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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

2012

Open to Public Inspection

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

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

Name of foundation
MARY ALICE ARAKELIAN FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
225 FRANKLIN ST MA1-225-04-02

City or town, state, and ZIP code
BOSTON, MA 02110

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **6,541,451.**

J Accounting method. ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

A Employer identification number
04-6155695

B Telephone number (see instructions)
888-866-3275

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

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 <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	178,617.	178,617.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	462,400.			
	b Gross sales price for all assets on line 6a 2,757,539.				
	7 Capital gain net income (from Part IV, line 2)		462,400.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	3,897.			STMT 4
	12 Total Add lines 1 through 11	644,914.	641,017.		
	13 Compensation of officers, directors, trustees, etc	71,927.			71,927.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 5	1,250.	NONE	NONE	1,250.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 6	2,316.	2,316.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 7	183.	113.		70.
	24 Total operating and administrative expenses. Add lines 13 through 23	75,676.	2,429.	NONE	73,247.
	25 Contributions, gifts, grants paid	281,500.			281,500.
	26 Total expenses and disbursements Add lines 24 and 25	357,176.	2,429.	NONE	354,747.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	287,738.			
	b Net investment income (if negative, enter -0-)		638,588.		
	c Adjusted net income (if negative, enter -0-)				

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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		NONE		
	2	Savings and temporary cash investments		125,420.	602,986.	602,986.
	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 ▶		NONE		
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)	STMT 8	524,218.	373,633.	540,340.
	b	Investments - corporate stock (attach schedule)	STMT 9	4,171,629.	4,132,422.	4,758,962.
	c	Investments - corporate bonds (attach schedule)	STMT 11	610,285.	610,285.	639,163.
	11	Investments - land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule) ▶		NONE			
12	Investments - mortgage loans		NONE			
13	Investments - other (attach schedule)		NONE			
14	Land, buildings, and equipment basis					
	Less accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)		NONE			
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		5,431,552.	5,719,326.	6,541,451.	
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 <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds		5,431,552.	5,719,326.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		NONE		
	30	Total net assets or fund balances (see instructions)		5,431,552.	5,719,326.	
	31	Total liabilities and net assets/fund balances (see instructions)		5,431,552.	5,719,326.	

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	5,431,552.
2	Enter amount from Part I, line 27a	2	287,738.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 12	3	36.
4	Add lines 1, 2, and 3	4	5,719,326.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,719,326.

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 2,757,539.		2,295,139.	462,400.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a			462,400.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	462,400.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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	404,308.	6,604,158.	0.061220
2010	276,604.	6,333,598.	0.043672
2009	345,930.	5,789,746.	0.059749
2008	365,988.	6,680,387.	0.054785
2007	356,869.	7,649,182.	0.046655
2 Total of line 1, column (d)			2 0.266081
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 0.053216
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 6,474,174.
5 Multiply line 4 by line 3			5 344,530.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 6,386.
7 Add lines 5 and 6			7 350,916.
8 Enter qualifying distributions from Part XII, line 4			8 354,747.

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	6,386.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" 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	6,386.
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	6,386.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,352.	
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	1,352.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	5,034.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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)? 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		X
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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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? 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? If "Yes," attach the statement required by General Instruction T		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? 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) <input type="checkbox"/> MA		
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

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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>US TRUST FIDUCIARY TAX SERVICES</u> Telephone no ▶ <u>(888) 866-3275</u> 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 and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u>			
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 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1b	
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?	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	
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)	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** 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? ☐ 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
SEE STATEMENT 13		71,927.	-0-	-0-

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

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

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		▶

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 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
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	6,326,707.
b	Average of monthly cash balances	1b	246,058.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	6,572,765.
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	6,572,765.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	98,591.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,474,174.
6	Minimum investment return. Enter 5% of line 5	6	323,709.

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	323,709.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	6,386.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,386.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	317,323.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	317,323.
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	317,323.

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	354,747.
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	354,747.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	6,386.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	348,361.

