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Form 990-PF

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

OMB No 1545-0052

Department of the Treasury  
Internal Revenue Service

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

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

Name of foundation <b>JOHN W BOYNTON FUND</b>		A Employer identification number <b>04-6036706</b>			
		B Telephone number (see instructions) <b>888- 866-3275</b>			
Number and street (or P O box number if mail is not delivered to street address) <b>P O BOX 1802</b>		Room/suite			
City or town, state, and ZIP code <b>PROVIDENCE, RI 02901-1802</b>					
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change					
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation					
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ <b>3,772,545.</b>		<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			
<b>(Part I, column (d) must be on cash basis.)</b>					
<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule) .				
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B . . . . .				
	3 Interest on savings and temporary cash investments . . . . .				
	4 Dividends and interest from securities . . . . .	104,965.	104,885.		STMT 1
	5a Gross rents . . . . .				
	b Net rental income or (loss) . . . . .				
	6a Net gain or (loss) from sale of assets not on line 10 . . . . .	-32,174.			
	b Gross sales price for all assets on line 6a . . . . .	579,319.			
	7 Capital gain net income (from Part IV, line 2) . . . . .				
	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) . . . . .	72,791.	104,885.			
12 Total. Add lines 1 through 11 . . . . .	33,301.	19,980.		13,320.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc . . . . .				
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .				
	c Other professional fees (attach schedule) . . . . .				
	17 Interest . . . . .	9,056.	1,525.		
	18 Taxes (attach schedule) (see instructions) . . . . .	42,886.	21,599.		13,755.
	19 Depreciation (attach schedule) and depletion . . . . .	168,350.			168,350.
	20 Occupancy . . . . .	211,236.	21,599.		182,105.
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	529.	94.		435.
	24 Total operating and administrative expenses.				
Add lines 13 through 23 . . . . .					
25 Contributions, gifts, grants paid . . . . .					
26 Total expenses and disbursements Add lines 24 and 25					
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements . . . . .	-138,445.				
b Net investment income (if negative, enter -0-) . . . . .		83,286.			
c Adjusted net income (if negative, enter -0-) . . . . .					

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing . . . . .				
	2 Savings and temporary cash investments . . . . .		201,483.	109,794.	109,794.
Assets	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) . . . . .	STMT 6.	403,051.	301,564.	330,303.
	b Investments - corporate stock (attach schedule) . . . . .	STMT 7.	2,630,116.	2,747,325.	3,031,153.
	c Investments - corporate bonds (attach schedule) . . . . .	STMT 10.	337,584.	285,964.	301,295.
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ► (attach schedule)				
	12 Investments - mortgage loans . . . . .				
	13 Investments - other (attach schedule) . . . . .				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ► (attach schedule)				
	15 Other assets (describe ►) . . . . .				
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .		3,572,234.	3,444,647.	3,772,545.
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
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted . . . . .				
Net Assets or Fund Balances	25 Temporarily restricted . . . . .				
	26 Permanently restricted . . . . .				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds . . . . .		3,572,234.	3,444,647.	
	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) . . . . .		3,572,234.	3,444,647.	
	31 Total liabilities and net assets/fund balances (see instructions) . . . . .		3,572,234.	3,444,647.	

## Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	1	3,572,234.
2 Enter amount from Part I, line 27a . . . . .	2	-138,445.
3 Other increases not included in line 2 (itemize) ► SEE STATEMENT 11	3	11,094.
4 Add lines 1, 2, and 3 . . . . .	4	3,444,883.
5 Decreases not included in line 2 (itemize) ► SEE STATEMENT 12	5	236.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	3,444,647.

