875 0000	100 0000%	31-Aug-2010	\$2,875 00	\$2,875 00	\$0 00
ID 998662SS2 LINCOURT, JUSTIN H , Ticker 998622CB6 Asset \$10,000		998622CB6 998622CB6	1 592%	9,666 6600	100 0000%	31-Aug-2010	\$9,666 66	\$9,666 66	\$0 00
ID 998622CB6 LYNCH, BENJAMIN JAMES, \$32,500 NOTE Ticker 998622MG2 Asset		998622MG2 998622MG2	1 516%	9,208 1900	100 0000%	31-Aug-2010	\$9,208 19	\$9,208 19	\$0 00
ID 998622MG2 MARROTTO, SABRINA, \$7,500 NOTE Ticker 998622SM0 Asset		998622SM0 998622SM0	0 021%	125 0000	100 0000%	31-Aug-2010	\$125 00	\$125 00	\$0 00
ID 998622SM0									

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
MASERIAN, JAY D	-	998622JA1 998622JA1	1 235%	7,500 0000	100 0000%	17-Oct-2011	\$7,500 00	\$7,500 00	\$0 00
Ticker 998622JA1 Asset ID 998622JA1									
MASERIAN, JAY D	-	998622JM5 998622JM5	1 647%	10,000 0000	100 0000%	29-Sep-2010	\$10,000 00	\$10,000 00	\$0 00
Ticker 998622JM5 Asset ID 998622JM5									
MASERIAN, JAY D	-	998622CB7 998622CB7	1 647%	10,000 0000	100 0000%	31-Aug-2010	\$10,000 00	\$10,000 00	\$0 00
Ticker 998622CB7 Asset ID 998622CB7									
MASERIAN, JENNA L, \$38,000 NOTE	-	998622JM0 998622JM0	6 049%	36,733 3400	100 0000%	18-Jan-2012	\$36,733 34	\$36,733 34	\$0 00
Ticker 998622JM0 Asset ID 998622JM0									
MASERIAN, KAYLA R, \$10,000 NOTE	-	998622KM0 998622KM0	1 460%	8,867 5300	100 0000%	31-Aug-2010	\$8,867 53	\$8,867 53	\$0 00
Ticker 998622KM0 Asset ID 998622KM0									
MCCORMICK, CHELSEY	-	998622CM4 998622CM4	0 659%	4,000 0000	100 0000%	06-Dec-2011	\$4,000 00	\$4,000 00	\$0 00
Ticker 998622CM4 Asset ID 998622CM4									
MCCORMICK, CHELSEY	-	998622CM1 998622CM1	0 823%	5,000 0000	100 0000%	29-Sep-2010	\$5,000 00	\$5,000 00	\$0 00
Ticker 998622CM1 Asset ID 998622CM1									
MCCORMICK, CHRISTIAN	-	998622CM2 998622CM2	1 647%	10,000 0000	100 0000%	29-Sep-2010	\$10,000 00	\$10,000 00	\$0 00
Ticker 998622CM2 Asset ID 998622CM2									
MCCORMICK, CHRISTIAN	-	998622CM3 998622CM3	1 647%	10,000 0000	100 0000%	17-Oct-2011	\$10,000 00	\$10,000 00	\$0 00
Ticker 998622CM3 Asset ID 998622CM3									
MCLAUGHLIN, JOHN R, \$24,500 NOTE	-	998662SS3 998662SS3	0 082%	500 0000	100 0000%	31-Aug-2010	\$500 00	\$500 00	\$0 00
Ticker 998662SS3 Asset ID 998662SS3									
NEEB, CHRISTINE V, \$22,500 NOTE	-	998662SS4 998662SS4	0 124%	750 0000	100 0000%	31-Aug-2010	\$750 00	\$750 00	\$0 00
Ticker 998662SS4 Asset ID 998662SS4									
O'CONNELL, DANIEL	-	998622DO1 998622DO1	1 647%	10,000 0000	100 0000%	29-Sep-2010	\$10,000 00	\$10,000 00	\$0 00
Ticker 998622DO1 Asset ID 998622DO1									
O'CONNELL, THOMAS	-	998622TO1 998622TO1	1 647%	10,000 0000	100 0000%	29-Sep-2010	\$10,000 00	\$10,000 00	\$0 00
Ticker 998622TO1 Asset ID 998622TO1									
O'FARRELL, BRITTANY L, \$30,000 NOTE	-	998622MG3 998622MG3	1 317%	8,000 0000	100 0000%	31-Aug-2010	\$8,000 00	\$8,000 00	\$0 00
Ticker 998622MG3 Asset ID 998622MG3									
O'FARRELL, COURTNEY, \$27,500 NOTE	-	998662SS5 998662SS5	0 000%	0 2000	100 0000%	31-Aug-2010	\$0 20	\$0 20	\$0 00
Ticker 998662SS5 Asset ID 998662SS5									
PAULIN, LAURA MARIE, \$10,000 NOTE	-	998622LM0 998622LM0	0 475%	2,883 1900	100 0000%	31-Aug-2010	\$2,883 19	\$2,883 19	\$0 00
Ticker 998622LM0 Asset ID 998622LM0									

