



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

2011

Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2011, or tax year beginning 10/01, 2011, and ending 9/30, 2012

JAMES W. O'BRIEN FOUNDATION, INC.
C/O MCINNIS LAW OFFICES
807 TURNPIKE STREET
NORTH ANDOVER, MA 01845-6131

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) **\$ 16,999,956.** J Accounting method: Cash Accrual
 Other (specify) (Part I, column (d) must be on cash basis.)

| | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---------------------------------|--|------------------------------------|---------------------------|-------------------------|---|
| R E V E N U E | 1 Contributions, gifts, grants, etc, received (att sch) | | | | |
| | 2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B | | | | |
| | 3 Interest on savings and temporary cash investments | 99,169. | 99,169. | 99,169. | |
| | 4 Dividends and interest from securities | 380,373. | 380,373. | 380,373. | |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain/(loss) from sale of assets not on line 10 | 197,425. | | | |
| | b Gross sales price for all assets on line 6a | 4,478,450. | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 197,425. | | |
| | 8 Net short-term capital gain | | | 135,323. | |
| | 9 Income modifications | | | | |
| | 10a Gross sales less returns and allowances | | | | |
| | b Less Cost of goods sold | | | | |
| | c Gross profit/(loss) (att sch) | | | | |
| | 11 Other income (attach schedule) | | | | |
| | SEE STATEMENT 1 | 3,519. | 3,519. | | |
| | 12 Total. Add lines 1 through 11 | 680,486. | 680,486. | 614,865. | 37,960. |
| | 13 Compensation of officers, directors, trustees, etc. | 37,960. | | | |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | | | | |
| | 16a Legal fees (attach schedule) | SEE ST 2 | 7,077. | 2,123. | 4,954. |
| | b Accounting fees (attach sch) | SEE ST 3 | 19,110. | 13,377. | 5,733. |
| | c Other prof fees (attach sch) | SEE ST 4 | 140,372. | 104,372. | 36,000. |
| | 17 Interest | | | | |
| | 18 Taxes (attach schedule, see instrs) | SEE STM 5 | 13,943. | 2,772. | |
| | 19 Depreciation (attach sch) and depletion | | | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | | | | |
| | 22 Printing and publications | | | | |
| | 23 Other expenses (attach schedule) | | | | |
| | SEE STATEMENT 6 | 2,652. | | | |
| | 24 Total operating and administrative expenses. Add lines 13 through 23 | | 221,114. | 122,644. | 84,647. |
| | 25 Contributions, gifts, grants paid PART XV | | 495,932. | | 495,932. |
| | 26 Total expenses and disbursements. Add lines 24 and 25 | | 717,046. | 122,644. | 0. |
| | 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements | | -36,560. | | |
| | b Net investment income (if negative, enter -0-) | | | 557,842. | |
| | c Adjusted net income (if negative, enter -0-) | | | | 614,865. |

| Part II Balance Sheets | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.) | Beginning of year | End of year | |
|--------------------------------------|--|-------------------|----------------|-----------------------|
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| ASSETS | | | | |
| 1 | Cash – non-interest-bearing | 13,801. | 48,822. | 48,822. |
| 2 | Savings and temporary cash investments | 1,558,079. | 1,882,864. | 1,882,864. |
| 3 | Accounts receivable | | | |
| | Less: allowance for doubtful accounts | | | |
| 4 | Pledges receivable | | | |
| | Less: allowance for doubtful accounts | | | |
| 5 | Grants receivable | | | |
| 6 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) | | | |
| 7 | Other notes and loans receivable (attach sch) | | | |
| | Less allowance for doubtful accounts | | | |
| 8 | Inventories for sale or use | | | |
| 9 | Prepaid expenses and deferred charges | 7,169. | | |
| 10a | Investments – U S and state government obligations (attach schedule) | 203,102. | | |
| b | Investments – corporate stock (attach schedule) | 10,778,606. | 12,831,394. | 12,831,394. |
| c | Investments – corporate bonds (attach schedule) | 2,300,559. | 2,234,021. | 2,234,021. |
| 11 | Investments – land, buildings, and equipment basis | | | |
| | Less. accumulated depreciation (attach schedule) | | | |
| 12 | Investments – mortgage loans | | | |
| 13 | Investments – other (attach schedule) | -16,643. | -23,092. | -23,092. |
| 14 | Land, buildings, and equipment basis | | | |
| | Less accumulated depreciation (attach schedule) | | | |
| 15 | Other assets (describe ► SEE STATEMENT 7) | 32,514. | 25,947. | 25,947. |
| 16 | Total assets (to be completed by all filers – see the instructions Also, see page 1, item I) | 14,877,187. | 16,999,956. | 16,999,956. |
| LIABILITIES | | | | |
| 17 | Accounts payable and accrued expenses | 32,238. | 30,988. | |
| 18 | Grants payable | 389,248. | 389,248. | |
| 19 | Deferred revenue | | | |
| 20 | Loans from officers, directors, trustees, & other disqualified persons | | | |
| 21 | Mortgages and other notes payable (attach schedule) | | | |
| 22 | Other liabilities (describe ► SEE STATEMENT 8) | 4,197. | 27,106. | |
| 23 | Total liabilities (add lines 17 through 22) | 425,683. | 447,342. | |
| FUND ASSETS | Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ► <input checked="" type="checkbox"/> | | | |
| 24 | Unrestricted | 14,451,504. | 16,552,614. | |
| 25 | Temporarily restricted | | | |
| 26 | Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input type="checkbox"/> | | | |
| 27 | Capital stock, trust principal, or current funds | | | |
| 28 | Paid-in or capital surplus, or land, building, and equipment fund | | | |
| 29 | Retained earnings, accumulated income, endowment, or other funds | | | |
| 30 | Total net assets or fund balances (see instructions) | 14,451,504. | 16,552,614. | |
| 31 | Total liabilities and net assets/fund balances (see instructions) | 14,877,187. | 16,999,956. | |