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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.)
<b>1a PUBLICLY TRADED SECURITIES</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>		
<b>a</b> 579,319.		611,493.	-32,174.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
<b>(i) F.M.V. as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col. (i) over col. (j), if any</b>			
<b>a</b>			-32,174.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b>	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		<b>2</b>	-32,174.	
<b>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 . . . . .</b>			<b>3</b>		

**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	177,067.	3,824,366.	0.046300
2010	179,571.	3,655,601.	0.049122
2009	191,297.	3,384,152.	0.056527
2008	185,469.	3,633,542.	0.051044
2007	183,767.	4,255,012.	0.043188

- 2 Total of line 1, column (d) . . . . . **2** 0.246181
- 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** 0.049236
- 4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 . . . . . **4** 3,740,137.
- 5 Multiply line 4 by line 3 . . . . . **5** 184,149.
- 6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . . **6** 833.
- 7 Add lines 5 and 6 . . . . . **7** 184,982.
- 8 Enter qualifying distributions from Part XII, line 4 . . . . . **8** 182,105.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	1	1,666.
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 . . .			
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	1,666.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .		4	NONE
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . .		5	1,666.
6	<b>Credits/Payments:</b>			
a	2012 estimated tax payments and 2011 overpayment credited to 2012 . . .	6a		4,144.
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	4,144.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . .		8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter amount owed . . .		9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . .		10	2,478.
11	Enter the amount of line 10 to be <b>Credited to 2013 estimated tax</b> ► <input type="checkbox"/> 1,668 . Refunded ► <input type="checkbox"/> 810.		11	810.

**Part VII-A Statements Regarding Activities**

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . .	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . .	X	
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		
1c	Did the foundation file <b>Form 1120-POL</b> 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? . . . <i>If "Yes," attach a detailed description of the activities.</i>	X	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . .	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 <b>Form 990-T</b> for this year? . . .	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . <i>If "Yes," attach the statement required by General Instruction T.</i>	X	
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . .	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i> . . .	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <b>MA</b>		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i> . . .	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)? <i>If "Yes," complete Part XIV</i> . . .	X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . .	X	

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**Part VII-A Statements Regarding Activities (continued)**

11		X
12		X
13	X	
Website address ► <u>N/A</u>		
14	US TRUST FIDUCIARY TAX SERVICES	Telephone no. ► (888) 866-3275
	Located at ► <u>PO BOX 1802, PROVIDENCE, RI</u>	ZIP+4 ► <u>02901-1802</u>
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► <input type="checkbox"/>	
and enter the amount of tax-exempt interest received or accrued during the year.		
16	Yes	No
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? . . . . . See the instructions for exceptions and filing requirements for Form TD F 90-221. If "Yes," enter the name of the foreign country ►		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
1a	During the year did the foundation (either directly or indirectly)	
(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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . .	
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	
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? . . . . .	
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? . . . . .	
	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.) . . . . .	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► . . . . .	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	
	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If "Yes," did it have excess business holdings in 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) . . . . .	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? . . . . .	

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

5a	During the year did the foundation pay or incur any amount to:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?			5b	
	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?	<input type="checkbox"/> Yes <input type="checkbox"/> No			
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b	X
	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			7b	

**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
BANK OF AMERICA 225 FRANKLIN STREET, BOSTON, MA 02110	TRUSTEE 1	33,301.		- 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
-----				
-----				
-----				
-----				
-----				
-----				
Total number of other employees paid over \$50,000	►			

**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.	Expenses
1 <b>NONE</b>	
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
<b>1</b>	<b>NONE</b>	
<b>2</b>		
All other program-related investments See instructions		
<b>3</b>	<b>NONE</b>	
<b>Total.</b> 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	3,666,933.
b Average of monthly cash balances . . . . .	1b	130,160.
c Fair market value of all other assets (see instructions) . . . . .	1c	NONE
d <b>Total</b> (add lines 1a, b, and c) . . . . .	1d	3,797,093.
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	3,797,093.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) . . . . .	4	56,956.
5 <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	5	3,740,137.
6 <b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	6	187,007.

**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	187,007.
2a Tax on investment income for 2012 from Part VI, line 5 . . . . .	2a	1,666.
b Income tax for 2012. (This does not include the tax from Part VI.) . . . . .	2b	
c Add lines 2a and 2b . . . . .	2c	1,666.
3 Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	3	185,341.
4 Recoveries of amounts treated as qualifying distributions . . . . .	4	NONE
5 Add lines 3 and 4 . . . . .	5	185,341.
6 Deduction from distributable amount (see instructions) . . . . .	6	NONE
7 <b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	7	185,341.

