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FORM 990-PF

Form **990-PF**

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2012Department of the Treasury
Internal Revenue Service

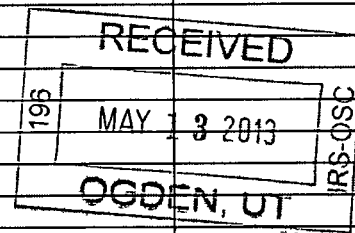
Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection

For calendar year **2012** or tax year beginning , **2012**, and ending , **20**

Name of foundation ROBERT I QUIGLEY TRUST B		A Employer identification number 01-6079695
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 207- 772-3761
P O BOX 31		
City or town, state, and ZIP code PORTLAND, ME 04112-0031		C If exemption application is pending, check here ☐
G Check all that apply.	Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change ☐	D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,099,126.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	31,108.	31,072.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	48,870.			
	b Gross sales price for all assets on line 6a 830,469.				
	7 Capital gain net income (from Part IV, line 2)		48,870.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	982.			STMT 4	
12 Total. Add lines 1 through 11	80,960.	79,942.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	10,520.	10,520.		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 5	625.	313.	NONE	312.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 6	913.	421.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 7	3.	3.		
	24 Total operating and administrative expenses. Add lines 13 through 23	12,061.	11,257.	NONE	312.
	25 Contributions, gifts, grants paid	48,848.			48,848.
26 Total expenses and disbursements Add lines 24 and 25	60,909.	11,257.	NONE	49,160.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	20,051.				
b Net investment income (if negative, enter -0-)		68,685.			
c Adjusted net income (if negative, enter -0-)					



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	82.		
	2	Savings and temporary cash investments	7,735.	25,167.	25,167.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule), .			
	b	Investments - corporate stock (attach schedule) . STMT 8	717,064.	722,988.	799,658.
	c	Investments - corporate bonds (attach schedule) . STMT 11	101,172.	131,322.	136,939.
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 12	139,878.	106,482.	137,362.
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	965,931.	985,959.	1,099,126.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons .			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒				
	27	Capital stock, trust principal, or current funds	965,931.	985,959.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds . .				
30	Total net assets or fund balances (see instructions)	965,931.	985,959.		
31	Total liabilities and net assets/fund balances (see instructions)	965,931.	985,959.		

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	965,931.
2	Enter amount from Part I, line 27a	2	20,051.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	985,982.
5	Decreases not included in line 2 (itemize) ▶ ROUNDING	5	23.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	985,959.

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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 PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 830,469.		781,599.	48,870.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a			48,870.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	48,870.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	48,260.	1,060,314.	0.045515
2010	36,288.	1,000,999.	0.036252
2009	29,064.	858,982.	0.033835
2008	53,944.	1,043,317.	0.051704
2007			
2 Total of line 1, column (d)			0.167306
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			0.041827
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			1,065,494.
5 Multiply line 4 by line 3			44,566.
6 Enter 1% of net investment income (1% of Part I, line 27b)			687.
7 Add lines 5 and 6			45,253.
8 Enter qualifying distributions from Part XII, line 4			49,160.

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 ☐ and enter "N/A" on line 1			
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 ☒ and enter 1% of Part I, line 27b		1	687.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	687.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	687.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	984.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	984.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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	297.	
11 Enter the amount of line 10 to be. Credited to 2013 estimated tax ▶ 297. Refunded ▶	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		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?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		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: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ME		
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	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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of SEE STATEMENT 13 Telephone no. SEE STATEMENT 13			
Located at SEE STATEMENT 13 ZIP+4 SEE STATEMENT 13				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
and enter the amount of tax-exempt interest received or accrued during the year SEE STATEMENT 13				
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country				X

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)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes	☒ No
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
b If "Yes," did it have excess business holdings in 2012 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 2012.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **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
THOMAS M PIERCE	TRUSTEE			
H M PAYSON, ONE PORTLAND SQUARE, PORTLAND, ME 04101	1	10,520.		- 0 -
JOHN C DOWNING	TRUSTEE			
H M PAYSON, ONE PORTLAND SQUARE, PORTLAND, ME 04101	1			

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

Total number of other employees paid over \$50,000 ☐Form **990-PF** (2012)

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

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

Part IX-A Summary of Direct Charitable Activities

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

1 THE TRUST MUST CONTRIBUTE ANNUALLY ALL ITS INCOME TO
ORGANIZATIONS SPECIFICALLY NAMED IN ITS ORGANIZATIONAL
DOCUMENT.

2

3

4

Expenses

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

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

1 NONE

2

All other program-related investments See instructions

3 NONE

Amount

Total. Add lines 1 through 3

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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:		
a	Average monthly fair market value of securities	1a	1,081,720.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,081,720.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,081,720.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	16,226.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,065,494.
6	Minimum investment return. Enter 5% of line 5	6	53,275.