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				317,323.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			281,401.	
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	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 ▶ \$ 354,747.				
a Applied to 2011, but not more than line 2a . . .			281,401.	
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				73,346.
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				243,977.
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)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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))

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 15

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 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 SEE ATTACHED STATEMENT	NONE	SEE ATTACH	SEE ATTACHED	281,500.
Total			▶ 3a	281,500.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Part XVI-A Analysis of Income-Producing Activities					
Enter gross amounts unless otherwise indicated		Unrelated business income	Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	178,617.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property .					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	462,400.	
9 Net income or (loss) from special events . . .					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a _____					
b <u>FEDERAL TAX REFUND</u>			1	3,897.	
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)				644,914.	
13 Total. Add line 12, columns (b), (d), and (e)				644,914.	

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

[illegible]

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.		

[illegible]

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

Signature of officer or trustee

Date _____

Title

MARK WELCH

Print/Type preparer's name

Preparer's signature

Date _____

Check <input type="checkbox"/> if self-employed

PTIN

P00146417

Firm's name ► BANK OF AMERICA

Firm's EIN ► 94-1687665

Firm's address ► P O BOX 1802

PROVIDENCE, RI

02901-1802

Phone no

Form **990-PF** (2012)

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AT&T INC	1,835.	1,835.
ABBOTT LABORATORIES	2,147.	2,147.
AIR PRODUCTS AND CHEMICALS INC	1,369.	1,369.
AMERICAN ELECTRIC POWER CO	1,354.	1,354.
AMERICAN WTR WKS CO INC NEW COM	864.	864.
APPLE INC COM	716.	716.
AUTOMATIC DATA PROCESSING INC	1,155.	1,155.
BAXTER INTERNATIONAL INC	1,601.	1,601.
BECTON DICKINSON & COMPANY	1,204.	1,204.
BLACKROCK INC CL A	2,385.	2,385.
BOFA MONEY MARKET RESERVES INSTITUTIONAL	237.	237.
BOFA MONEY MARKET RESERVES CAPITAL CLASS	83.	83.
CHEVRONTXACO CORP COM	783.	783.
CHUBB CORPORATION	1,341.	1,341.
CISCO SYSTEMS INCORPORATED	1,585.	1,585.
COCA COLA CO COM	775.	775.
COLUMBIA ACORN FUND CLASS Z SHARES	1,676.	1,676.