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
ID 998622LM0 PINO, ANNA-MARIA, \$5,000 NOTE Ticker 998622CD5 Asset		998622CD5 998622CD5	0.823%	5,000 0000	100 0000%	31-Aug-2010	\$5,000 00	\$5,000 00	\$0 00
ID 998622CD5 PORTALEWSKA, AGNES, \$7,500 00 NOTE Ticker 998622AP1 Asset		998622AP1 998622AP1	0.453%	2,750 0000	100 0000%	31-Aug-2010	\$2,750 00	\$2,750 00	\$0 00
ID 998622AP1 PUGLIESE, JEFFREY, \$10,000 NOTE Ticker 998662SS6 Asset		998662SS6 998662SS6	0.028%	167 0400	100 0000%	31-Aug-2010	\$167 04	\$167 04	\$0 00
ID 998662SS6 PUGLIESE, SASHA \$15,000 NOTE Ticker 998622SP9 Asset		998622SP9 998622SP9	1.359%	8,250 0000	100 0000%	31-Aug-2010	\$8,250 00	\$8,250 00	\$0 00
ID 998622SP9 QUILLING, MARK, \$7,500 NOTE Ticker 998001BF7 Asset		998001BF7 998001BF7	0.226%	1,375 0000	100 0000%	31-Aug-2010	\$1,375 00	\$1,375 00	\$0 00
ID 998001BF7 ROBBLEE, CHRISTOPHER, \$10,000 NOTE Ticker 998622CR0 Asset		998622CR0 998622CR0	1.647%	10,000 0000	100 0000%	31-Aug-2010	\$10,000 00	\$10,000 00	\$0 00
ID 998622CR0 ROBBLEE, CHRISTOPHER, \$5,000 NOTE Ticker 998622CD6 Asset		998622CD6 998622CD6	0.823%	5,000 0000	100 0000%	31-Aug-2010	\$5,000 00	\$5,000 00	\$0 00
ID 998622CD6 ROJAS, PETER, \$11,000 NOTE Ticker 998622MG4 Asset		998622MG4 998622MG4	0.483%	2,933 4600	100 0000%	31-Aug-2010	\$2,933 46	\$2,933 46	\$0 00
ID 998622MG4 SAINTE, JR, STEVEN L., Ticker 998622CB9 Asset 310,000		998622CB9 998622CB9	1.290%	7,833 2900	100 0000%	31-Aug-2010	\$7,833 29	\$7,833 29	\$0 00
ID 998622CB9 SCIASCIA, TIMOTHY, \$20,000 NOTE Ticker 998662SS7 Asset		998662SS7 998662SS7	2.799%	17,000 0300	100 0000%	31-Aug-2010	\$17,000 03	\$17,000 03	\$0 00
ID 998662SS7 THIBAULT, ADAM B, Ticker 998622AT1 Asset		998622AT1 998622AT1	1.647%	10,000 0000	100 0000%	29-Sep-2010	\$10,000 00	\$10,000 00	\$0 00
ID 998622AT1 THIBAULT, ADAM B, Ticker 998622AT2 Asset		998622AT2 998622AT2	1.647%	10,000 0000	100 0000%	17-Oct-2011	\$10,000 00	\$10,000 00	\$0 00
ID 998622AT2 THIBAULT, ADAM B, Ticker 998622CC2 Asset		998622CC2 998622CC2	1.647%	10,000 0000	100 0000%	31-Aug-2010	\$10,000 00	\$10,000 00	\$0 00
ID 998622CC2 TRACY, HILLARY Ticker 998622HT1 Asset		998622HT1 998622HT1	1.647%	10,000 0000	100 0000%	17-Oct-2011	\$10,000 00	\$10,000 00	\$0 00
ID 998622HT1 TURESKY, RACHEL, \$10,000 00 NOTE Ticker 998622RT0 Asset		998622RT0 998622RT0	1.647%	10,000 0000	100 0000%	31-Aug-2010	\$10,000 00	\$10,000 00	\$0 00
ID 998622RT0 ULLRICH,		998622UV0	0.220%	1,333 1600	100 0000%	31-Aug-2010	\$1,333 16	\$1,333 16	\$0 00

