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

2012

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

Open to Public Inspection

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

Name of foundation **EDITH M. BURBECK T/U/W EASTERN BANK, TRUSTEE**

Number and street (or P O box number if mail is not delivered to street address) **605 BROADWAY LF 41**

Room/suite

City or town, state, and ZIP code **SAUGUS, MA 01906**

Employer identification number **04-6278585**

Telephone number (see instructions) **617-295-0632**

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

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

Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 151,841.**

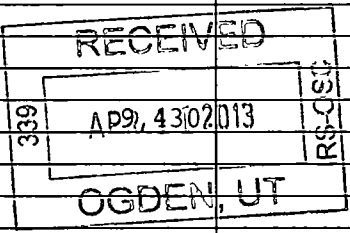
Accounting method: Cash Accrual Other (specify) _____

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

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
--	------------------------------------	---------------------------	-------------------------	---

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	3,636.	3,507.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	9,430.			
b Gross sales price for all assets on line 6a 94,767.				
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)	22.			STMT 4
12 Total. Add lines 1 through 11	13,088.	12,937.		
13 Compensation of officers, directors, trustees, etc.	2,328.	1,164.		1,164.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule) STMT 5	185.	NONE	NONE	93.
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	2,513.	1,164.	NONE	1,257.
25 Contributions, gifts, grants paid				
26 Total expenses and disbursements. Add lines 24 and 25	2,513.	1,164.	NONE	1,257.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	10,575.			
b Net investment income (if negative, enter -0-)		11,773.		
c Adjusted net income (if negative, enter -0-)				



SCANNED APR 15 2013



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				
	2	Savings and temporary cash investments				
	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)				
	b	Investments - corporate stock (attach schedule)				
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)	131,525.	141,826.	151,841.		
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)	131,525.	141,826.	151,841.		
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	131,525.	141,826.		
	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)	131,525.	141,826.			
31	Total liabilities and net assets/fund balances (see instructions)	131,525.	141,826.			

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	131,525.
2	Enter amount from Part I, line 27a	2	10,575.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	142,100.
5	Decreases not included in line 2 (itemize) ▶ BOOK VALUE ADJUSTMENT	5	274.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	141,826.

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 94,767.		85,337.	9,430.			
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69						
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))			
a			9,430.			
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	9,430.	
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	9,311.	144,258.	0.064544
2010	11,660.	142,363.	0.081903
2009	7,241.	135,667.	0.053373
2008	10,852.	161,240.	0.067303
2007	7,678.	190,203.	0.040367
2 Total of line 1, column (d)			2 0.307490
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 0.061498
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 145,448.
5 Multiply line 4 by line 3			5 8,945.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 118.
7 Add lines 5 and 6			7 9,063.
8 Enter qualifying distributions from Part XII, line 4 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.			8 1,257.



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

Table with 11 rows and 2 columns. Rows include: 1a Exempt operating foundations... 2 Tax under section 511... 3 Add lines 1 and 2... 4 Subtitle A (income) tax... 5 Tax based on investment income... 6 Credits/Payments... 7 Total credits and payments... 8 Enter any penalty... 9 Tax due... 10 Overpayment... 11 Enter the amount of line 10 to be Credited to 2013 estimated tax.

Part VII-A Statements Regarding Activities

Table with 10 rows and 3 columns. Rows include: 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation... 1b Did it spend more than \$100 during the year... 1c Did the foundation file Form 1120-POL... 2 Has the foundation engaged in any activities that have not previously been reported to the IRS?... 3 Has the foundation made any changes, not previously reported to the IRS... 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?... 4b 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?... 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either... 7 Did the foundation have at least \$5,000 in assets at any time during the year?... 8a Enter the states to which the foundation reports or with which it is registered... 8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General... 9 Is the foundation claiming status as a private operating foundation... 10 Did any persons become substantial contributors during the tax year?