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 | 14,451,504. |
| 2 | Enter amount from Part I, line 27a | 2 | -36,560. |
| 3 | Other increases not included in line 2 (itemize) ► SEE STATEMENT 9 | 3 | 2,166,504. |
| 4 | Add lines 1, 2, and 3 | 4 | 16,581,448. |
| 5 | Decreases not included in line 2 (itemize) ► SEE STATEMENT 10 | 5 | 28,834. |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30 | 6 | 16,552,614. |

Part IV | Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company) | | | (b) How acquired P — Purchase D — Donation | (c) Date acquired (month, day, year) | (d) Date sold (month, day, year) |
|--|--|---|---|--|-------------------------------------|
| 1a SEE ATTACHED - SECURITY SALES (ST) | | | P | VARIOUS | VARIOUS |
| b SEE ATTACHED - SECURITY SALES (LT) | | | P | VARIOUS | VARIOUS |
| c SEE ATTACHED SCHED - SECURITY SALES (ST) | | | P | VARIOUS | VARIOUS |
| 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 751,049. | | | 761,436. | -10,387. | |
| b 3,581,691. | | | 3,519,589. | 62,102. | |
| c 145,710. | | | | 145,710. | |
| d | | | | | |
| e | | | | | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (i) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h)) | | |
| (i) Fair Market Value as of 12/31/69 | | (j) Adjusted basis as of 12/31/69 | | | |
| a | | | | -10,387. | |
| b | | | | 62,102. | |
| c | | | | 145,710. | |
| 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 | 197,425. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) | | If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 | | 3 | 135,323. |

Part V | Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (column (b) divided by column (c)) |
|---|--|---|---|
| 2010 | 1,002,005. | 16,077,336. | 0.062324 |
| 2009 | 957,726. | 15,383,988. | 0.062255 |
| 2008 | 1,050,034. | 14,261,741. | 0.073626 |
| 2007 | 1,018,115. | 17,993,776. | 0.056582 |
| 2006 | 952,109. | 19,111,180. | 0.049819 |

| | | |
|--|---|-------------|
| 2 Total of line 1, column (d) | 2 | 0.304606 |
| 3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years | 3 | 0.060921 |
| 4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 | 4 | 16,077,455. |
| 5 Multiply line 4 by line 3 | 5 | 979,455. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 5,578. |
| 7 Add lines 5 and 6 | 7 | 985,033. |
| 8 Enter qualifying distributions from Part XII, line 4 | 8 | 684,951. |

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

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

| | |
|---|-------------|
| 1 a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1 | |
| Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs) | |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b | 1 11,157. |
| c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b) | |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) | 2 0. |
| 3 Add lines 1 and 2 | 3 11,157. |
| 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 11,157. |
| 6 Credits/Payments | |
| a 2011 estimated tax pmts and 2010 overpayment credited to 2011 | 6a 7,640. |
| b Exempt foreign organizations – tax withheld at source | 6b |
| c Tax paid with application for extension of time to file (Form 8868) | 6c |
| d Backup withholding erroneously withheld | 6d |
| 7 Total credits and payments Add lines 6a through 6d | 7 7,640. |
| 8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached | 8 |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | 9 3,517. |
| 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | 10 |
| 11 Enter the amount of line 10 to be Credited to 2012 estimated tax ► | 11 Refunded |

Part VII-A Statements Regarding Activities

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

| | Yes | No |
|----|-----|----|
| 1a | X | |

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

| | |
|----|---|
| 1b | X |
|----|---|

If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

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

| | |
|----|---|
| 1c | X |
|----|---|

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

| | |
|-------------------------------|------------------------------------|
| (1) On the foundation ► \$ 0. | (2) On foundation managers ► \$ 0. |
|-------------------------------|------------------------------------|

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

| | |
|---|---|
| 2 | X |
|---|---|

If 'Yes,' attach a detailed description of the activities

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes

| | |
|---|---|
| 3 | X |
|---|---|

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

| | |
|----|---|
| 4a | X |
|----|---|

b If 'Yes,' has it filed a tax return on Form 990-T for this year?

| | |
|----|-----|
| 4b | N/A |
|----|-----|

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

| | |
|---|---|
| 5 | X |
|---|---|

If 'Yes,' attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either.

| | |
|---|---|
| 6 | X |
|---|---|

• By language in the governing instrument, or

| | |
|---|---|
| 7 | X |
|---|---|

• 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?

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

| | |
|----|--|
| 8a | |
|----|--|

MA

| | |
|----|---|
| 8b | X |
|----|---|

b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation

| | |
|---|---|
| 9 | X |
|---|---|

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If 'Yes,' complete Part XIV

| | |
|----|---|
| 10 | X |
|----|---|

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

Part VII-A Statements Regarding Activities (continued)

| | |
|--|----------------|
| 11 | X |
| 12 | X |
| 13 | X |
| 14 | Telephone no ► |
| Located at ► | ZIP + 4 ► |
| 15 | N/A ► |
| 16 | Yes X |
| See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If 'Yes,' enter the name of the foreign country ► | |

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

| | Yes | No |
|--|------------------------------|--|
| 1a During the year did the foundation (either directly or indirectly) | | |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? | <input 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)? | 1b | N/A |
| Organizations relying on a current notice regarding disaster assistance check here ► | | |
| c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? | 1c | X |
| 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) | | |
| a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ | | |
| b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement – see instructions) | 2b | N/A |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__ | | |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? | <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) | 3b | N/A |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | X |
| b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011? | 4b | X |

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

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

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

(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)? (see instructions)

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

5b N/A

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

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A Yes No

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

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

 Yes No

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

If 'Yes' to 6b, file Form 8870

6b X

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

 Yes No

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII | Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|---|---|---|---------------------------------------|
| SEE STATEMENT 11 | | 37,960. | 0. | 0. |
| ----- | | | | |
| ----- | | | | |
| ----- | | | | |
| ----- | | | | |
| ----- | | | | |

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

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

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

► 0

BAA

TEEA0306L 12/05/11

Form 990-PF (2011)

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

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

Part IX-A Summary of Direct Charitable Activities

| List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc | | Expenses |
|---|------------|----------|
| 1 | <u>N/A</u> | |
| 2 | | |
| 3 | | |
| 4 | | |

Part IX-B Summary of Program-Related Investments (see instructions)

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | | Amount |
|--|-----|--------|
| 1 | N/A | |
| 2 | | |

All other program-related investments See instructions.