**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	182,105.
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 <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	4	182,105.
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	N/A
6 <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	6	182,105.

**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 . . . . .				185,341.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only . . . . .			NONE	
b Total for prior years 20 ____,20 ____,20 ____		NONE		
3 Excess distributions carryover, if any, to 2012:				
a From 2007 . . . . .	NONE			
b From 2008 . . . . .	NONE			
c From 2009 . . . . .	20,585.			
d From 2010 . . . . .	NONE			
e From 2011 . . . . .	NONE			
f Total of lines 3a through e . . . . .	20,585.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 182,105.				
a Applied to 2011, but not more than line 2a . . . . .			NONE	
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 . . . . .				182,105.
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).)		3,236.		3,236.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	17,349.			
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 . . . . .			NONE	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013 . . . . .				
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 . . . . .	17,349.			
10 Analysis of line 9:				
a Excess from 2008 . . . . .	NONE			
b Excess from 2009 . . . . .	17,349.			
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**

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

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

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

**NONE**

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

**NONE****2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

**a** The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

**SEE STATEMENT 13**

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

**SEE ATTACHED STATEMENT FOR LINE 2**

**c** Any submission deadlines:

**SEE ATTACHED STATEMENT FOR LINE 2**

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

**SEE ATTACHED STATEMENT FOR LINE 2**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b>				
SEE STATEMENT 17				168,350.
<b>Total</b>			► 3a	168,350.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			► 3b	

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

**1 Program service revenue:**

a \_\_\_\_\_  
 b \_\_\_\_\_  
 c \_\_\_\_\_  
 d \_\_\_\_\_  
 e \_\_\_\_\_  
 f \_\_\_\_\_

g Fees and contracts from government agencies

2 Membership dues and assessments . . . . .

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities . . . . .

5 Net rental income or (loss) from real estate:

a Debt-financed property . . . . .  
 b Not debt-financed property . . . . .

6 Net rental income or (loss) from personal property . . . . .

7 Other investment income . . . . .

8 Gain or (loss) from sales of assets other than inventory

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) . . . . .

13 Total. Add line 12, columns (b), (d), and (e) . . . . .

(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.)

NOT APPLICABLE

**Form 990-PF (2012)**

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

	Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a Transfers from the reporting foundation to a noncharitable exempt organization of:		
(1) Cash . . . . .	1a(1)	X
(2) Other assets . . . . .	1a(2)	X
b Other transactions:		
(1) Sales of assets to a noncharitable exempt organization . . . . .	1b(1)	X
(2) Purchases of assets from a noncharitable exempt organization . . . . .	1b(2)	X
(3) Rental of facilities, equipment, or other assets . . . . .	1b(3)	X
(4) Reimbursement arrangements . . . . .	1b(4)	X
(5) Loans or loan guarantees . . . . .	1b(5)	X
(6) Performance of services or membership or fundraising solicitations . . . . .	1b(6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .	1c	X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? . . . . .  Yes  No

**b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign  
Here**

Under penalties of perjury, I declare that I  
correct, and complete Declaration of preparer