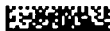
Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address \blacktriangleright N/A	13	X	
14	The books are in care of \blacktriangleright EASTERN BANK Telephone no \blacktriangleright (617) 295-0632 Located at \blacktriangleright 265 FRANKLIN STREET, BOSTON, MA ZIP+4 \blacktriangleright 02110			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here \blacktriangleright <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year \blacktriangleright 15			
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 \blacktriangleright	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"/> Organizations relying on a current notice regarding disaster assistance check here \blacktriangleright <input type="checkbox"/>	1b	
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 \blacktriangleright		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here \blacktriangleright		
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



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)? Yes No

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? Yes No

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? Yes No

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
EASTERN BANK BOSTON, MA 02110	TRUSTEE 2	2,328.		- 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

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 N/A	
2	
3	
4	

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

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

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3 ▶



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	147,663.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	147,663.
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	147,663.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,215.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	145,448.
6	Minimum investment return. Enter 5% of line 5	6	7,272.

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	7,272.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	235.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	235.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	7,037.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	7,037.
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	7,037.

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	1,257.
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	1,257.
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	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,257.

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				7,037.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			NONE	
b Total for prior years 20 <u>10</u> ,20 <u> </u> ,20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				NONE
b From 2008				NONE
c From 2009				NONE
d From 2010				NONE
e From 2011				1,775.
f Total of lines 3a through e	1,775.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>1,257.</u>				
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				1,257.
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))	1,775.			1,775.
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			NONE	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				4,005.
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

Empty box for ruling date

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

Table with columns: Tax year (a) 2012, (b) 2011, (c) 2010, (d) 2009, (e) Total. Rows include: 2a Enter the lesser of the adjusted net income...; 2b 85% of line 2a; 2c Qualifying distributions from Part XII, line 4...; 2d Amounts included in line 2c not used directly...; 2e Qualifying distributions made directly...; 3 Complete 3a, b, or c for the alternative test...; 3a "Assets" alternative test...; 3b "Endowment" alternative test...; 3c "Support" alternative test...

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 6

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 <i>Paid during the year</i>				
Total ▶				3a
b <i>Approved for future payment</i> NONE				
Total ▶				3b



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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements

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

Table with 3 columns: (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

Paid Preparer Use Only Print/Type preparer's name GORDON POWERS Preparer's signature Date 03/07/2013 Check self-employed if PTIN P00260194 Firm's name THOMSON REUTERS (TAX & ACCOUNTING) Firm's EIN 75-1297386 Firm's address 22 THOMSON PLACE, MS 36T1 BOSTON, MA 02210 Phone no 617-856-2811

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

EDITH M. BURBECK T/U/W

04-6278585

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
A T & T INC	63.	63.
ABBOTT LABORATORIES INC	8.	8.
AETNA U S HEALTHCARE INC	19.	19.
AMERICAN EXPRESS CO	26.	26.
AMERISOURCEBERGEN CORP	3.	3.
APACHE CORP	2.	2.
APPLE	27.	27.
BECTON DICKINSON CO	36.	36.
BOEING CO	18.	18.
BRISTOL MYERS SQUIBB CO.	8.	8.
CVS CORP.	9.	9.
CARDINAL HEALTH, INC.	27.	27.
CATERPILLAR INC.	44.	44.
CHEVRON CORP	17.	17.
COACH, INC.	9.	9.
COCA-COLA CO	51.	51.
COLGATE PALMOLIVE CO	10.	10.
CONOCOPHILLIPS	44.	44.
DEERE & CO	33.	33.
WALT DISNEY PRODUCTIONS	31.	31.
DISCOVER FINANCIAL SERVICES	10.	10.
DUPONT DE NEMOURS & CO	41.	41.
EMERSON ELEC CO	10.	10.
EXELON CORP	16.	16.
EXXON MOBIL CORP	44.	44.
FAMILY DOLLAR STORES	7.	7.
FEDEX CORPORATION	8.	8.
FLUOR CORP-NEW	5.	5.
FORD MOTOR CO	6.	6.
FREEPORT-MCMORAN COPPER AND GOLD, INC.	8.	8.
GENERAL ELEC CO	40.	40.
GRAINGER W.W.	2.	2.