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	53,275.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	687.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	687.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	52,588.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	52,588.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	52,588.

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	49,160.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	49,160.
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	687.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	48,473.

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				52,588.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			23,639.	
b Total for prior years 20 <u>10</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2012				
a From 2007	NONE			
b From 2008	NONE			
c From 2009	NONE			
d From 2010	NONE			
e From 2011	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ <u>49,160.</u>				
a Applied to 2011, but not more than line 2a . . .			23,639.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				25,521.
e Remaining amount distributed out of corpus . .	NONE			
5 Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				27,067.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . .	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2008 . . .	NONE			
b Excess from 2009 . . .	NONE			
c Excess from 2010 . . .	NONE			
d Excess from 2011 . . .	NONE			
e Excess from 2012 . . .	NONE			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**NOT APPLICABLE**

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years				(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

N/A

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

N/A

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

Check here ☒ 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 or e-mail of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
YARMOUTH HIGH SCHOOL GUIDANCE OFFICE 286 WEST ELM ST YARMOUTH ME 04096	NONE	PUBLIC CHA	FINANCIAL SUPPORT	400.
TRIANGLE LODGE NO 1 A F & A M C/O MARLON WELC 248 INTERVALE RD NEW GLOUCESTER ME 04260	NONE	PUBLIC CHA	FINANCIAL SUPPORT	12,112.
SALVATION ARMY DIVISIONAL HEADQUARTERS 297 CUMBERLAND AVE PORTLAND ME 04101	NONE	PUBLIC CHA	FINANCIAL SUPPORT	12,112.
FIRST BAPTIST CHURCH OF YARMOUTH ATTN TREASUR 346 MAIN ST YARMOUTH ME 04096	NONE	PUBLIC CHA	FINANCIAL SUPPORT	12,112.
SHRINERS HOSPITALS FOR CHILDREN TRUST & INVES PO BOX 31356 TAMPA FL 33631-3356	NONE	PUBLIC CHA	FINANCIAL SUPPORT	12,112.
Total			3a	48,848.
b Approved for future payment				
Total			3b	

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ROBERT I QUIGLEY TRUST B

01-6079695

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AFLAC INC	592.	592.
AT&T INC SR UNSECURED DTD 12/06/2007 4.9	719.	719.
ABBOTT LABORATORIES	729.	729.
AMERICAN EXPRESS CO	293.	293.
ANNALY MORTGAGE MANAGEMENT INC (REIT)	1,960.	1,960.
APPLE INC	233.	233.
AUTOLIV INC	128.	128.
AVON PRODUCTS INC	506.	506.
BP PLC SPONS ADR (ISIN #US0556221044 SED	702.	702.
BANK OF AMERICA CORP	60.	60.
H&R BLOCK INC	536.	536.
CSX CORP	207.	207.
CELGENE CORP SR NT DTD 10/07/2010 2.45%	90.	90.
CHESAPEAKE ENERGY CORP SR NT DTD 08/16/2	5.	5.
COMTECH TELECOMMUNICATIONS CORP	293.	293.
CONOCOPHILLIPS	924.	924.
CUMMINS INC	386.	386.
DIAGEO PLC SPONSORED ADR (ISIN #US25243Q	205.	205.
ENSCO INTERNATIONAL PLC ADR (ISIN #US293	143.	143.
ENTERGY CORP SR NOTE DTD 09/16/2010 3.62	544.	544.
EXXON MOBIL CORP	547.	547.
GENERAL DYNAMICS CORP	735.	735.
GOLDMAN SACHS GROUP INC SENIOR NOTE DTD	272.	272.
HCC INS HOLDINGS COM	410.	410.
HARRIS CORPORATION	686.	686.
HASBRO INC	1,001.	1,001.
HEWLETT-PACKARD CO	334.	334.
HEWLETT-PACKARD CO GLOBAL NOTE DTD 09/13	319.	319.
INTEL CORP	916.	916.
IRON MOUNTAIN INC	576.	576.
IRON MTN INC DEL SR SB NT DTD 09/23/2011	792.	792.
ISHARES IBOX \$ HIGH YIELD CORPORATE BON	312.	312.