Signature of officer authorized

04/24/2013

Date \_\_\_\_\_

SVP Tax

### Title

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

BANK OF AMERICA, N.A.					
<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ►			Firm's EIN ►	
	Firm's address ►			Phone no	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC SR UNSEC'D GLOBAL NT	2,620.	2,620.
ABBOTT LABORATORIES	653.	653.
AIR PRODUCTS AND CHEMICALS INC	375.	375.
AMERICAN WTR WKS CO INC NEW COM	605.	605.
APPLE INC COM	530.	530.
ARBITRAGE FUND CL I	1,479.	1,479.
AUTOMATIC DATA PROCESSING INC	367.	367.
BAXTER INTERNATIONAL INC	336.	336.
BECTON DICKINSON & COMPANY	277.	277.
BERKSHIRE HATHAWAY FIN CORP GTD SR NT	2,300.	2,300.
BLACKROCK INC CL A	600.	600.
BOTTLING GROUP LLC NT	1,375.	1,375.
CHEVRONTEXACO CORP COM	180.	180.
CHUBB CORPORATION	486.	486.
CISCO SYSTEMS INC SR NT	500.	500.
COCA COLA CO COM	1,450.	1,450.
COLUMBIA INCOME OPPORTUNITIES FUND CL Z	408.	408.
COLUMBIA SHORT TERM BOND FUND CLASS Z SH	2,076.	2,076.
COLUMBIA INTERMEDIATE BOND FUND CLASS Z	2,757.	2,757.
COLUMBIA STRATEGIC INVESTOR FUND CLASS Z	3,676.	3,676.
CULLEN FROST BANKERS INC COM	3,327.	3,327.
DANAHER CORPORATION	476.	476.
DIAMOND OFFSHORE DRILLING INC COM	10.	10.
EMERSON ELEC CO	700.	700.
EXXON MOBIL CORPORATION	483.	483.
FEDERAL FARM CR BKS CONS BD	872.	872.
FEDERAL FARM CR BKS CONS BD	3,788.	3,788.
FEDERAL HOME LN BKS CONS BD	1,990.	1,990.
FEDERAL HOME LN BKS CONS BD	2,250.	2,250.
FEDERAL HOME LN MTG CORP NT	1,813.	1,813.
FEDERAL NATL MTG ASSN BENCHMARK NT	2,563.	2,563.
DP6172 L775 04/24/2013 14:53:56	2,500.	2,500.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INCOME INVESTMENT INCOME
FREEPORT-MCMORAN COPPER & GOLD INC COM	428.	428.
GENERAL DYNAMICS CORP	298.	298.
HOME DEPOT INC	580.	580.
HONEYWELL INTERNATIONAL INC	458.	458.
INTEL CORPORATION	435.	435.
INTERNATIONAL BUSINESS MACHS	347.	347.
ISHARES DJ SELECT DIVIDEND INDEX FUND	6,364.	6,364.
ISHARES MSCI EMERGING MKTS INDEX FUND	1,055.	1,055.
ISHARES BARCLAYS 1-3 YR TREAS BD FUND	313.	313.
I SHR MSCI EAFE INDEX FUND	10,397.	10,397.
ISHARES S&P SMALLCAP 600 INDEX FUND	1,545.	1,545.
ISHARES BARCLAYS INTERMEDIATE CR BD FUND	3,262.	3,262.
JOHNSON & JOHNSON NT	480.	480.
KRAFT FOODS INC CL A COM	2,775.	2,775.
MICROSOFT CORPORATION	522.	522.
NESTLE S A SPONSORED ADR	415.	415.
NIKE INC CL B	739.	739.
NOVARTIS AG ADR	108.	108.
OCCIDENTAL PETROLEUM CORPORATION	745.	745.
PIMCO TOTAL RETURN FUND INSTL	740.	740.
FNC BK CORP	1,423.	1,423.
PEPSICO INCORPORATED	428.	428.
PFIZER INC	316.	316.
PHILIP MORRIS INTL INC COM	1,320.	1,320.
PIMCO GLOBAL MULTI-ASSET FUND INSTL CL	948.	948.
PROCTER & GAMBLE CO COM	2,157.	2,157.
QUALCOMM INC	553.	553.
REPUBLIC SERVICES INC CL A	290.	290.
ROWE T PRICE INTL FUNDS INC INTL BD FUND	448.	448.
SPDR S&P MIDCAP 400 ETF TR UNIT SER 1 ST	868.	868.
SCHLUMBERGER LIMITED	2,650.	2,650.
AIM LIQUID ASSETS PORTFOLIO	165.	165.
DP6172 L775 04/24/2013 14:53:56	211.	211.