Total. Add lines 1 through 3 ► 0.

Total. Add lines 1 through 3

Form 990-PF (2011)

BAA

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

| | |
|--|----------------|
| 1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes: | |
| a Average monthly fair market value of securities | 1a 14,260,103. |
| b Average of monthly cash balances | 1b 2,062,186. |
| c Fair market value of all other assets (see instructions) | 1c |
| d Total (add lines 1a, b, and c) | 1d 16,322,289. |
| e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e 0. |
| 2 Acquisition indebtedness applicable to line 1 assets | 2 0. |
| 3 Subtract line 2 from line 1d | 3 16,322,289. |
| 4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions) | 4 244,834. |
| 5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4 | 5 16,077,455. |
| 6 Minimum investment return. Enter 5% of line 5 | 6 803,873. |

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part.)

| | |
|---|------------|
| 1 Minimum investment return from Part X, line 6 | 1 803,873. |
| 2a Tax on investment income for 2011 from Part VI, line 5 | 2a 11,157. |
| b Income tax for 2011 (This does not include the tax from Part VI) | 2b |
| c Add lines 2a and 2b | 2c 11,157. |
| 3 Distributable amount before adjustments Subtract line 2c from line 1 | 3 792,716. |
| 4 Recoveries of amounts treated as qualifying distributions | 4 |
| 5 Add lines 3 and 4 | 5 792,716. |
| 6 Deduction from distributable amount (see instructions) | 6 |
| 7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1 | 7 792,716. |

Part XII Qualifying Distributions (see instructions)

| | |
|--|-------------|
| 1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes | |
| a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26 | 1a 580,579. |
| 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 | 2 104,372. |
| 3 Amounts set aside for specific charitable projects that satisfy the. | |
| a Suitability test (prior IRS approval required) | 3a |
| b Cash distribution test (attach the required schedule) | 3b |
| 4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 | 4 684,951. |
| 5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions) | 5 |
| 6 Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 684,951. |

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 | | | | 792,716. |
| 2 Undistributed income, if any, as of the end of 2011: | | | 0. | |
| a Enter amount for 2010 only | | 0. | | |
| b Total for prior years 20____, 20____, 20____ | | | | |
| 3 Excess distributions carryover, if any, to 2011: | | | | |
| a From 2006 | | | | |
| b From 2007 | | | | |
| c From 2008 300,806. | | | | |
| d From 2009 195,377. | | | | |
| e From 2010 213,398. | | | | |
| f Total of lines 3a through e 709,581. | | | | |
| 4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 684,951. | | | 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) 0. | | | | |
| d Applied to 2011 distributable amount 684,951. | | | | |
| 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)) 107,765. | | | | 107,765. |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 601,816. | | | | |
| b Prior years' undistributed income Subtract line 4b from line 2b 0. | | | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed 0. | | | | |
| d Subtract line 6c from line 6b Taxable amount – see instructions 0. | | | | |
| e Undistributed income for 2010 Subtract line 4a from line 2a. Taxable amount – see instructions 0. | | | | |
| f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012 0. | | | | 0. |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) 0. | | | | |
| 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) 0. | | | | |
| 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 601,816. | | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2007 193,041. | | | | |
| b Excess from 2008 195,377. | | | | |
| c Excess from 2009 213,398. | | | | |
| e Excess from 2011 | | | | |

BAA

Form 990-PF (2011)

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

N/A

| | | | | |
|---|---|--|-------------------------------------|--|
| 1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling | ► | | | |
| b Check box to indicate whether the foundation is a private operating foundation described in section | <input type="checkbox"/> 4942(j)(3) or | | <input type="checkbox"/> 4942(j)(5) | |
| 2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed | (a) 2011 (b) 2010 (c) 2009 (d) 2008 (e) Total | | | |
| b 85% of line 2a | | | | |
| c Qualifying distributions from Part XII, line 4 for each year listed | | | | |
| d Amounts included in line 2c not used directly for active conduct of exempt activities | | | | |
| e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c | | | | |
| 3 Complete 3a, b, or c for the alternative test relied upon | | | | |
| a 'Assets' alternative test – enter. | | | | |
| (1) Value of all assets | | | | |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i) | | | | |
| b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed | | | | |
| c 'Support' alternative test – enter | | | | |
| (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) | | | | |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) | | | | |
| (3) Largest amount of support from an exempt organization | | | | |
| (4) Gross investment income | | | | |

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
NONE

NONE

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

NONE

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

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

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

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

6 Any submission deadlines

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

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

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|---|---------------|
| <i>a Paid during the year</i> VARIOUS ORGANIZATIONS PLEASE SEE ATTACHED | | | VARIOUS DONATIONS TO CHARITABLE ORGANIZATIONS | 495,932. |
| Total | | | | ► 3a 495,932. |
| <i>b Approved for future payment</i> | | | | |
| Total | | | | ► 3b |

Part XVI-A Analysis of Income-Producing Activities

| | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (See instructions) |
|---|---------------------------|---------------|--------------------------------------|---------------|---|
| | (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 | 99,169. | |
| 4 Dividends and interest from securities | | | 14 | 380,373. | |
| 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 | | | 18 | 3,519. | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | 197,425. | |
| 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) | | | | 680,486. | |
| 13 Total. Add line 12, columns (b), (d), and (e) | | | | | 680,486. |
| (See worksheet in line 13 instructions to verify calculations) | | | | | |

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

| Line No. ▼ | Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions) |
|---------------|--|
| N/A | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |

2011

FEDERAL STATEMENTS
JAMES W. O'BRIEN FOUNDATION, INC.
C/O MCINNIS LAW OFFICES

PAGE 1

04-3528495

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

| | (A) REVENUE PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME |
|-------------------------|-----------------------------|---------------------------------|-------------------------------|
| OTHER INVESTMENT INCOME | \$ 3,519. | 3,519. | |
| TOTAL | <u>\$ 3,519.</u> | <u>\$ 3,519.</u> | 0. |