5920735033

STATEMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
JP MORGAN CHASE & CO	542.	542.
JOHNSON AND JOHNSON	792.	792.
LEUCADIA NATIONAL CORP SR NT DTD 09/25/2	813.	813.
MCDONALDS CORP	412.	412.
MCGRAW-HILL COMPANIES INC	990.	990.
MICROSOFT CORP	720.	720.
MOLSON COORS BREWING CO CL B COM	480.	480.
FEDERATED INV PRIME OBLIGATIONS FUND I #	78.	78.
FEDERATED PRIME VALUE OBLIGATIONS FUND I	12.	12.
ORACLE CORP	259.	259.
PAN AMERICAN SILVER CORP	71.	71.
PARKER HANNIFIN CORPORATION	179.	179.
PEABODY ENERGY CORP	55.	55.
PEPSICO INC	392.	392.
PFIZER INC	392.	392.
PROCTER & GAMBLE CO	761.	761.
ST JUDE MEDICAL INC	276.	276.
SANOFI ADR (ISIN #US80105N1054 SEDOL #29	1,047.	1,047.
TEVA PHARMACEUTICAL INDUSTRIES LTD SP AD	161.	161.
UNITED TECHNOLOGIES CORP	134.	134.
VANGUARD MSCI EAFE (ETF)	1,446.	1,446.
VANGUARD FTSE EMERGING MARKETS (ETF)	996.	996.
WACHOVIA CORP SUBORDINATED DTD 07/22/200	1,313.	1,313.
WALGREEN COMPANY	72.	72.
WEIGHT WATCHERS INTL INC	53.	17.
WELLS FARGO & COMPANY	261.	261.
WESTERN UNION CO	129.	129.
WHIRLPOOL CORPORATION	340.	340.
WILLIAMS COMPANIES INC	734.	734.
WISDOMTREE JAPAN SMALLCAP DIVIDEND (ETF)	393.	393.
XEROX CORP	380.	380.
XEROX CORP DEBENTURE DTD 03/15/2012 2.95	23.	23.
ACCENTURE PLC A (ISIN #IE00B4BNMY34 SEDO	247.	247.
CNJ776 976V 04/22/2013 15:51:37		

ROBERT I QUIGLEY TRUST B

01-6079695

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TOTAL	31,108.	31,072.

ROBERT I QUIGLEY TRUST B

01-6079695

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION

REVENUE
AND
EXPENSES
PER BOOKS

TOTALS

982.

=====

ROBERT I QUIGLEY TRUST B

01-6079695

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREP FEE	625.	313.		312.
TOTALS	625.	313.	NONE	312.
	=====	=====	=====	=====

ROBERT I QUIGLEY TRUST B

01-6079695

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	201.	201.
FEDERAL ESTIMATES - PRINCIPAL	492.	
FOREIGN TAXES ON QUALIFIED FOR	174.	174.
FOREIGN TAXES ON NONQUALIFIED	46.	46.
	-----	-----
TOTALS	913.	421.
	=====	=====

ROBERT I QUIGLEY TRUST B

01-6079695

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER NON-ALLOCABLE EXPENSE -	3.	3.
TOTALS	----- 3. =====	----- 3. =====

ROBERT I QUIGLEY TRUST B

01-6079695

FORM 990PF, PART II - CORPORATE STOCK
 =====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
TJX COS INC		
PROCTER & GAMBLE CO	21,145.	27,835.
CONOCOPHILLIPS	14,894.	23,479.
AFLAC INC	17,624.	24,187.
HCC INC HOLDINGS		
BECTON DICKINSON & CO	17,204.	23,133.
JOHNSON AND JOHNSON		
PFIZER INC		
GENERAL DYNAMICS CORP	19,415.	25,630.
UNITED TECHNOLOGIES CORP	19,690.	20,502.
HARRIS CORP	21,135.	28,935.
HEWLETT-PACKARD CO		
MICROSOFT CORP	24,695.	27,458.
ANNALY MORTGAGE MANAGEMENT		
WALGREEN CO		
EXXON MOBIL CORP		
AMERICAN EXPRESS CO		
WESTERN UNION CO		
AUTOLIVE INC		
H & R BLOCK INC		
HASBRO INC	20,659.	20,642.
WHIRLPOOL CORP		
AVON PRODUCTS INC		
DIAGEO PLC SPONSORED ADR		
ENSCO INTL PLC ADR		
WILLIAMS COMPANIES INC	20,619.	24,228.
BERKSHIRE HATHAWAY INC	22,299.	25,116.
WELLS FARGO & CO		
ABBOTT LABORATORIES	14,511.	18,340.