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SMUCKER J M CO COM NEW	296.	296.
STANLEY BLACK & DECKER INC COM	450.	450.
ST STREET BK & TR DTD 9/24/2003 5.25% DU	2,625.	2,625.
TJX COMPANIES INCORPORATED NEW	238.	238.
TARGET CORP	264.	264.
TEXAS INSTRS INC	450.	450.
3M CO COM	472.	472.
UNITED PARCEL SERVICE CL B	456.	456.
UNITED STATES TREAS NT DTD 08/15/02 4.62	2,188.	2,188.
UNITED STATES TREAS NTS DTD 05/15/04	1,188.	1,188.
VANGUARD FTSE EMERGING MKTS ETF	4,032.	4,032.
VERIZON COMMUNICATIONS	1,008.	1,008.
WELLS FARGO COMPANY	440.	440.
WELLS FARGO & CO NEW SR NT	2,188.	2,188.
YUM BRANDS INC COM	357.	357.
ACCENTURE PLC CL A COM	223.	223.
INGERSOLL-RAND CO LTD COM	80.	80.
TE CONNECTIVITY LTD COM	405.	405.
<b>TOTAL</b>	<b>104,965.</b>	<b>104,885.</b>



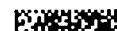
## FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	223.	223.
EXCISE TAX - PRIOR YEAR	3,387.	
EXCISE TAX ESTIMATES	4,144.	
FOREIGN TAXES ON QUALIFIED FOR	1,082.	1,082.
FOREIGN TAXES ON NONQUALIFIED	220.	220.
TOTALS	9,056.	1,525.



## FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER CHARITABLE EXPENSES	400.		
OTHER CHARITABLE EXPENSES	35.		
OTHER INVESTMENT FEE	9.		
INVSTM'T EXP - INTEREST INCOME	85.	85.	
TOTALS	529.	94.	435.



JOHN W BOYNTON FUND

04-6036706

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

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
912828CJ7 UNITED STATES TREAS	25,583.	26,543.
3133XASA6 FEDERAL HOME LN BKS	50,408.	54,280.
3133XSAE8 FEDERAL HOME LN BKS	51,777.	51,359.
31331XZB1 FEDERAL FARM CR BKS	73,584.	89,182.
31331YPE4 FEDERAL FARM CR BKS	50,797.	53,631.
31359MA45 FEDERAL NATL MTG ASS	49,415.	55,308.
TOTALS	301,564.	330,303.

2013-04-24

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV	ENDING DI
4 64287168 ISHARES DJ SELECT DI	167,912.	171,720.	
4 64287234 ISHARES MSCI EMERGIN	56,074.	53,353.	
4 64287457 ISHARES BARCLAYS 1-3	83,707.	84,420.	
4 64287465 ISHARES MSCI EAFE IN	302,652.	312,730.	
4 64287804 CEF ISHARES CORE S&P	98,238.	111,293.	
4 64288638 ISHARES BARCLAYS INT	100,268.	103,500.	
78463V107 SPDR GOLD TR GOLD SH	60,120.	81,010.	
78467Y107 SPDR S&P MIDCAP 400	198,676.	232,138.	
922042858 VANGUARD MSCI EMERGI	144,933.	164,984.	
166764100 CHEVRON CORP COM	23,369.	21,628.	
25271C102 DIAMOND OFFSHORE DRI	10,749.	13,592.	
30231G102 EXXON MOBIL CORP COM	30,366.	34,620.	
674599105 OCCIDENTAL PETE CORP	24,233.	22,983.	
806857108 SCHLUMBERGER LTD COM	13,255.	13,860.	
009158106 AIR PRODS & CHEMS IN	12,349.	12,603.	
35671D857 FREEPORT-MCMORAN COP	11,967.	12,312.	
G47791101 INGERSOLL-RAND CO LT	11,311.	11,990.	
235851102 DANAHER CORP DEL COM	10,783.	11,180.	
291011104 EMERSON ELEC CO COM	14,673.	15,888.	
438516106 HONEYWELL INTL INC C	12,704.	19,041.	
760759100 REPUBLIC SVCS INC CO	13,373.	14,665.	
88579Y101 3M CO COM	15,740.	18,570.	
911312106 UNITED PARCEL SVC IN	14,275.	14,746.	
437076102 HOME DEPOT INC COM	13,420.	30,925.	
872540109 TJX COS INC NEW COM	12,577.	22,923.	
87612E106 TARGET CORP COM	10,336.	11,834.	
988498101 YUM BRANDS INC COM	17,329.	19,920.	
03524A108 ANHEUSER BUSCH INBEV	21,514.	21,853.	
191216100 COCA COLA CO COM	13,521.	14,500.	