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss	
VALERIE, \$10,000 NOTE Ticker 998622UV0 Asset ID 998622UV0		998622UV0								
VINCENT, CAITLIN, \$5,000.00 NOTE Ticker 998622CV0 Asset ID 998622CV0		998622CV0 998622CV0	0.398%	2,416.7700	100.0000%	31-Aug-2010	\$2,416.77	\$2,416.77	\$0.00	
WOODBERRY, KAREN, \$5,000 NOTE Ticker 998001BJ9 Asset ID 998001BJ9		998001BJ9 998001BJ9	0.082%	500.1800	100.0000%	31-Aug-2010	\$500.18	\$500.18	\$0.00	
WOODBERRY, KRISTIN A, \$10,000 NOTE Ticker 998622CD7 Asset ID 998622CD7		998622CD7 998622CD7	0.922%	5,599.9200	100.0000%	31-Aug-2010	\$5,599.92	\$5,599.92	\$0.00	
ZUNIGA, JULIE ANNE, Ticker 998622CC3 Asset ID 998622CC3		998622CC3 998622CC3	1.647%	10,000.0000	100.0000%	31-Aug-2010	\$10,000.00	\$10,000.00	\$0.00	
Subtotal			99.846%					\$606,320.04	\$606,320.04	\$0.00

TOTAL
 ORIGINAL
 AMOUNT
 \$920,000

THE PATTONY FOUNDATION

Educational Loan Application for School Year 2012-2013

The Pattony Foundation provides interest-free loans to help students finance their education. Loans range in amounts from \$1,000 to \$10,000. The Foundation makes interest-free loans rather than outright grants because it believes that it is important for students to invest in their own education.

Selection Criteria

In order to qualify as an applicant, you must meet the following criteria:

- Have graduated or be about to graduate from a high school or college located in New England (i.e., the states of Connecticut, Maine, Massachusetts, New Hampshire, Rhode Island, or Vermont).
- Be enrolled or enrolling in an accredited post-secondary institution.
- Demonstrate, in order of most to least important, the following: financial need; character, motivation and leadership skills; and academic promise.
- Complete and submit this application with the required attachments, prior to the deadline listed below.

In order to receive the interest-free loan, if selected:

- Dependent students: you and your parents will be required to sign a promissory note agreeing to repay the loan (without interest).
- Independent students: you will be required to sign a promissory note agreeing to repay the loan (without interest).

The terms of the loan (e.g., length of time to repay, frequency and amount of payments, etc.) will depend on your particular circumstances. Those terms will be determined in consultation with you at the time of your selection.

* Applicants who have qualified and received interest-free loan(s) from the Foundation in prior year(s) may be eligible to apply for additional loans in succeeding year(s) *

Deadline

Your completed application and attachments must arrive in one envelope at the address listed below no later than May 31, 2012. Applicants selected to receive a loan will be notified on or about July 29, 2012.

Mail three (3) copies of the completed application together with three (3) copies of the required attachments in one envelope to:

The Pattony Foundation
c/o William A. Lowell
Choate, Hall & Stewart LLP
Two International Place
Boston, Massachusetts 02110

Please contact Eileen Vincent at (617) 248-4868 if you have any questions concerning the application or submission process.

THE PATTONY FOUNDATION
CHECK LIST OF REQUIREMENTS FOR SUBMITTING
STUDENT LOAN APPLICATION

This check list is intended only as a "check list" and has been included to assist in keeping track of the application requirements which need to be completed.