ROBERT I QUIGLEY TRUST B

01-6079695

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
HOLOGIC INC	21,273.	26,437.
CUMMINS INC		
IRON MOUNTAIN INC		
OSHKOSH CORP	26,782.	27,815.
PARKER HANNIFIN CORP	15,139.	23,416.
APPLE INC		
CSG SYS INTL INC		
COMTECH TELECOMMUNICATIONS		
GOOGLE INC	27,666.	26,043.
INTEL CORP		
ORACLE CORP		
MCDONALDS CORP	24,665.	24,699.
MCGRAW HILL COMPANIES INC	21,444.	21,649.
WEIGHT WATCHERS INTL INC	24,082.	23,300.
WILEY JOHN & SONS INC	20,461.	20,944.
MOLSON COORS BREWING CO	20,076.	21,395.
PEPSICO	22,946.	24,977.
ALPHA NATURAL RESOURCES INC	15,426.	18,798.
BP PLC SPONS ADR	30,525.	28,274.
PEABODY ENERGY CORP	19,986.	20,836.
WPX ENERGY INC	14,450.	13,943.
AMERICAN INTERNATIONAL GROUP	26,317.	28,205.
BANK OF AMERICA CORP	21,894.	28,015.
LABORATORY CORP	19,684.	19,489.
LIFE TECHNOLOGIES CORP	14,890.	15,690.
TEVA PHARMACUETICAL IND	25,606.	23,524.
CSX CORP	24,147.	21,723.
JOY GLOBAL INC	20,483.	23,216.
XEROX CORP	31,156.	27,785.

ROBERT I QUIGLEY TRUST B

FORM 990PF, PART II - CORPORATE STOCK
=====

01-6079695

DESCRIPTION

ENDING
BOOK VALUE

ENDING
FMV

TOTALS

722,988.
=====

799,658.
=====

ROBERT I QUIGLEY TRUST B

01-6079695

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION

ENDING
BOOK VALUE

ENDING
FMV

GOLDMAN SACHS NT 3.625% 8/1/12
AT&T INC SR NT 4.95% 1/15/13
WACHOVIA CORP NT 5.25% 8/1/14
HEWLETT PACKARD CO NOTE 2.125%
ENTERGY CORP NT 3.625% 9/13/15
LEUCADIA NATL CORP NT 8.125%
IRON MTN NT 7.75% 10/01/19
FREEMPORT MCMORAN 1.4% 2/13/15
CELGENE CORP 2.45% 10/15/15
XEROX CORP 2.95% 3/15/17
CHESAPEAKE ENERGY 6.5% 8/15/17

24,615.
14,708.
15,225.
10,603.
10,000.
15,120.
15,442.
10,290.
15,319.

26,658.
14,990.
15,697.
11,250.
11,275.
14,968.
15,566.
10,260.
16,275.

TOTALS

131,322.
=====

136,939.
=====

ROBERT I QUIGLEY TRUST B

01-6079695

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV -----
PROSHARES TRUST ULTRASHORT ETF	C	14,458.	15,862.
VANGUARD EUROPE PACIFIC ETF	C		
VANGUARD EMERGING MKTS ETF	C	50,253.	75,701.
ISHARES IBOX \$ HIGH YIELD BD	C		
WISDOMTREE JAPAN SMALLCAP	C	41,771.	45,799.
VANGUARD MSCI EAFE	C		
		-----	-----
TOTALS		106,482.	137,362.
		=====	=====

000000



ROBERT I QUIGLEY TRUST B

01-6079695

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

NAME: JOHN C DOWNING
C/O H M PAYSON & CO
ADDRESS: ONE PORTLAND SQUARE P O BOX 31
PORTLAND, ME 04112-0031

TELEPHONE NUMBER: (207) 772-3761


SCHEDULE D
(Form 1041)

 Department of the Treasury
 Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
 ▶ Information about Schedule D (Form 1041) and its separate instructions is at
www.irs.gov/form1041

OMB No 1545-0092

2012

Name of estate or trust

ROBERT I QUIGLEY TRUST B

Employer identification number

01-6079695

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

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b				1b	20,211.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824				2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts				3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet				4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back				5	20,211.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					167.
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b				6b	28,492.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824				7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts				8	
9 Capital gain distributions				9	
10 Gain from Form 4797, Part I				10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet				11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back				12	28,659.