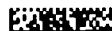
## FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
50076Q106 KRAFT FOODS GROUP INC	5,588.	6,821.
609207105 MONDELEZ INTL INC CO	10,336.	11,454.
641069406 NESTLE S A SPONSORED	13,392.	22,789.
718172109 PHILIP MORRIS INTL I	18,344.	25,092.
742718109 PROCTER & GAMBLE CO	15,988.	16,973.
002824100 ABBOTT LABS COM	16,661.	21,288.
071813109 BAXTER INTL INC COM	14,468.	19,998.
075887109 BECTON DICKINSON & C	10,630.	11,729.
478160104 JOHNSON & JOHNSON CO	12,741.	14,020.
717081103 PFIZER INC COM	33,269.	37,619.
09247X101 BLACKROCK INC CL A	21,339.	25,839.
171232101 CHUBB CORP COM	20,090.	22,596.
2298899109 CULLEN / FROST BANK	15,824.	16,281.
693475105 PNC FINL SVCS GROUP	19,541.	20,409.
949746101 WELLS FARGO & CO NEW	12,787.	17,090.
962166104 WEYERHAUSER CO COM	11,554.	19,474.
G1151C101 ACCENTURE PLC CL A C	8,105.	9,975.
H84989104 TE CONNECTIVITY LTD	15,026.	18,560.
037833100 APPLE INC COM	35,482.	53,217.
053015103 AUTOMATIC DATA PROCE	15,973.	17,648.
17275R102 CISCO SYS INC COM	17,870.	19,649.
458140100 INTEL CORP COM	11,973.	10,310.
459200101 INTERNATIONAL BUSINE	10,891.	20,113.
594918104 MICROSOFT CORP COM	13,053.	13,355.
747525103 QUALCOMM INC COM	17,210.	18,558.
882508104 TEXAS INSTRS INC COM	16,703.	19,306.
92343V104 VERIZON COMMUNICATIO	18,355.	21,635.
030420103 AMERICAN WTR WKS CO	15,611.	18,565.
03875R205 ARBITRAGE FUND CL I	50,000.	49,002.



## FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
19765P166 COLUMBIA STRATEGIC I	133,611.	136,133.
19765Y688 COLUMBIA SELECT LARG	75,000.	91,742.
693390700 PIMCO TOTAL RETURN F	25,000.	25,453.
19763T889 COLUMBIA INCOME OPPO	35,000.	37,557.
19765H362 COLUMBIA SHORT TERM	165,096.	167,224.
19765N468 COLUMBIA INTERMEDIAT	81,640.	84,127.
22544R305 CREDIT SUISSE COMMOD	91,000.	86,736.
72201P100 PIMCO GLOBAL MULTI-A	86,750.	89,736.
77956H104 ROWE T PRICE INTL FD	35,000.	38,299.
<b>TOTALS</b>	<b>2,747,325.</b>	<b>3,031,153.</b>



## FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
084664BD2 BERKSHIRE HATHAWAY F	52,153.	50,775.
10138MAGO BOTTLING GROUP LLC N	25,283.	28,568.
117275RAG7 CISCO SYS INC SR NT	53,051.	52,185.
478160AQ7 JOHNSON & JOHNSON NT	54,512.	60,324.
857449AB8 ST STREET BK & TR DT	51,005.	59,294.
949746NY3 WELLS FARGO & CO NEW	49,960.	50,149.
TOTALS	285,964.	301,295.





JOHN W BOYNTON FUND

04-6036706

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

DESCRIPTION	AMOUNT
TYE INCOME ADJU	2,278.
TYE SALES ADJU	8,816.
TOTAL	11,094.

