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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 **MARTINA O'NEIL TRUST** **A Employer identification number**
EASTERN BANK, TRUSTEE **04-6416879**

Number and street (or P O box number if mail is not delivered to street address) **Room/suite** **B Telephone number (see instructions)**
605 BROADWAY LF 41 **781- 581-4290**

City or town, state, and ZIP code **C If exemption application is pending, check here**
SAUGUS, MA 01906

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) ▶ \$ **1,128,828.** **J 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	31,327.	30,546.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	67,468.			
b Gross sales price for all assets on line 6a 815,773.				
7 Capital gain net income (from Part IV, line 2)		67,468.		
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)				
12 Total. Add lines 1 through 11	98,795.	98,014.		

13 Compensation of officers, directors, trustees, etc.	11,752.	5,876.		5,876.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule) STMT 4	135.	NONE	NONE	67.
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 5	6,863.	31.		
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	18,750.	5,907.	NONE	5,943.
25 Contributions, gifts, grants paid	75,632.			75,632.
26 Total expenses and disbursements. Add lines 24 and 25	94,382.	5,907.	NONE	81,575.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	4,413.			
b Net investment income (if negative, enter -0-)		92,107.		
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				
	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)	1,065,091.	1,069,121.	1,128,828.	
	c	Investments - corporate bonds (attach schedule)				
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶ (attach schedule)				
12		Investments - mortgage loans				
13		Investments - other (attach schedule)				
14		Land, buildings, and equipment basis ▶				
		Less: accumulated depreciation ▶ (attach schedule)				
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,065,091.	1,069,121.	1,128,828.	
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	1,065,091.	1,069,121.		
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)	1,065,091.	1,069,121.			
31	Total liabilities and net assets/fund balances (see instructions)	1,065,091.	1,069,121.			

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	1,065,091.
2	Enter amount from Part I, line 27a	2	4,413.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,069,504.
5	Decreases not included in line 2 (itemize) ▶ BOOK VALUE ADJUSTMENT	5	383.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,069,121.



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 815,773.		748,305.	67,468.	
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			67,468.	
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	67,468.
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			
2010			
2009			
2008			
2007			
2 Total of line 1, column (d)			2
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
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
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



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

Table with 11 rows for excise tax calculations. Line 1: 1,842. Line 2: 2. Line 3: 1,842. Line 4: NONE. Line 5: 1,842. Line 6a: 868. Line 6b: NONE. Line 6c: NONE. Line 6d: . Line 7: 868. Line 8: . Line 9: 974. Line 10: . Line 11: Refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns: Question, Yes, No. Row 1a: No (X). Row 1b: Yes (X). Row 1c: Yes (X). Row 2: Yes (X). Row 3: Yes (X). Row 4a: Yes (X). Row 4b: Yes (X). Row 5: Yes (X). Row 6: Yes (X). Row 7: Yes (X). Row 8a: MA. Row 8b: Yes (X). Row 9: Yes (X). Row 10: Yes (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)			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)			
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		X	
Website address <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> EASTERN BANK & TRUST COMPANY Telephone no <input type="checkbox"/> (781) 581-4290			
Located at <input type="checkbox"/> 605 BROADWAY, SAUGUS, MA ZIP+4 <input type="checkbox"/> 01906				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 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 <input type="checkbox"/>	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"/>	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? <input type="checkbox"/>	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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
If "Yes," list the years <input type="checkbox"/> 2010			
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.) <input type="checkbox"/>	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 <input type="checkbox"/>		
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) <input type="checkbox"/>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	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 Yes No
- 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

5b

6b

7b

X

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 SAUGUS, MA 01906	TRUSTEE 2	11,752.		- 0 -

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

Total number of other employees paid over \$50,000 Yes No



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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 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	



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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,132,439.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,132,439.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,132,439.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	16,987.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,115,452.
6	Minimum investment return. Enter 5% of line 5	6	55,773.

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	55,773.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,842.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,842.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	53,931.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	53,931.
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	53,931.

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	81,575.
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	81,575.
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	81,575.