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

| | (A) EXPENSES PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| LEGAL FEES | \$ 7,077. | \$ 2,123. | | \$ 4,954. |
| TOTAL | <u>\$ 7,077.</u> | <u>\$ 2,123.</u> | <u>\$ 0.</u> | <u>\$ 4,954.</u> |

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

| | (A) EXPENSES PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|-----------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| ACCOUNTANT FEES | \$ 19,110. | \$ 13,377. | | \$ 5,733. |
| TOTAL | <u>\$ 19,110.</u> | <u>\$ 13,377.</u> | <u>\$ 0.</u> | <u>\$ 5,733.</u> |

STATEMENT 4
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

| | (A) EXPENSES PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---------------------------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| CONSULTING EXPENSE INVESTMENT FEES | \$ 36,000. | | | \$ 36,000. |
| | 104,372. | \$ 104,372. | | |
| TOTAL | <u>\$ 140,372.</u> | <u>\$ 104,372.</u> | <u>\$ 0.</u> | <u>\$ 36,000.</u> |

2011**FEDERAL STATEMENTS**
JAMES W. O'BRIEN FOUNDATION, INC.
C/O MCINNIS LAW OFFICES**PAGE 2****04-3528495****STATEMENT 5**
FORM 990-PF, PART I, LINE 18
TAXES

| | (A) EXPENSES PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---------------|------------------------------|------------------------------------|-------------------------------|-------------------------------|
| FEDERAL TAXES | \$ 11,171. | | | |
| FOREIGN TAXES | 2,772. | \$ 2,772. | | |
| TOTAL | \$ 13,943. | \$ 2,772. | \$ 0. | \$ 0. |

STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

| | (A) EXPENSES PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|-------------------|------------------------------|------------------------------------|-------------------------------|-------------------------------|
| ANNUAL REPORT FEE | \$ 144. | | | |
| BANK CHARGES | 211. | | | |
| DUES | 695. | | | |
| OFFICE EXPENSE | 102. | | | |
| POSTAGE | 1,500. | | | |
| TOTAL | \$ 2,652. | \$ 0. | \$ 0. | \$ 0. |

STATEMENT 7
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

| | BOOK VALUE | FAIR MARKET VALUE |
|-----------------------------|-------------------|----------------------|
| ACCRUED INTEREST RECEIVABLE | \$ 25,947. | \$ 25,947. |
| TOTAL | \$ 25,947. | \$ 25,947. |

STATEMENT 8
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

| | |
|-----------------------------|-------------------|
| DEFERRED EXCISE TAX PAYABLE | \$ 21,665. |
| FEDERAL INCOME TAX | 5,441. |
| TOTAL | \$ 27,106. |

2011**FEDERAL STATEMENTS**
JAMES W. O'BRIEN FOUNDATION, INC.
C/O MCINNIS LAW OFFICES**PAGE 3**

04-3528495

STATEMENT 9
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

UNREALIZED GAINS ON SALE OF SECURITY

TOTAL \$ 2,166,504.
TOTAL \$ 2,166,504.**STATEMENT 10**
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

DEFERRED INCOME TAX

TOTAL \$ 28,834.
TOTAL \$ 28,834.**STATEMENT 11**
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

| NAME AND ADDRESS | TITLE AND AVERAGE HOURS PER WEEK DEVOTED | COMPEN- SATION | CONTRI- BUTION TO EBP & DC | EXPENSE ACCOUNT/ OTHER |
|--|--|-------------------|----------------------------------|------------------------------|
| JAMES J MCINNIS 807 TURNPIKE STREET NORTH ANDOVER, MA 01845 | TRUSTEE 10.00 | \$ 21,960. | \$ 0. | \$ 0. |
| THOMAS STRANGIE 21 THOMPSON LANE LYNN, MA 01904 | TRUSTEE 1.00 | 4,000. | 0. | 0. |
| CARL DIMAITI ST. MARY HIGH SCHOOL LYNN, MA 01802 | TRUSTEE 1.00 | 4,000. | 0. | 0. |
| MARYBETH MCINNIS 807 TURNPIKE STREET NORTH ANDOVER, MA 01845 | TRUSTEE 2.00 | 4,000. | 0. | 0. |
| CHRISTOPHER HOPEY 11 HOLLYHOCK AVENUE NASHUA, NH 03062 | TRUSTEE 1.00 | 4,000. | 0. | 0. |
| | | TOTAL \$ 37,960. | \$ 0. | \$ 0. |

Federal Statement
James O'Brien Foundation, Inc.
c/o McInnis Law Offices
04-3528495
Part XV, Line 3A
30-Sep-12
AWARDS

| Award Recipient | Address | Foundation Status | Purpose of Grant | Amount |
|-----------------------------------|-------------------|--------------------------|-------------------------|---------------|
| Agganis Foundation | Lynn, MA | Public | Scholarships | 500 |
| Autism Speaks | Lynn, MA | Public | Autism Treatmt | 200 |
| Bellisini Academy | Lawrence, MA | Public | Capital/Fund | 11,000 |
| Bishop Fenwick High School | Peabody, MA | Public | Education | 500 |
| Bishop Guertin High School | Nashua, NH | Public | Education | 500 |
| Boston College High School | Boston, MA | Public | Scholarships | 25,000 |
| Boys and Girls Club of Lynn | Lynn, MA | Public | Community | 800 |
| Catholic Schools Foundation | Boston, MA | Public | Education | 1,000 |
| Central Catholic High School | Lawrence, MA | Public | Scholarships | 15,000 |
| Copperfield Fund | MA | Public | Community | 100 |
| Dana Farber Jimmy Fund Walk | Boston, MA | Public | Cancer Research | 1,250 |
| Discalced Carmelite Monastery | Barrington, RI | Public | Aid Needy | 3,600 |
| Girls, Inc of Lynn | Lynn, MA | Public | Community | 30,000 |
| Friends of N.A.Wrestling | North Andover, MA | Public | Community | 1,500 |
| Friends of Medford Public Library | Medford, MA | Public | Community | 500 |
| Greater Lynn Babe Ruth | Lynn, MA | Public | Community | 1,000 |
| Harold Vitale Memorial Fund | Danvers, MA | Public | Scholarships | 500 |
| JTT Scholarship | Salem, MA | Public | Scholarships | 500 |
| LEHS ROTC | Lynn, MA | Public | Education | 1,000 |
| LHAND Scholarship Fund | Lynn, MA | Public | Scholarships | 1,000 |
| Lynn English High School | Lynn, MA | Public | Scholarships | 79,400 |
| Marian High School | Marian, MA | Public | Annual appeal | 250 |
| Mass Coalition for the Homeless | Boston, MA | Public | Aid homeless | 25,000 |
| Merrimack College | North Andover, MA | Public | Scholarships | 123,607 |
| Notre Dame High School | Lawrence, MA | Public | Capital campaign | 20,000 |
| Pike School | Andover, MA | Public | Scholarships | 4,000 |
| Patrick Reddy Scholarship Fund | Lynn, MA | Public | Scholarships | 1,000 |
| Presentation of Mary Academy | Hudson, NH | Public | Education | 5,000 |