JOHN W BOYNTON FUND

04-6036706

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

DESCRIPTION	AMOUNT
SECURITIES ADJU	235.
ROUNDING ADJU	1.
<b>TOTAL</b>	<b>236.</b>

JOHN W BOYNTON FUND  
FORM 990PF, PART XV - LINES 2a - 2d

=====

04-6036706

RECIPIENT NAME:  
MICHAEL INNOCENTI

ADDRESS:  
BANK OF AMERICA NA, 225 FRANKLIN ST, 3RD FL  
BOSTON, MA 02110

RECIPIENT'S PHONE NUMBER: 617-897-3160

FORM, INFORMATION AND MATERIALS:

ONCE MR INNOCENTI HAS BEEN CONTACTED AN  
APPLICATION WILL BE MAILED OUT TO THE RECIPANT

SUBMISSION DEADLINES:

SEE ATTACHED

RESTRICTIONS OR LIMITATIONS ON AWARDS:  
TO THE TOWN OF ATHOL AND CHILDREN, BUT NOT  
LIMITED TO  
SEE ATTACHED FOR ADDITIONAL INFORMATION

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JOHN W BOYNTON FUND  
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID  
=====

RECIPIENT NAME:  
ASSISTED LIVING CENTER, INC.  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 15,000.

RECIPIENT NAME:  
ATHOL AREA UNITED WAY  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 20,000.

RECIPIENT NAME:  
ATHOL AREA YMCA  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 21,000.

RECIPIENT NAME:  
ASIAN CENTER OF MERRIMACK VALLEY  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 6,000.

JOHN W BOYNTON FUND  
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID  
=====

RECIPIENT NAME:  
FRIENDS OF JEWISH COMM. HSG  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
FRIENDSHIPWORKS  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 9,350.

RECIPIENT NAME:  
HEARTH, INC.  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
HOMEOWNER OPTIONS FOR MA. ELDERS  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GRANT TO PREVENT ELDER HOMEOWNER DISPLACEMENT  
FOUNDATION STATUS OF RECIPIENT:  
PRIVATE FOUNDATION  
AMOUNT OF GRANT PAID ..... 8,000.

JOHN W BOYNTON FUND  
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

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RECIPIENT NAME:  
INQUILINOS BORICUAS EN ACCION  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 8,000.

RECIPIENT NAME:  
MASS HOME CARE  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 20,000.

RECIPIENT NAME:  
MERRIMACK VALLEY FOOD BANK, INC  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 8,000.

RECIPIENT NAME:  
MT. GRACE LAND CONSERVATION TRUST  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 10,000.

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JOHN W BOYNTON FUND  
 FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID  
 =====

RECIPIENT NAME:  
 NORTH QUABBIN CITIZEN ADVOCACY  
 RELATIONSHIP:  
 NONE  
 PURPOSE OF GRANT:  
 UNRESTRICTED GENERAL SUPPORT  
 FOUNDATION STATUS OF RECIPIENT:  
 PC  
 AMOUNT OF GRANT PAID ..... 5,500.

RECIPIENT NAME:  
 SCANDINAVIAN CHARITABLE SOCIETY  
 RELATIONSHIP:  
 NONE  
 PURPOSE OF GRANT:  
 UNRESTRICTED GENERAL SUPPORT  
 FOUNDATION STATUS OF RECIPIENT:  
 PC  
 AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
 S. COASTAL COUNTIES LEGAL SERVICE  
 RELATIONSHIP:  
 NONE  
 PURPOSE OF GRANT:  
 UNRESTRICTED GENERAL SUPPORT  
 FOUNDATION STATUS OF RECIPIENT:  
 PC  
 AMOUNT OF GRANT PAID ..... 7,500.

RECIPIENT NAME:  
 WOMEN OF MEANS, INC.  
 RELATIONSHIP:  
 NONE  
 PURPOSE OF GRANT:  
 UNRESTRICTED GENERAL SUPPORT  
 FOUNDATION STATUS OF RECIPIENT:  
 PC  
 AMOUNT OF GRANT PAID ..... 5,000.

TOTAL GRANTS PAID: 168,350.  
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JOHN W BOYNTON FUND

04-6036706

## FEDERAL FOOTNOTES

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

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