COLUMBIA ACORN INTERNATIONAL FUND CL Z	3,912.	3,912.
COLUMBIA INCOME OPPORTUNITIES FUND CL Z	12,657.	12,657.
COMCAST CORP NEW CL A COM	197.	197.
COSTCO WHSL CORP NEW COM	533.	533.
CULLEN FROST BANKERS INC COM	605.	605.
DARDEN RESTAURANTS INC	1,190.	1,190.
DEERE JOHN CAP CORP BD	5,100.	5,100.
DIAMOND OFFSHORE DRILLING INC COM	1,978.	1,978.
EMERSON ELEC CO	1,320.	1,320.
EXXON MOBIL CORPORATION	2,075.	2,075.
FEDERAL HOME LN MTG CORP NT	7,688.	7,688.
FEDEX CORP	42.	42.
FREEMPORT-MCMORAN COPPER & GOLD INC COM	1,281.	1,281.
GENERAL DYNAMICS CORP	2,012.	2,012.
HESS CORP COM	128.	128.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
HOME DEPOT INC	1,192.	1,192.
HONEYWELL INTERNATIONAL INC	1,201.	1,201.
HONEYWELL INTL INC SR NT	5,400.	5,400.
INTERNATIONAL BUSINESS MACHS	1,656.	1,656.
INTUIT INC	146.	146.
ISHARES RUSSELL MIDCAP VALUE INDEX FUND	4,671.	4,671.
ISHARES S&P U S PFD STK INDEX FUND	4,766.	4,766.
J P MORGAN CHASE & CO COM	2,777.	2,777.
JPMORGAN CHASE & CO SR NT	3,700.	3,700.
JOHNSON & JOHNSON	2,065.	2,065.
KELLOGG CO	796.	796.
KIMBERLY CLARK CORP COM	385.	385.
KRAFT FOODS INC CL A COM	397.	397.
MACYS INC COM	125.	125.
MCDONALDS CORP	1,050.	1,050.
MCKESSON HBOC INC	80.	80.
MERCK & CO INC SR UNSEC D NT	4,000.	4,000.
MICROSOFT CORPORATION	1,766.	1,766.
MONSANTO CO NEW COM	105.	105.
NESTLE S A SPONSORED ADR	2,535.	2,535.
NEXTERA ENERGY INC COM	720.	720.
OCCIDENTAL PETROLEUM CORPORATION	2,706.	2,706.
PG&E CORP COM	284.	284.
PNC BK CORP	1,035.	1,035.
PACKAGING CORP OF AMERICA	200.	200.
PEPSICO INCORPORATED	2,368.	2,368.
PFIZER INC	2,321.	2,321.
PHILIP MORRIS INTL INC COM	2,744.	2,744.
PROCTER & GAMBLE CO COM	2,044.	2,044.
QUALCOMM INC	1,019.	1,019.
REPUBLIC SERVICES INC CL A	847.	847.
SBC COMMUNICATIONS INC NT	5,100.	5,100.
SCHLUMBERGER LIMITED	839.	839.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
SMUCKER J M CO COM NEW	1,345.	1,345.
STANLEY BLACK & DECKER INC COM	1,938.	1,938.
TJX COMPANIES INCORPORATED NEW	554.	554.
TARGET CORP	1,013.	1,013.
THORNBURG INTL VALUE FUND CL I	4,446.	4,446.
3M CO COM	460.	460.
US BANCORP DEL COM NEW	953.	953.
UNILEVER CAP CORP CO GTD SR NT	3,650.	3,650.
UNITED PARCEL SERVICE CL B	1,328.	1,328.
UNITED STATES TREAS BOND DTD 05/15/86 7.	3,625.	3,625.
UNITED STATES TREAS BD DTD 08/17/92 7.25	7,250.	7,250.
UNITED STATES TREAS BD DTD 02/16/93 7.12	7,125.	7,125.
US TREASURY BONDS 6.25% 8/15/23	3,125.	3,125.
UNITED STATES TREAS BD DTD 08/15/95 6.87	3,438.	3,438.
U.S. TREASURY BONDS	1,200.	1,200.
UNITED TECHNOLOGIES CORP	2,097.	2,097.
VANGUARD FTSE EMERGING MKTS ETF	9,794.	9,794.
WELLS FARGO COMPANY	550.	550.
YUM BRANDS INC COM	302.	302.
TE CONNECTIVITY LTD COM	1,556.	1,556.
	-----	-----
TOTAL	178,617.	178,617.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL TAX REFUND	3,897.