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STATEMENT 1

EDITH M. BURBECK T/U/W

04-6278585

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
HCP, INC.	64.	48.
HALLIBURTON CO	15.	15.
HEINZ H J CO.	51.	51.
HELMERICH AND PAYNE	9.	9.
HONEYWELL INT'L INC.	20.	20.
INTEL CORP	27.	27.
I B M CORP	6.	6.
INTUIT	3.	3.
I SHARES S & P MIDCAP 400	148.	148.
I SHARES NATIONAL MUNI BOND ETF	114.	1.
I SHARES BARCLAYS INT CRDT	1,385.	1,385.
I SHARES BARCLAYS 1-3 YR CREDIT BOND FUN	60.	60.
J P MORGAN CHASE & CO	10.	10.
JOHNSON & JOHNSON	35.	35.
KRAFT FOODS INC	38.	38.
LEGG MASON INC	5.	5.
MERCK & CO INC. NEW	71.	71.
FEDERATED GOV'T OBLIGATION TAX MANAGED F	1.	1.
MONSANTO CO	6.	6.
MORGAN STANLEY	12.	12.
NIKE INC. CL B	12.	12.
NUCOR CORP	30.	30.
OCCIDENTAL PETROLEUM CORP	38.	38.
OMNICOM GROUP	16.	16.
ORACLE CORPORATION	25.	25.
PARKER HANNIFIN	27.	27.
PEPSICO INC	32.	32.
PHILIP MORRIS INTL INC	24.	24.
PROCTER & GAMBLE CO	40.	40.
QUALCOMM INC	20.	20.
SPX CORPORATION	5.	5.
SPDR BARCLAYS HIGH YIELD	226.	226.
STANLEY BLACK & DECKER INC	10.	10.

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EDITH M. BURBECK T/U/W

04-6278585

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
STARBUCKS CORP	15.	15.
STATE STREET CORP	22.	22.
SUNTRUST BANKS	4.	4.
TJX COMPANIES INC	19.	19.
TIFFANY AND COMPANY	3.	3.
UIL HOLDINGS CORPORATION	32.	32.
UNION PACIFIC CORP	4.	4.
UNITED TECHNOLOGIES CORP	12.	12.
UNITEDHEALTH GROUP, INC.	3.	3.
VERIZON COMMUNICATIONS INC	74.	74.
VISA, INC	12.	12.
WAL-MART STORES INC	7.	7.
WALGREEN CO	35.	35.
XCEL ENERGY, INC.	46.	46.
YUM BRANDS INC	27.	27.
ACCENTURE PLC	36.	36.
COVIDIEN PLC	6.	6.
ACE LTD	12.	12.
TOTAL	3,636.	3,507.



EDITH M. BURBECK T/U/W

04-6278585

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
TOTALS	----- 22. =====

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
OTHER NONALLOCABLE EXPENSES -	185.			93.
TOTALS	185.	NONE	NONE	93.



EDITH M. BURBECK T/U/W
FORM 990PF, PART XV - LINES 2a - 2d
=====

04-6278585

RECIPIENT NAME:

EASTERN BANK, C/O DAVID OLAKSEN

ADDRESS:

265 FRANKLIN STREET
BOSTON, MA 02110

RECIPIENT'S PHONE NUMBER: 617-295-0632

FORM, INFORMATION AND MATERIALS:

APPLICATION FORMS AVAILABLE UPON REQUEST

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

LIMITED TO CHARITABLE, RELIGIOUS AND SCIENTIFIC
ORGANIZATIONS LOCATED WITHIN ESSEX COUNTY,
MASSACHUSETTS.



SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2012

Name of estate or trust: EDITH M. BURBECK T/U/W; Employer identification number: 04-6278585

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

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

Table with 6 columns: (a) Description of property, (b) Date acquired, (c) Date sold, (d) Sales price, (e) Cost or other basis, (f) Gain or (loss) for the entire year. Includes row 1a.

Summary rows for Part I: b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b (1,275); 2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824; 3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts; 4 Short-term capital loss carryover; 5 Net short-term gain or (loss) (1,275).

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

Table with 6 columns: (a) Description of property, (b) Date acquired, (c) Date sold, (d) Sales price, (e) Cost or other basis, (f) Gain or (loss) for the entire year. Includes row 6a LONG-TERM CAPITAL GAIN DIVIDENDS (20).

Summary rows for Part II: b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b (8,134); 7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824; 8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts; 9 Capital gain distributions (1); 10 Gain from Form 4797, Part I; 11 Long-term capital loss carryover; 12 Net long-term gain or (loss) (8,155).

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

Schedule D (Form 1041) 2012



Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		1,275.
14	Net long-term gain or (loss):			
a	Total for year	14a		8,155.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		1.
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14 ▶	15		9,430.