- 1. **Application filled in completely**
 - Background Information** (Section A)
 - Financial Aid Information** (Section B)
 - Leadership and Personal Qualities** (Section C)
 - Academic Information** (Section D)
 - Additional Information** (Section E)
 - Certification and Signatures** (Section F)
- 2. **Acceptance Letter** (Section A) *
- 3. **Character Reference** (Section A) *
- 4. **Financial Award Letter and/or SAR** (Section B1)
- 5. **School Literature** (Section B2) *
- 6. **Form 4506-T – Request for Transcript of Tax Return** (Section B4 or B5)
- 7. **Resume of Activities** (Section C1)
- 8. **Essay** (Section C2)
- 9. **Scholastic Reference Letter** (Section C3)
- 10. **Official Transcript** (Section D1)

Loans are made to the **student applicant only** (not the parents, the school or outside agencies).

It is important that you follow these instructions carefully - your ability to follow these instructions is a factor taken into consideration by the Foundation Trustees when selecting loan recipients.

The application form **MUST BE FILLED IN COMPLETELY** by **the student applying for the loan** with all the requested information. If a particular question or section is not applicable to you, indicate either "*Not Applicable*", "*No*" or "*None*".

Recipients must notify the Foundation if any of the following changes have occurred: change of graduation date; change of school; change of major; change of address or change of telephone number.

(*) Students who have previously received funds from the Foundation **DO NOT** need to complete these sections

THE PATTONY FOUNDATION EDUCATIONAL LOAN APPLICATION

Please type or print legibly in black or blue ink.

A. Background Information

Name: _____

Social Security No.: _____

Birth Date: _____

Permanent Address: _____

Telephone: _____

E-mail: _____

Please provide the address and phone number for the best place to contact you, if different from above:

Address: _____

Telephone: _____

High School

Graduated: Yes/No (circle one)

If yes, date of graduation: _____ If no, expected date of graduation: _____

Name, City and State of High School: _____

Post-Secondary Institution, if applicable

Graduated: Yes/No (circle one)

If yes, date of graduation: _____ If no, expected date of graduation: _____

Name, City and State of Institution: _____

Post-Secondary or Graduate Institution, for Loan Request

Name, City and State of Institution: _____

Loan Amount Requested: \$ _____, Not to exceed \$10,000.
(The Foundation reserves the right to award less than the amount you request.)

Enrollment Status:

In Fall 2012,

I am: Accepted/Enrolled/Awaiting a Decision (*circle one*)

If applicable, attach copy of Acceptance Letter

I will be a: Freshman/Sophomore/Junior/Senior/Graduate Student (*circle one*)
Full-time/Part-time (*circle one*)

My expected graduation date is: _____

My intended field of study and degree are: _____

My housing status is: On Campus/Off Campus/Home with Family (*circle one*)

Character Reference:

Attach a reference letter from someone who will know your address after graduation. (Personal friends, neighbors, employers, clergy, etc.)

** Immediate family and persons from the academic field may not be used **

B. Financial Aid Information

(1) **Financial Aid:**

If you have **NOT** applied for financial aid, check this box

If you **HAVE** applied for financial aid, please attach the following documents:

- Copy of the financial aid award letter from the college or institution of higher education you will be attending (if you are undecided, please send award letters from your top two choices)
- Copy of your final Student Aid Report (SAR);
"Information Acknowledgement 2012-2013 Student Aid Report Federal Student Aid Programs"

(2) **Budget (Attach Official School Brochure or Letter Showing Costs of Tuition, Room & Board, Etc)**

Budget for Academic Year

Tuition/Fees	\$ _____
Room/Board	\$ _____
Books	\$ _____
Travel	\$ _____
Other	\$ _____
Total	\$ _____

Your Resources for Academic Year

Given by Family	\$ _____
Your Own Resources	\$ _____
Wages (if any)	\$ _____
Scholarships (if any)	\$ _____
Other Loans (if any)	\$ _____
Total	\$ _____

(3) Educational Indebtedness:

Total student loans owed to date - please list sources, interest rate and repayment terms. Include any previous loans from this Foundation. Estimate your total debt upon completion of your studies/graduation.

(4) Financial Resources – Dependent Student:

Parental Information:

Complete this question using information from the most recent U.S. Income Tax Return.
(A completed Form 4506-T – Request for Transcript of Tax Return must also be included)

Father - Name and Occupation: _____

Mother - Name and Occupation: _____

Adjusted Gross Income: \$ _____ (Amount from Father \$ _____)
(Amount from Mother\$ _____)

Number of Family Members _____ Number of Dependents _____

List all family members supported at least half-time by parents, not including student applicant.