TOTALS	3,897.
	=====

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

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

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	380.	380.
FOREIGN TAXES ON QUALIFIED FOR	1,454.	1,454.
FOREIGN TAXES ON NONQUALIFIED	482.	482.
	-----	-----
TOTALS	2,316.	2,316.
	=====	=====

MARY ALICE ARAKELIAN FOUNDATION

04-6155695

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER CHARITABLE EXPENSES	70.		70.
OTHER INVESTMENT FEE	28.	28.	
INVTMT EXP - INTEREST INCOME	85.	85.	
TOTALS	183.	113.	70.

MARY ALICE ARAKELIAN FOUNDATION

04-6155695

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

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED STATEMENT		
912810DW5 UNITED STATES TREAS	50,984.	61,383.
912810EM6 UNITED STATES TREAS	101,938.	150,539.
912810EP9 UNITED STATES TREAS	102,055.	150,781.
912810EQ7 UNITED STATES TREAS	46,445.	71,688.
912810EV6 UNITED STATES TREAS	50,273.	77,008.
912810EW4 UNITED STATES TREAS	21,938.	28,941.
	-----	-----
TOTALS	373,633.	540,340.
	=====	=====

MARY ALICE ARAKELIAN FOUNDATION
FORM 990PF, PART II - CORPORATE STOCK
=====

04-6155695

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
SEE ATTACHED STATEMENT		
464287473 ISHARES RUSSELL MIDC	190,858.	223,267.
464288687 ISHARES S&P U S PFD	73,765.	79,240.
922042858 VANGUARD MSCI EMERGI	355,033.	400,770.
25271C102 DIAMOND OFFSHORE DRI	47,732.	51,650.
30231G102 EXXON MOBIL CORP COM	55,204.	119,439.
674599105 OCCIDENTAL PETE CORP	77,827.	78,908.
806857108 SCHLUMBERGER LTD COM	67,922.	69,299.
009158106 AIR PRODS & CHEMS IN	57,675.	58,394.
35671D857 FREEPOR-MCMORAN COP	58,927.	47,880.
369550108 GENERAL DYNAMICS COR	29,379.	30,825.
854502101 STANLEY BLACK & DECK	90,442.	89,874.
88579Y101 3M CO COM	72,764.	72,423.
911312106 UNITED PARCEL SVC IN	67,077.	66,726.
913017109 UNITED TECHNOLOGIES	29,221.	75,039.
237194105 DARDEN RESTAURANTS I	38,324.	36,732.
437076102 HOME DEPOT INC COM	48,626.	77,931.
872540109 TJX COS INC NEW COM	45,053.	66,647.
87612E106 TARGET CORP COM	46,489.	52,661.
988498101 YUM BRANDS INC COM	58,667.	59,760.
191216100 COCA COLA CO COM	57,686.	55,100.
50076Q106 KRAFT FOODS GROUP IN	19,289.	20,734.
609207105 MONDELEZ INTL INC CO	35,734.	34,871.
713448108 PEPSICO INC COM	24,789.	55,086.
718172109 PHILIP MORRIS INTL I	68,759.	74,858.
742718109 PROCTER & GAMBLE CO	58,026.	57,707.
832696405 SMUCKER J M CO NEW C	52,332.	57,350.
002824100 ABBOTT LABS COM	53,418.	70,740.
071813109 BAXTER INTL INC COM	56,168.	73,326.

MARY ALICE ARAKELIAN FOUNDATION
 FORM 990PF, PART II - CORPORATE STOCK
 =====

04-6155695

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
075887109 BECTON DICKINSON & C	48,734.	51,605.
478160104 JOHNSON & JOHNSON CO	62,764.	67,647.
717081103 PFIZER INC COM	41,640.	67,087.
09247X101 BLACKROCK INC CL A	36,510.	49,610.
171232101 CHUBB CORP COM	66,652.	73,060.
229899109 CULLEN / FROST BANKE	73,058.	68,380.
46625H100 J P MORGAN CHASE & C	74,108.	98,711.
949746101 WELLS FARGO & CO NEW	102,590.	100,831.
H84989104 TE CONNECTIVITY LTD	58,459.	60,320.
037833100 APPLE INC COM	98,137.	103,774.
053015103 AUTOMATIC DATA PROCE	53,244.	55,507.
17275R102 CISCO SYS INC COM	54,016.	57,769.
268648102 EMC CORP COM	82,434.	79,948.
459200101 INTERNATIONAL BUSINE	32,837.	83,324.
594918104 MICROSOFT CORP COM	36,848.	49,413.
747525103 QUALCOMM INC COM	44,396.	57,529.
00206R102 AT&T INC COM	86,153.	78,207.
025537101 AMERICAN ELEC PWR IN	79,628.	78,104.
197199409 COLUMBIA ACORN FUND	235,862.	358,057.
19763T889 COLUMBIA INCOME OPPO	233,208.	228,923.
22544R305 CREDIT SUISSE COMMOD	170,000.	150,840.
885215566 THORNBURG INTL VALUE	282,797.	308,856.
197199813 COLUMBIA ACORN INTER	141,161.	174,223.
	-----	-----
TOTALS	4,132,422.	4,758,962.
	=====	=====

MARY ALICE ARAKELIAN FOUNDATION
 FORM 990PF, PART II - CORPORATE BONDS
 =====

04-6155695

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED STATEMENT		
244217BK0 DEERE JOHN CAP CORP	98,799.	100,147.
438516AP1 HONEYWELL INTL INC S	101,083.	114,380.
46625HHP8 JPMORGAN CHASE & CO	101,402.	105,288.
589331AP2 MERCK & CO INC SR UN	105,500.	108,533.
78387GAP8 SBC COMMUNICATIONS I	99,060.	107,420.
904764AJ6 UNILEVER CAP CORP CO	104,441.	103,395.
	-----	-----
TOTALS	610,285.	639,163.
	=====	=====

MARY ALICE ARAKELIAN FOUNDATION

04-6155695

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

DESCRIPTION	AMOUNT
-----	-----
INCOME ADJ	35.
ROUNDING	1.