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

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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


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

OMB No 1545-0092

2012

 Department of the Treasury
Internal Revenue Service

 Attach to Schedule D to list additional transactions for lines 1a and 6a.
 Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041

Name of estate or trust

EDITH M. BURBECK T/U/W

Employer identification number

04-6278585

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 20. AMERISOURCEBERGEN CORP	12/09/2011	03/09/2012	753.00	732.00	21.00
3. APACHE CORP	08/19/2011	03/09/2012	324.00	295.00	29.00
13. BIOGEN IDEC INC	03/09/2012	08/01/2012	1,885.00	1,562.00	323.00
46. BRISTOL MYERS SQUIBB C	01/26/2012	03/09/2012	1,512.00	1,481.00	31.00
24. DEERE & CO	03/09/2012	10/02/2012	1,971.00	1,934.00	37.00
6. DIRECTV	07/01/2011	03/09/2012	282.00	308.00	-26.00
14. DOLLAR TREE INC	03/17/2011	03/09/2012	1,296.00	749.00	547.00
26. EMERSON ELEC CO	03/09/2012	06/04/2012	1,168.00	1,300.00	-132.00
10. EXXON MOBIL CORP	10/27/2011	03/09/2012	848.00	817.00	31.00
19. FLUOR CORP-NEW	11/04/2011	03/09/2012	1,159.00	1,039.00	120.00
16. GENERAL ELEC CO	09/01/2011	03/09/2012	304.00	260.00	44.00
3. GRAINGER W.W.	01/31/2012	03/09/2012	636.00	576.00	60.00
18. INTEL CORP	11/10/2011	03/09/2012	487.00	432.00	55.00
55. INTEL CORP	01/20/2012	07/09/2012	1,431.00	1,348.00	83.00
12. INTERCONTINENTAL EXCHA	03/09/2012	04/04/2012	1,619.00	1,693.00	-74.00
8. I B M CORP	01/04/2012	03/09/2012	1,605.00	1,484.00	121.00
23. INTUIT	05/19/2011	03/09/2012	1,321.00	1,283.00	38.00
2. I SHARES NATIONAL MUNI	02/24/2012	03/09/2012	219.00	221.00	-2.00
15. I SHARES BARCLAYS 1-3 BOND FUN	02/24/2012	03/09/2012	1,574.00	1,576.00	-2.00
.667 KRAFT FOOD GROUP INC	03/09/2012	10/11/2012	30.00	27.00	3.00
14. KRAFT FOOD GROUP INC	03/09/2012	12/03/2012	639.00	558.00	81.00
15. LEGG MASON INC	04/14/2011	01/26/2012	413.00	550.00	-137.00
44. LEGG MASON INC	09/21/2011	03/09/2012	1,204.00	1,459.00	-255.00
22. MCDONALD'S CORP	03/09/2012	05/02/2012	2,139.00	2,134.00	5.00

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

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

Schedule D-1 (Form 1041) 2012

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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