James O'Brien Foundation-continued**Form 990PF 9-30-12****Awards**

| Award Recipient | Address | Foundation Status | Purpose of Grant | Amount |
|-------------------------------|----------------|--------------------------|-------------------------|----------------|
| Sacred Heart School | Lynn, MA | Public | Education | 1,000 |
| Salem State University | Salem, MA | Public | Education | 500 |
| Spartan Football Boosters | Lynn, MA | Public | Education | 200 |
| St. John's School | Beverly, MA | Public | Education | 175 |
| St. Mary's Food Pantry | Lynn, MA | Public | Feed Hungry | 12,000 |
| St. Mary's Golf Tournament | Lynn, MA | Public | Medical Research | 2,500 |
| St. Mary's Jr/Sr. High School | Lynn, MA | Public | Scholarships | 77,200 |
| St. Mary's Parish | Lynn, MA | Public | Aid Indigent | 900 |
| St. Pius School | Lynn, MA | Public | Education | 1,000 |
| St. Pius V | Lynn, MA | Public | Religious | 3,600 |
| St. Vincent De Paul | Orleans, MA | Public | Aid Indigent | 6,600 |
| Stevan Downey Golf Tournament | Weymouth, MA | Public | Cancer Research | 300 |
| Suffolk University Law School | Boston, MA | Public | Scholarships | 20,500 |
| The Augustinian Fund | MA | Public | Aid Indigent/Sick | 5,000 |
| The Franciscan Campaign 2012 | Boston, MA | Public | Religious | 500 |
| Villanova | Villanova, PA | Public | Education | 10,000 |
| Visitation House | Worcester, MA | Public | Medical | 250 |
| TOTAL AWARDS | | | | 495,932 |

James O'Brien Foundation Inc.

Capital Gains

10/01/11 through 09/30/12

10/30/12.