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

Schedule D (Form 1041) 2012

**Part III Summary of Parts I and II****Caution: Read the instructions before completing this part.**

	(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13		20,211.
14 Net long-term gain or (loss):			
a Total for year	14a		28,659.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c 28% rate gain	14c		
15 Total net gain or (loss). Combine lines 13 and 14a ▶	15		48,870.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20 Add lines 18 and 19	20		
21 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21		
22 Subtract line 21 from line 20. If zero or less, enter -0-	22		
23 Subtract line 22 from line 17. If zero or less, enter -0-	23		
24 Enter the smaller of the amount on line 17 or \$2,400	24		
25 Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ No. Enter the amount from line 23	25		
26 Subtract line 25 from line 24	26		
27 Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27		
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29 Subtract line 28 from line 27	29		
30 Multiply line 29 by 15% (.15)		30	
31 Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)		31	
32 Add lines 30 and 31		32	
33 Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)		33	
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)		34	

Schedule D (Form 1041) 2012

**SCHEDULE D-1
(Form 1041)****Continuation Sheet for Schedule D
(Form 1041)**

OMB No 1545-0092

2012Department of the Treasury
Internal Revenue Service▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
▶ Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041

Name of estate or trust

ROBERT I QUIGLEY TRUST B

Employer identification number

01-6079695

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 1. WPX ENERGY INC	11/18/2011	01/10/2012	18.00	17.00	1.00
1150. HOLOGIC INC	09/16/2011	01/19/2012	22,495.00	18,890.00	3,605.00
925. OSHKOSH CORPORATION	08/05/2011	02/08/2012	23,807.00	24,007.00	-200.00
140. WALGREEN COMPANY	12/22/2011	02/16/2012	4,755.00	4,748.00	7.00
95. WHIRLPOOL CORPORATION	12/22/2011	02/16/2012	6,697.00	4,809.00	1,888.00
300. ISHARES IBOXX \$ HIGH CORPORATE BON	11/09/2011	02/29/2012	27,561.00	26,103.00	1,458.00
285. AUTOLIV INC	11/03/2011	03/05/2012	18,891.00	16,416.00	2,475.00
86. CUMMINS INC	12/22/2011	03/08/2012	10,325.00	7,589.00	2,736.00
195. DIAGEO PLC SPONSORED #US25243Q2057 SEDOL #214472	08/05/2011	03/08/2012	18,745.00	15,236.00	3,509.00
915. CSG SYS INTL INC	11/18/2011	05/01/2012	13,358.00	13,428.00	-70.00
593. WELLS FARGO & COMPANY	08/16/2011	05/17/2012	18,843.00	14,693.00	4,150.00
1285. WESTERN UNION CO	02/17/2012	05/29/2012	21,649.00	22,367.00	-718.00
840. GEO GROUP INC	02/16/2012	06/05/2012	17,668.00	15,002.00	2,666.00
945. PAN AMERICAN SILVER C	02/17/2012	07/18/2012	13,327.00	22,778.00	-9,451.00
995. HEWLETT-PACKARD CO	05/29/2012	07/26/2012	17,716.00	23,677.00	-5,961.00
1100. AVON PRODUCTS INC	12/22/2011	08/01/2012	16,679.00	19,723.00	-3,044.00
80. WHIRLPOOL CORPORATION	05/03/2012	08/03/2012	5,585.00	4,546.00	1,039.00
280. WHIRLPOOL CORPORATION	12/22/2011	08/09/2012	19,926.00	14,174.00	5,752.00
10. GOOGLE INC CLASS A	02/16/2012	08/16/2012	6,708.00	6,071.00	637.00
60. ABBOTT LABORATORIES	03/01/2012	10/08/2012	4,284.00	3,425.00	859.00
70. EXXON MOBIL CORP	05/29/2012	10/08/2012	6,478.00	5,726.00	752.00
25. WILLIAMS COMPANIES INC	11/18/2011	10/08/2012	896.00	628.00	268.00
269. JP MORGAN CHASE & CO	03/08/2012	10/09/2012	11,140.00	10,891.00	249.00
228.3333 WPX ENERGY INC	05/29/2012	10/09/2012	3,980.00	3,699.00	281.00