EDITH M. BURBECK T/U/W

04-6278585

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 3. ABBOTT LABORATORIES INC	02/16/2011	03/09/2012	173.00	139.00	34.00
13. ABBOTT LABORATORIES IN	04/20/2010	03/09/2012	751.00	693.00	58.00
7. APACHE CORP	01/15/2010	03/09/2012	756.00	734.00	22.00
1. APPLE	02/12/2010	02/09/2012	495.00	201.00	294.00
2. APPLE	05/21/2010	07/09/2012	1,226.00	442.00	784.00
20. CVS CORP.	12/16/2008	01/19/2012	860.00	768.00	92.00
31. CVS CORP.	09/16/2010	03/09/2012	1,405.00	911.00	494.00
3. CVS CORP.	02/16/2011	03/09/2012	136.00	98.00	38.00
21. CHEVRON CORP	02/24/2010	03/09/2012	2,310.00	1,616.00	694.00
21. COACH, INC.	02/09/2010	03/09/2012	1,620.00	693.00	927.00
2. COLGATE PALMOLIVE CO	02/16/2011	03/09/2012	187.00	157.00	30.00
16. COLGATE PALMOLIVE CO	11/04/2010	03/09/2012	1,498.00	1,333.00	165.00
13. COSTCO WHOLESALE CORP,	01/25/2011	02/07/2012	1,099.00	940.00	159.00
18. DIRECTV	02/25/2011	03/09/2012	845.00	829.00	16.00
31. EXELON CORP	09/16/2010	03/09/2012	1,193.00	1,469.00	-276.00
11. FAMILY DOLLAR STORES	02/16/2011	03/09/2012	632.00	527.00	105.00
26. FAMILY DOLLAR STORES	09/16/2010	03/09/2012	1,494.00	1,113.00	381.00
96. FORD MOTOR CO	05/14/2010	03/09/2012	1,209.00	1,145.00	64.00
23. FORD MOTOR CO	02/23/2011	03/09/2012	290.00	357.00	-67.00
6. FREEPORT-MCMORAN COPPER INC.	02/24/2010	01/26/2012	282.00	209.00	73.00
11. FREEPORT-MCMORAN COPPE INC.	02/22/2011	03/09/2012	435.00	578.00	-143.00
14. FREEPORT-MCMORAN COPPE INC.	05/11/2010	03/09/2012	553.00	494.00	59.00
6. GENERAL ELEC CO	02/16/2011	03/09/2012	114.00	129.00	-15.00
97. GENERAL ELEC CO	05/27/2010	03/09/2012	1,845.00	1,606.00	239.00
1. GOOGLE INC	01/15/2010	01/06/2012	653.00	584.00	69.00
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

EDITH M. BURBECK T/U/W

04-6278585

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 5. HALLIBURTON CO	02/24/2010	03/09/2012	176.00	166.00	10.00
31. I SHARES NATIONAL MUNI	02/11/2011	03/09/2012	3,393.00	3,084.00	309.00
26. I SHARES BARCLAYS 1-3 BOND FUN	09/16/2010	03/09/2012	2,728.00	2,715.00	13.00
39. J P MORGAN CHASE & CO	04/15/2010	03/09/2012	1,601.00	1,609.00	-8.00
12. MERCK & CO INC. NEW	01/07/2011	03/09/2012	451.00	447.00	4.00
36. METLIFE INC.	06/02/2010	03/09/2012	1,386.00	1,561.00	-175.00
17. NEWMONT MINING CO	11/04/2010	03/09/2012	967.00	869.00	98.00
13. NEWMONT MINING CO	02/22/2011	03/09/2012	739.00	749.00	-10.00
4. OCCIDENTAL PETROLEUM CO	01/15/2010	03/09/2012	405.00	316.00	89.00
29. OMNICOM GROUP	05/12/2010	03/09/2012	1,412.00	1,251.00	161.00
4. ORACLE CORPORATION	05/13/2009	03/09/2012	121.00	72.00	49.00
4. PEPSICO INC	02/16/2011	03/09/2012	252.00	256.00	-4.00
27. PEPSICO INC	11/04/2010	03/09/2012	1,703.00	1,625.00	78.00
27. PHILIP MORRIS INTL INC	05/12/2010	03/09/2012	2,294.00	1,347.00	947.00
2. PRICELINE.COM INC	02/09/2010	03/09/2012	1,304.00	411.00	893.00
19. PRUDENTIAL FINANCIAL	09/16/2010	03/09/2012	1,184.00	1,053.00	131.00
2. PRUDENTIAL FINANCIAL	03/04/2011	03/09/2012	125.00	126.00	-1.00
8. QUALCOMM INC	02/24/2010	01/31/2012	470.00	357.00	113.00
7. QUALCOMM INC	02/24/2010	03/09/2012	447.00	265.00	182.00
54. SUNTRUST BANKS	02/16/2011	03/09/2012	1,217.00	1,703.00	-486.00
12. TIFFANY AND COMPANY	09/16/2010	01/20/2012	743.00	527.00	216.00
5. UNITED TECHNOLOGIES COR	09/16/2010	02/09/2012	419.00	342.00	77.00
21. UNITED TECHNOLOGIES CO	09/16/2010	03/09/2012	1,756.00	1,436.00	320.00
20. UNITEDHEALTH GROUP, IN	05/12/2010	03/09/2012	1,116.00	611.00	505.00
11. COVIDIEN PLC	09/16/2010	02/08/2012	576.00	436.00	140.00

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

Schedule D-1 (Form 1041) 2012