| Account | Security | Shares | Bought | Sold | Gross Proceeds | Cost Basis | Realized Gain/L |
|-------------------------|------------------------------|-----------|----------|----------|-------------------|-------------------|-------------------|
| SHORT TERM | | | | | | | |
| Debt Securities | Morgan Stanley Grp 6 6% | 1,500 000 | 01/09/12 | 04/02/12 | 150,000 00 | 151,650 00 | -1,650 00 |
| Equity Securities | BP Amoco | 500 000 | 09/19/11 | 11/21/11 | 20,999 60 | 20,000 00 | 999 60 |
| Equity Securities | Macys Inc | 1,000 000 | 05/02/11 | 11/21/11 | 29,999 42 | 25,919 90 | 4,079 52 |
| Equity Securities | Old Republic Intl Corp | 4,000 000 | 07/01/11 | 11/21/11 | 29,283 43 | 47,794 30 | -18,510 87 |
| Equity Securities | AMR | 3,000 000 | 12/30/10 | 12/07/11 | 3,149 94 | 23,277 00 | -20,127 06 |
| Equity Securities | AMR | 2,000 000 | 04/01/11 | 12/07/11 | 2,099 96 | 12,858 00 | -10,758 04 |
| Equity Securities | YUM Brands | 1,000 000 | 04/01/11 | 12/19/11 | 54,998 94 | 51,698 50 | 3,300 44 |
| Equity Securities | International Paper | 1,500 000 | 10/21/11 | 01/25/12 | 47,326 34 | 39,000 00 | 8,326 34 |
| Equity Securities | Amgen | 400 000 | 02/28/11 | 02/17/12 | 26,999 51 | 21,000 00 | 5,999 51 |
| Equity Securities | Macys Inc | 500.000 | 05/02/11 | 02/17/12 | 17,499 68 | 12,959 95 | 4,539 73 |
| Equity Securities | Encana | 1,000 000 | 12/01/11 | 03/19/12 | 19,999 64 | 19,009 83 | 989 81 |
| Equity Securities | YUM Brands | 500 000 | 04/01/11 | 03/19/12 | 32,499 42 | 25,849 25 | 6,650 17 |
| Equity Securities | YUM Brands | 500 000 | 08/31/11 | 03/19/12 | 32,499 42 | 27,249 25 | 5,250 17 |
| Equity Securities | Encana | 2,000 000 | 12/01/11 | 06/15/12 | 37,999 14 | 38,019 67 | -20 53 |
| Equity Securities | BP Amoco | 800 000 | 09/19/11 | 07/23/12 | 31,999 28 | 32,000 00 | -0 72 |
| Equity Securities | Noble Corp | 200 000 | 07/27/11 | 07/23/12 | 6,599 85 | 7,573 58 | -973 73 |
| Equity Securities | Wells Fargo | 1,000 000 | 03/01/12 | 07/23/12 | 32,999 26 | 31,479 00 | 1,520 26 |
| Equity Securities | Fifth Third Cap Tr V 7 25% | 1,000 000 | 12/29/11 | 08/15/12 | 25,000 00 | 25,252 77 | -252 77 |
| Equity Securities | Encana | 500 000 | 01/12/12 | 08/20/12 | 10,499 76 | 8,964 25 | 1,535 51 |
| Equity Securities | Encana | 500 000 | 02/08/12 | 08/20/12 | 10,499 76 | 9,768 38 | 731 38 |
| Equity Securities | Metlife | 2,000 000 | 01/26/12 | 08/20/12 | 65,998 52 | 67,858 00 | -1,859 48 |
| Equity Securities | Citigroup | 900 000 | 12/16/11 | 09/19/12 | 26,099 42 | 23,975 91 | 2,123 51 |
| Equity Securities | Freeport McMoran Copper & | 1,000 000 | 03/22/12 | 09/24/12 | 35,999 19 | 38,278 50 | -2,279 31 |
| TOTAL SHORT TERM | | | | | 751,049.48 | 761,436.04 | -10,386.56 |
| Part six Line 4A | | | | | | | |
| LONG TERM | | | | | | | |
| Debt Securities | Wachovia Corp 5 3% | 1,000 000 | 08/06/08 | 10/17/11 | 100,000 00 | 93,888 00 | 6,112 00 |
| Debt Securities | General Electric Cap Corp 5 | 1,000 000 | 04/20/10 | 11/15/11 | 100,000 00 | 102,210 00 | -2,210 00 |
| Debt Securities | General Electric Cap Corp 5 | 1,500 000 | 06/30/10 | 11/15/11 | 150,000 00 | 152,625 00 | -2,625 00 |
| Debt Securities | Prudential Finl Inc med term | 1,000 000 | 05/19/09 | 12/14/11 | 100,000 00 | 97,650 00 | 2,350 00 |
| Debt Securities | Prudential Finl Inc med term | 1,000 000 | 06/30/09 | 12/14/11 | 100,000 00 | 100,500 00 | -500 00 |
| Debt Securities | Verizon NJ Bonds 5 875% | 1,500 000 | 12/18/08 | 01/17/12 | 150,000 00 | 149,880 00 | 120 00 |
| Debt Securities | U S Treasury Note 4 75% | 2,000 000 | 02/21/07 | 01/31/12 | 200,000 00 | 200,506 00 | -506 00 |
| Debt Securities | Goldman Sachs Group Step | 1,000 000 | 12/09/10 | 03/22/12 | 100,000 00 | 98,750 00 | 1,250 00 |
| Debt Securities | Xerox Corp 5 5% | 1,000 000 | 06/01/07 | 05/15/12 | 100,000 00 | 98,703 00 | 1,297 00 |
| Debt Securities | Goldman Sachs Group Notes | 1,000 000 | 12/18/08 | 09/04/12 | 100,000 00 | 95,375 00 | 4,625 00 |
| Equity Securities | Abbott Laboratories | 500 000 | 08/12/03 | 10/24/11 | 26,249 50 | 18,530 96 | 7,718 54 |
| Equity Securities | Abbott Laboratories | 500 000 | 11/18/05 | 10/24/11 | 26,249 50 | 21,250 00 | 4,999 50 |
| Equity Securities | Amgen | 500 000 | 03/08/10 | 10/24/11 | 27,499 47 | 28,725 00 | -1,225 53 |
| Equity Securities | Amgen | 100 000 | 07/19/10 | 10/24/11 | 5,499 89 | 5,250 00 | 249 89 |
| Equity Securities | Costco | 300 000 | 07/29/09 | 10/24/11 | 24,749 52 | 14,843 07 | 9,906 45 |
| Equity Securities | Costco | 700 000 | 03/11/10 | 10/24/11 | 57,748 89 | 42,895 30 | 14,853 59 |
| Equity Securities | BP Amoco | 500 000 | 04/24/00 | 11/21/11 | 20,999 60 | 25,679 09 | -4,679 49 |
| Equity Securities | CISCO SYSTEMS INC | 1,000 000 | 02/24/06 | 11/21/11 | 17,999 65 | 19,759 20 | -1,759 55 |
| Equity Securities | CISCO SYSTEMS INC | 1,000 000 | 03/03/06 | 11/21/11 | 17,999 65 | 20,929 00 | -2,929 35 |
| Equity Securities | EMC Corp | 800 000 | 01/11/06 | 11/21/11 | 18,399 64 | 10,744 00 | 7,655 64 |
| Equity Securities | Intel | 1,000 000 | 04/01/05 | 11/21/11 | 23,999 53 | 23,268 00 | 731 53 |
| Equity Securities | Intel | 500 000 | 10/24/05 | 11/21/11 | 11,999 77 | 12,500 00 | -500 23 |
| Equity Securities | MARSH & MCLENNAN COM | 1,000 000 | 04/01/08 | 11/21/11 | 28,999 44 | 25,319 90 | 3,679 54 |
| Equity Securities | MARSH & MCLENNAN COM | 500 000 | 12/02/09 | 11/21/11 | 14,499 72 | 11,129 75 | 3,369 97 |
| Equity Securities | QUALCOMM INC | 500 000 | 12/21/09 | 11/21/11 | 27,499 47 | 22,794 50 | 4,704 97 |
| Equity Securities | Tyco Intl | 1,000 000 | 04/17/09 | 11/21/11 | 45,999 11 | 21,920 00 | 24,079 11 |
| Equity Securities | Teradyne | 500 000 | 03/15/06 | 11/21/11 | 6,499 88 | 7,955 00 | -1,455 12 |
| Equity Securities | Teradyne | 500 000 | 06/30/06 | 11/21/11 | 6,499 88 | 7,500 00 | -1,000 12 |
| Equity Securities | Getty Realty Corp | 3,500 000 | 03/25/03 | 12/07/11 | 44,065 20 | 67,505 90 | -23,440 70 |
| Equity Securities | AMR | 1,000 000 | 01/21/05 | 12/07/11 | 1,049 98 | 9,000 00 | -7,950 02 |
| Equity Securities | AMR | 1,000 000 | 04/23/07 | 12/07/11 | 1,049 98 | 30,000 00 | -28,950 02 |