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				53,931.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			54,854.	
b Total for prior years 20 <u>10</u> , 20 <u> </u> , 20 <u> </u>		20,787.		
3 Excess distributions carryover, if any, to 2012				
a From 2007	NONE			
b From 2008	NONE			
c From 2009	NONE			
d From 2010	NONE			
e From 2011	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ <u>81,575.</u>				
a Applied to 2011, but not more than line 2a . . .			54,854.	
b Applied to undistributed income of prior years (Election required - see instructions)		20,787.		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				5,934.
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				
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				
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				47,997.
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)

Table with 5 main columns: (a) 2012, (b) 2011, (c) 2010, (d) 2009, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions from Part XII), 2d (Amounts included in line 2c not used directly for active conduct of exempt activities), 2e (Qualifying distributions made directly for active conduct of exempt activities), 3 (Alternative tests: Assets, Endowment, Support).

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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



Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AMERICAN CANCER SOCIETY MASS DIV INC OKLAHOMA CITY OK 73162	N/A	NONE	UNRESTRICTED	37,816.
NATIONAL SOCIETY TO PREVENT BLINDNESS/M GLORIA BUZANIS CHICAGO IL 60606-	N/A	NONE	UNRESTRICTED	37,816.
Total				▶ 3a 75,632.
b Approved for future payment				
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, Preparer's signature, Date, Check if self-employed, PTIN, Firm's name, Firm's address, Firm's EIN, Phone no

MARTINA O'NEIL TRUST

04-6416879

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
A T & T INC	483.	483.
ABBOTT LABORATORIES INC	51.	51.
AETNA U S HEALTHCARE INC	146.	146.
AMERICAN EXPRESS CO	188.	188.
AMERISOURCEBERGEN CORP	19.	19.
APACHE CORP	11.	11.
APPLE	207.	207.
BECTON DICKINSON CO	278.	278.
BOEING CO	133.	133.
BRISTOL MYERS SQUIBB CO.	57.	57.
CVS CORP.	56.	56.
CARDINAL HEALTH, INC.	208.	208.
CATERPILLAR INC.	341.	341.
CHEVRON CORP	120.	120.
COACH, INC.	64.	64.
COCA-COLA CO	384.	384.
COLGATE PALMOLIVE CO	63.	63.
CONOCOPHILLIPS	325.	325.
DEERE & CO	242.	242.
WALT DISNEY PRODUCTIONS	221.	221.
DISCOVER FINANCIAL SERVICES	75.	75.
DUPONT DE NEMOURS & CO	313.	313.
EMERSON ELEC CO	80.	80.
EXELON CORP	111.	111.
EXXON MOBIL CORP	326.	326.
FEDERAL HOME LOAN BANK 3.125% 12/13/2013	1,563.	1,563.
FEDERAL HOME LOAN BANK 2% 09/14/2012	922.	922.
FHLB 2.75% 12/12/2014	1,375.	1,375.
FEDEX CORPORATION	59.	59.
FLUOR CORP-NEW	39.	39.
FORD MOTOR CO	41.	41.
FREEMONT-MCMORAN COPPER AND GOLD, INC.	54.	54.

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STATEMENT 1

MARTINA O'NEIL TRUST

04-6416879

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
GE MONEY BANK CERTIFICATE OF DEPOSIT 2.3	1,038.	1,038.
GENERAL ELEC CO	294.	294.
GRAINGER W.W.	14.	14.
HCP, INC.	474.	356.
HALLIBURTON CO	111.	111.
HEINZ H J CO.	383.	383.
HELMERICH AND PAYNE	65.	65.
HEWLETT-PACKARD CO 2.125% 09/13/2015	956.	956.
HONEYWELL INT'L INC.	147.	147.
INTEL CORP	199.	199.
I B M CORP	43.	43.
INTUIT	24.	24.
I SHARES I SHARES EMU INDEX FUND	112.	112.
I SHARES S & P MIDCAP 400	789.	789.
I SHARES MSCI ALL COUNTRY ASIA EX JAPAN	196.	196.
I SHARES NATIONAL MUNI BOND ETF	669.	6.
I SHARES BARCLAYS INT CRDT	1,599.	1,599.
I SHARES BARCLAYS 1-3 YR CREDIT BOND FUN	308.	308.
J P MORGAN CHASE & CO	70.	70.
JOHNSON & JOHNSON	260.	260.
KRAFT FOODS INC	295.	295.
LEGG MASON INC	34.	34.
MERCK & CO INC. NEW	512.	512.
FEDERATED GOV'T OBLIGATION TAX MANAGED F	4.	4.
MONSANTO CO	47.	47.
MORGAN STANLEY	85.	85.
NIKE INC. CL B	96.	96.
NUCOR CORP	221.	221.
OCCIDENTAL PETROLEUM CORP	278.	278.
OCCIDENTAL PETROLEUM CORP 1.75% 02/15/20	781.	781.
OMNICOM GROUP	109.	109.
ORACLE CORPORATION	178.	178.
PARKER HANNIFIN	213.	213.