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

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

Schedule D-1 (Form 1041) 2012

2012

► Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041

Employer identification number

01-6079695

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	20,211.00
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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

ROBERT I QUIGLEY TRUST B

01-6079695

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 210. BECTON DICKINSON & CO	07/31/2009	01/12/2012	15,653.00	15,647.00	6.00
1000. ANNALY MORTGAGE MANA (REIT)	12/08/2009	01/24/2012	16,462.00	18,624.00	-2,162.00
218. TJX COS INC NEW	04/21/2009	02/02/2012	14,829.00	6,060.00	8,769.00
260. UNITED TECHNOLOGIES C	04/21/2009	02/09/2012	21,749.00	12,436.00	9,313.00
310. WALGREEN COMPANY	03/25/2010	02/10/2012	10,673.00	11,136.00	-463.00
180. WALGREEN COMPANY	03/25/2010	02/16/2012	6,114.00	6,466.00	-352.00
2500. ANNALY MORTGAGE MANA (REIT)	04/30/2010	03/01/2012	41,191.00	43,897.00	-2,706.00
179. PARKER HANNIFIN CORPO	03/24/2011	03/29/2012	14,993.00	16,245.00	-1,252.00
380. ENSCO INTERNATIONAL P #US29358Q1094 SEDOL #B57S1N	01/06/2011	04/04/2012	19,816.00	19,317.00	499.00
6. APPLE INC	01/27/2011	04/12/2012	3,752.00	2,064.00	1,688.00
105. COMTECH TELECOMMUNICA	03/03/2011	04/12/2012	3,425.00	2,890.00	535.00
1340. H&R BLOCK INC	03/14/2011	05/03/2012	19,482.00	21,674.00	-2,192.00
150. COMTECH TELECOMMUNICA	03/03/2011	05/03/2012	4,608.00	4,128.00	480.00
105. PHILLIPS 66	04/20/2009	05/03/2012	3,274.00	1,918.00	1,356.00
330. COMTECH TELECOMMUNICA	03/03/2011	05/04/2012	10,045.00	9,082.00	963.00
10000. AT&T INC SR UNSECUR 12/06/2007 4.9	07/23/2009	06/29/2012	10,000.00	10,571.00	-571.00
890. PFIZER INC	03/27/2009	07/10/2012	19,936.00	12,600.00	7,336.00
600. WISDOMTREE JAPAN SMAL DIVIDEND (ETF)	03/28/2011	07/12/2012	24,928.00	25,587.00	-659.00
15000. GOLDMAN SACHS GROUP NOTE DTD 07/22/2009 3.625%	10/20/2009	08/01/2012	15,272.00	15,450.00	-178.00
26. GOOGLE INC CLASS A	07/01/2011	08/16/2012	17,441.00	13,456.00	3,985.00
500. PROSHARES TRUST ULTRA 20+ YE	09/16/2010	09/12/2012	8,071.00	16,998.00	-8,927.00
500. PROSHARES TRUST ULTRA 20+ YE	03/15/2011	09/12/2012	8,071.00	18,569.00	-10,498.00
70. ABBOTT LABORATORIES	06/23/2011	10/08/2012	4,997.00	3,628.00	1,369.00
20. EXXON MOBIL CORP	03/11/2010	10/08/2012	1,851.00	1,345.00	506.00
200. WILLIAMS COMPANIES IN	05/13/2011	10/08/2012	7,171.00	4,958.00	2,213.00

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

Schedule D-1 (Form 1041) 2012

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Employer identification number

01-6079695

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 554. IRON MOUNTAIN INC	04/28/2011	10/09/2012	19,214.00	17,629.00	1,585.00
216.6667 WPX ENERGY INC	05/13/2011	10/09/2012	3,776.00	3,653.00	123.00
375. AMERICAN EXPRESS CO	10/28/2010	12/06/2012	20,978.00	15,454.00	5,524.00
218. EXXON MOBIL CORP	03/11/2010	12/06/2012	19,105.00	14,663.00	4,442.00
290. PROCTER & GAMBLE CO	07/28/2009	12/06/2012	20,198.00	14,908.00	5,290.00
415. ORACLE CORP	08/05/2011	12/20/2012	14,112.00	11,642.00	2,470.00
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					28,492.00