James O'Brien Foundation Inc

Capital Gains

10/01/11 through 09/30/12

| 10/30/12 | Account | Security | Shares | Bought | Sold | Gross Proceeds | Cost Basis | Realized Gain/L |
|----------|-------------------|-----------------------|-----------|----------|----------|----------------|------------|-----------------|
| | Equity Securities | AMR | 3,000 000 | 07/19/10 | 12/07/11 | 3,149 94 | 20,399 43 | -17,249 49 |
| | Equity Securities | Disney Walt Co | 800 000 | 06/27/03 | 12/07/11 | 28,799 44 | 15,882 92 | 12,916 52 |
| | Equity Securities | ELI LILLY & CO | 1,000 000 | 12/21/09 | 01/10/12 | 40,393 72 | 36,089 00 | 4,304 72 |
| | Equity Securities | ELI LILLY & CO | 500 000 | 02/22/10 | 01/10/12 | 20,196 86 | 17,500 00 | 2,696 86 |
| | Equity Securities | Citigroup | 400 000 | 09/14/00 | 01/12/12 | 12,544 35 | 182,873 73 | -170,329 38 |
| | Equity Securities | CVS Corp Delaware | 800 000 | 11/23/05 | 01/12/12 | 31,999 38 | 22,374 98 | 9,624 40 |
| | Equity Securities | CVS Corp Delaware | 200 000 | 05/01/07 | 01/12/12 | 7,999 85 | 7,144 00 | 855 85 |
| | Equity Securities | Raytheon | 700 000 | 10/13/10 | 01/12/12 | 33,599 35 | 32,136 30 | 1,463 05 |
| | Equity Securities | International Paper | 300 000 | 09/03/10 | 01/23/12 | 8,399 84 | 6,710 25 | 1,689 59 |
| | Equity Securities | International Paper | 400 000 | 09/21/10 | 01/23/12 | 11,199 78 | 8,803 00 | 2,396 78 |
| | Equity Securities | International Paper | 1,000 000 | 09/21/10 | 01/23/12 | 28,999 44 | 22,007 50 | 6,991 94 |
| | Equity Securities | MARSH & MCLENNAN COM | 500 000 | 12/02/09 | 01/23/12 | 14,999 71 | 11,129 75 | 3,869 96 |
| | Equity Securities | MARSH & MCLENNAN COM | 500 000 | 12/24/09 | 01/23/12 | 14,999 71 | 11,035 00 | 3,964 71 |
| | Equity Securities | Raytheon | 300 000 | 10/13/10 | 01/23/12 | 14,399 72 | 13,772 70 | 627 02 |
| | Equity Securities | Spectra Energy | 1,000 000 | 01/31/03 | 01/23/12 | 29,999 42 | 24,840 34 | 5,159 08 |
| | Equity Securities | Southern Company | 1,000 000 | 03/08/10 | 01/23/12 | 44,999 13 | 32,358 50 | 12,640 63 |
| | Equity Securities | Tyco Intl | 1,000 000 | 07/15/09 | 01/23/12 | 48,999 05 | 27,649 70 | 21,349 35 |
| | Equity Securities | United Parcel Service | 500 000 | 11/11/05 | 01/23/12 | 36,249 30 | 37,927 65 | -1,678 35 |
| | Equity Securities | United Health Group | 500 000 | 07/15/09 | 01/23/12 | 24,999 52 | 12,348 00 | 12,651 52 |
| | Equity Securities | Wal-Mart Stores | 1,000 000 | 05/07/09 | 01/23/12 | 59,998 84 | 50,338 48 | 9,660 36 |
| | Equity Securities | International Paper | 100 000 | 09/21/10 | 01/25/12 | 3,155 09 | 2,200 75 | 954 34 |
| | Equity Securities | Emerson Electric | 500 000 | 05/05/08 | 02/03/12 | 24,999 52 | 26,710 00 | -1,710 48 |
| | Equity Securities | Emerson Electric | 500 000 | 04/03/09 | 02/03/12 | 24,999 52 | 15,874 75 | 9,124 77 |
| | Equity Securities | Emerson Electric | 500 000 | 10/29/10 | 02/03/12 | 24,999 52 | 27,469 25 | -2,469 73 |
| | Equity Securities | Emerson Electric | 500 000 | 11/03/10 | 02/03/12 | 24,999 52 | 27,234 25 | -2,234 73 |
| | Equity Securities | United Parcel Service | 500 000 | 11/11/05 | 02/16/12 | 37,499 32 | 37,927 65 | -428 33 |
| | Equity Securities | Citigroup | 400 000 | 12/21/09 | 02/17/12 | 13,136 36 | 13,520 00 | -383 64 |
| | Equity Securities | Amgen | 400 000 | 07/19/10 | 02/17/12 | 26,999 51 | 21,000 00 | 5,999 51 |
| | Equity Securities | Avery Dennison | 800 000 | 03/25/10 | 02/17/12 | 23,999 56 | 28,283 52 | -4,283 96 |
| | Equity Securities | EMC Corp | 1,200 000 | 01/11/06 | 02/17/12 | 29,999 46 | 16,116 00 | 13,883 46 |
| | Equity Securities | Noble Corp | 800 000 | 09/13/10 | 02/17/12 | 28,799 48 | 28,079 92 | 719 56 |
| | Equity Securities | Noble Corp | 200 000 | 09/21/10 | 02/17/12 | 7,199 87 | 7,055 98 | 143 89 |
| | Equity Securities | QUALCOMM INC | 500 000 | 12/21/09 | 02/17/12 | 29,999 46 | 22,954 50 | 7,044 96 |
| | Equity Securities | QUALCOMM INC | 500 000 | 12/30/09 | 02/17/12 | 29,999 46 | 23,479 50 | 6,519 96 |
| | Equity Securities | Realty Income Corp | 1,000 000 | 11/02/09 | 02/17/12 | 34,999 37 | 23,250 00 | 11,749 37 |
| | Equity Securities | CISCO SYSTEMS INC | 1,000 000 | 03/03/06 | 02/17/12 | 19,999 64 | 20,929 00 | -929 36 |
| | Equity Securities | CISCO SYSTEMS INC | 1,000 000 | 04/23/07 | 02/17/12 | 19,999 64 | 26,899 00 | -6,899 36 |
| | Equity Securities | Intel | 500 000 | 10/24/05 | 03/19/12 | 13,499 76 | 12,500 00 | 999 76 |
| | Equity Securities | Intel | 500 000 | 02/06/07 | 03/19/12 | 13,499 76 | 10,694 50 | 2,805 26 |
| | Equity Securities | Microsoft | 1,000 000 | 02/14/03 | 03/19/12 | 29,999 46 | 19,692 03 | 10,307 43 |
| | Equity Securities | Microsoft | 200 000 | 07/28/05 | 03/19/12 | 5,999 89 | 5,145 60 | 854 29 |
| | Equity Securities | Teradyne | 1,500 000 | 06/30/06 | 03/19/12 | 24,871 80 | 22,500 00 | 2,371 80 |
| | Equity Securities | Raytheon | 800 000 | 10/13/10 | 04/02/12 | 39,999 10 | 36,727 20 | 3,271 90 |
| | Equity Securities | NStar | 5,000 000 | 07/09/07 | 04/10/12 | 162,508 00 | 162,508 00 | 0 00 |
| | Equity Securities | NStar | 1,500 000 | 03/24/08 | 04/10/12 | 44,938 00 | 44,938 00 | 0 00 |
| | Equity Securities | Lowes | 1,000 000 | 06/05/07 | 04/23/12 | 28,999 35 | 32,640 00 | -3,640 65 |
| | Equity Securities | United Parcel Service | 500 000 | 12/06/05 | 04/23/12 | 39,999 10 | 38,370 00 | 1,629 10 |
| | Equity Securities | Abbott Laboratories | 500 000 | 11/18/05 | 07/11/12 | 31,249 93 | 21,250 00 | 9,999 93 |
| | Equity Securities | Abbott Laboratories | 300 000 | 04/01/08 | 07/11/12 | 18,749 96 | 16,440 00 | 2,309 96 |
| | Equity Securities | Noble Corp | 500 000 | 09/21/10 | 07/23/12 | 17,999 59 | 17,639 95 | 359 64 |
| | Equity Securities | Noble Corp | 200 000 | 10/29/10 | 07/23/12 | 7,199 84 | 6,917 98 | 281 86 |
| | Equity Securities | Noble Corp | 300 000 | 10/29/10 | 07/23/12 | 9,899 78 | 10,376 97 | -477 19 |
| | Equity Securities | Noble Corp | 500 000 | 01/05/11 | 07/23/12 | 16,499 63 | 18,290 00 | -1,790 37 |
| | Equity Securities | Wal-Mart Stores | 500 000 | 07/29/09 | 07/23/12 | 33,749 24 | 24,564 23 | 9,185 01 |
| | Equity Securities | Consolidated Edison | 1,000 000 | 10/30/03 | 08/13/12 | 62,498 60 | 40,608 00 | 21,890 60 |
| | Equity Securities | Amgen | 400 000 | 02/28/11 | 08/13/12 | 28,999 35 | 21,000 00 | 7,999 35 |
| | Equity Securities | Disney Walt Co | 500 000 | 06/27/03 | 08/13/12 | 24,999 44 | 9,926 83 | 15,072 61 |
| | Equity Securities | General Electric | 500 000 | 07/28/05 | 08/20/12 | 9,999 78 | 17,440 00 | -7,440 22 |
| | Equity Securities | General Electric | 700 000 | 11/11/05 | 08/20/12 | 13,999 69 | 24,148 60 | -10,148 91 |