Name/age	School/tuition	Relationship to Applicant

(5) Financial Resources - Independent Student:

Complete this question about you and your spouse (if applicable) using information from your most recent U.S. Income Tax Return.

(A completed Form 4506-T - Request for Transcript of Tax Return must also be included)

Adjusted Gross Income: \$ _____ (Amount from Student \$ _____)
(Amount from Spouse \$ _____)

List all family members that you support at least half-time, not including yourself.

Name/age	School/tuition	Relationship to Applicant
Name/age	School/tuition	Relationship to Applicant
Name/age	School/tuition	Relationship to Applicant

(6) Special Circumstances

- Do you have any unusual personal, financial, or family circumstances that warrant special attention? Please be specific.

C. Leadership And Personal Qualities

(1) Resume/Activities: Please attach a resume or list of activities that you participate in including positions held, dates of participation, estimated time spent on each activity and any special honors received.

(2) Essay:

If you are going to be a college freshman in the fall –

Submit an essay describing your educational goals, why you selected a particular college, efforts you have made to finance your education, and general information about yourself.

If you are a first-time applicant and you are already enrolled in college or graduate school or you will be attending graduate school in the fall –

Submit **one** of the following:

- either an essay describing your educational goals, why you selected a particular college, efforts you have made to finance your education, and general information about yourself.
- or answer the following questions (no more than 500 words): If you had no external pressures (i.e., no need to make money, no need to live in any particular place, etc.), what career would you choose? why?

If you have previously received a loan from the Pattony Foundation –

Submit an essay of no more than 300 words and describe what the funding you have received has meant to you and your family.

(3) Optional:

Submit a letter of recommendation that addresses your leadership skills and potential. You may submit the letter directly or have the person writing the recommendation send it directly to the Pattony Foundation.

D. Academic Information

(1) Submit an official copy of your most recent transcript; high school, college, or graduate school.

E. Additional Information

(1) Will you be the first person in your family to pursue a post-secondary education?

Yes No

(2) How did you hear about the interest-free loans from the Pattony Foundation?

F. CERTIFICATION AND SIGNATURES

I (we) certify that the information on this form is true and complete to the best of my (our) knowledge. I (we) shall provide on request any information required to verify statements made in this application. I (we) realize that if I (we) do not comply with requests for information, eligibility for loans will be lost. I (we) further agree that, if the Pattony Foundation selects me to receive an interest-free loan, I (we) will execute a promissory note to repay the loan.

Signature of Applicant

Date

Signature of Applicant's Mother, if applicant is a dependent

Date

Signature of Applicant's Father, if applicant is a dependent

Date

Mail three (3) copies of the completed application together with three (3) copies of the required attachments in one envelope to:

The Pattony Foundation
c/o William A. Lowell
Choate, Hall & Stewart LLP
Two International Place
Boston, Massachusetts 02110

Your envelope must arrive no later than May 31, 2012

*Please do not staple the application or attachments, and include your name
on all materials submitted*

Application for Extension of Time To File an
Exempt Organization ReturnOMB NO. 1545-1709
Office Copy

► File a separate application for each return.

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

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

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

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

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

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

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions PATTONY FOUNDATION	Employer identification number (EIN) or <input checked="" type="checkbox"/> 04-3577440
	Number, street, and room or suite no. If a P O box, see instructions. CHOATE LLP PO BOX 961019	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BOSTON, MA 02196	

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

0 4

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

CHOATE HALL & STEWART LLP

- The books are in the care of ► TWO INTERNATIONAL PLACE - BOSTON, MA 02110
Telephone No ► (617) 248-4760 FAX No ► (617) 502-4760
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ► If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until

FEBRUARY 15, 2013, to file the exempt organization return for the organization named above. The extension

is for the organization's return for

► calendar year or► tax year beginning JUL 1, 2011, and ending JUN 30, 20122 If the tax year entered in line 1 is for less than 12 months, check reason Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$ 8,700.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$ 1,700.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 7,000.

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

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

Form 8868 (Rev 1-2012)

123841
01-04-12

RJ/11/8/12