TOTAL	36.
	=====

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

=====

OFFICER NAME:

DONALD D. MITCHELL

ADDRESS:

PO BOX 156

WEST NEWBURYPORT, MA 01985

TITLE:

CO-TRUSTEE

COMPENSATION 10,000.

OFFICER NAME:

MS. MARY LARNARD

ADDRESS:

65 S HAMPTON RD

AMESBURY, MA 01913

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 8,000.

OFFICER NAME:

MR. MARK WELCH

ADDRESS:

PO BOX 695

NEWBURYPORT, MA 01950

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 12,000.

OFFICER NAME:

MS. KIMBERLY A. ROCK

ADDRESS:

52 CENTRAL ST

BYFIELD, MA 01922

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 8,000.

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

=====

OFFICER NAME:

MR. JOHN F. LEARY, III

ADDRESS:

23 BROAD STREET

NEWBURYPORT, MA 01950-2102

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 8,000.

OFFICER NAME:

BANK OF AMERICA

ADDRESS:

225 FRANKLIN ST

BOSTON, MA 02110

TITLE:

AGENT FOR FIDUCIARY

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 25,927.

TOTAL COMPENSATION:

71,927.

=====

MARY ALICE ARAKELIAN FOUNDATION
FORM 990PF, PART XV - LINES 2a - 2d
=====

04-6155695

RECIPIENT NAME:

MARK WELCH

ADDRESS:

PO BOX 695

NEWBURYPORT, MA 01950

FORM, INFORMATION AND MATERIALS:

N/A

SUBMISSION DEADLINES:

SEPTEMBER 15

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NONE

Posting Date	Amount	Distribution	Relationship to substantial contributor	Purpose	Foundation Status of Recipient
5/10/2012	(10,000 00)	BELLEVILLE IMPROVEMENT SOCIETY	NONE	UNRESTRICTED GENERAL SUPPORT	PC
5/10/2012	(45,000 00)	NEWBURYPORT EDUCATION FOUNDATION	NONE	UNRESTRICTED GENERAL SUPPORT	PC
7/10/2012	(10,000 00)	UNIVERSITY OF VERMONT	NONE	SCHOLARSHIP	PC
8/6/2012	(10,000 00)	MESSIAH COLLEGE	NONE	SCHOLARSHIP	PC
9/14/2012	(100,000 00)	ANNA JAKUES HOSPITAL	NONE	UNRESTRICTED GENERAL SUPPORT	PC
9/14/2012	(2,000 00)	CHRISTMAS TREE SANTAS	NONE	UNRESTRICTED GENERAL SUPPORT	PC
9/14/2012	(6,000 00)	NEWBURYPORT CHORAL SOCIETY	NONE	UNRESTRICTED GENERAL SUPPORT	PC
9/14/2012	(27,500 00)	FIREHOUSE CENTER FOR THE ARTS	NONE	UNRESTRICTED GENERAL SUPPORT	PC
9/14/2012	(15,000 00)	OPPORTUNITY WORKS	NONE	UNRESTRICTED GENERAL SUPPORT	PC
9/14/2012	(15,000 00)	90 9 WBUR	NONE	UNRESTRICTED GENERAL SUPPORT	PC
9/14/2012	(21,000 00)	OUR NEIGHBOR'S TABLE	NONE	UNRESTRICTED GENERAL SUPPORT	PC
9/14/2012	(10,000 00)	YWCA	NONE	UNRESTRICTED GENERAL SUPPORT	PC
9/14/2012	(10,000 00)	JEANNE GEIGER CRISIS CENTER	NONE	UNRESTRICTED GENERAL SUPPORT	PC
TOTAL	(281,500.00)				