James O'Brien Foundation Inc.

Capital Gains

10/01/11 through 09/30/12

| 10/30/12 | Account | Security | Shares | Bought | Sold | Gross Proceeds | Cost Basis | Realized Gain/L |
|----------|------------------------|----------------------------|-----------|----------|----------|---------------------|---------------------|------------------|
| | Equity Securities | Johnson&Johnson | 1,000 000 | 04/22/03 | 08/20/12 | 67,498.48 | 50,557.44 | 16,941.04 |
| | Equity Securities | QUALCOMM INC | 700 000 | 05/24/10 | 08/20/12 | 40,249.09 | 28,000.00 | 12,249.09 |
| | Equity Securities | United Parcel Service | 500 000 | 02/16/06 | 09/19/12 | 37,119.91 | 37,934.00 | -814.09 |
| | Equity Securities | Avery Dennison | 1,000 000 | 03/25/10 | 09/19/12 | 29,999.32 | 35,354.40 | -5,355.08 |
| | Equity Securities | Citigroup | 100 000 | 12/21/09 | 09/19/12 | 2,899.94 | 3,380.00 | -480.06 |
| | Equity Securities | MARSH & MCLENNAN COM | 1,500 000 | 12/24/09 | 09/19/12 | 50,998.85 | 33,105.00 | 17,893.85 |
| | Equity Securities | Petroleo Brasileiro SA | 1,000 000 | 03/21/11 | 09/24/12 | 22,999.48 | 39,698.46 | -16,698.98 |
| | Equity Securities | Petroleo Brasileiro SA | 500 000 | 04/06/11 | 09/24/12 | 11,499.74 | 20,414.25 | -8,914.51 |
| | Equity Securities | Walgreen | 1,000 000 | 10/31/03 | 09/24/12 | 34,999.21 | 32,140.00 | 2,859.21 |
| | Preferred Stock | Fifth Third Cap Tr V 7.25% | 1,000 000 | 12/30/10 | 08/15/12 | 25,000.00 | 24,797.20 | 202.80 |
| | TOTAL LONG TERM | | | | | 3,581,690.99 | 3,519,589.61 | 62,101.38 |
| | OVERALL TOTAL | | | | | 4,332,740.47 | 4,281,025.65 | 51,714.82 |

Part IV Line 1B Options 145,710
 Part IV Line 2 \$197,425