MARTINA O'NEIL TRUST

04-6416879

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PEPSICO INC	190.	190.
PHILIP MORRIS INTL INC	175.	175.
PROCTER & GAMBLE CO	298.	298.
QUALCOMM INC	153.	153.
SPX CORPORATION	32.	32.
SPDR BARCLAYS HIGH YIELD	2,296.	2,296.
STANLEY BLACK & DECKER INC	76.	76.
STARBUCKS CORP	108.	108.
STATE STREET CORP	167.	167.
SUNTRUST BANKS	29.	29.
TJX COMPANIES INC	144.	144.
EB REALTY LLC / TA FUND VII	6,188.	6,188.
TIFFANY AND COMPANY	26.	26.
UIL HOLDINGS CORPORATION	239.	239.
UNION PACIFIC CORP	29.	29.
UNITED TECHNOLOGIES CORP	84.	84.
UNITEDHEALTH GROUP, INC.	23.	23.
VERIZON COMMUNICATIONS INC	541.	541.
VISA, INC	90.	90.
WAL-MART STORES INC	53.	53.
WALGREEN CO	274.	274.
XCEL ENERGY, INC.	348.	348.
YUM BRANDS INC	206.	206.
ACCENTURE PLC	273.	273.
COVIDIEN PLC	45.	45.
ACE LTD	81.	81.
TOTAL	31,327.	30,546.

MARTINA O'NEIL TRUST

04-6416879

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
OTHER NONALLOCABLE EXPENSES -	135.			67.
TOTALS	135.	NONE	NONE	67.
	=====	=====	=====	=====



MARTINA O'NEIL TRUST

04-6416879

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER TAXES	6,236.	
FEDERAL ESTIMATES - PRINCIPAL	596.	
FOREIGN TAXES ON QUALIFIED FOR	22.	22.
FOREIGN TAXES ON NONQUALIFIED	9.	9.
TOTALS	6,863.	31.



**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 MARTINA O'NEIL TRUST	Employer identification number 04-6416879
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Note: Form 5227 filers need to complete only Parts I and II.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	12,363.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	12,363.

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

(a) Description of property (Example. 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					210.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	54,886.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	9.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	55,105.



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		12,363.
14	Net long-term gain or (loss):			
a	Total for year	14a		55,105.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		9.
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		67,468.

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

MARTINA O'NEIL TRUST

Employer identification number

04-6416879

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 12.99955 AETNA U S HEALTHC	03/09/2012	07/16/2012	492.00	609.00	-117.00
22.00045 AETNA U S HEALTHC	03/09/2012	07/16/2012	832.00	1,030.00	-198.00 *
18. AMERICAN EXPRESS CO	10/05/2011	07/03/2012	1,068.00	772.00	296.00
143. AMERISOURCEBERGEN CORP	12/09/2011	03/09/2012	5,386.00	5,236.00	150.00
28. APACHE CORP	08/19/2011	03/09/2012	3,023.00	2,752.00	271.00
22. BIOGEN IDEC INC	03/09/2012	07/03/2012	3,189.00	2,643.00	546.00
80. BIOGEN IDEC INC	03/09/2012	08/01/2012	11,603.00	9,612.00	1,991.00
11. BOEING CO	06/04/2012	07/03/2012	814.00	742.00	72.00
332. BRISTOL MYERS SQUIBB	01/26/2012	03/09/2012	10,913.00	10,700.00	213.00
9. CONOCOPHILLIPS	03/09/2012	07/03/2012	506.00	540.00	-34.00
19. DEERE & CO	03/09/2012	07/03/2012	1,547.00	1,531.00	16.00
163. DEERE & CO	03/09/2012	10/02/2012	13,388.00	13,133.00	255.00
19. WALT DISNEY PRODUCTION	03/09/2012	07/03/2012	924.00	806.00	118.00
35. DISCOVER FINANCIAL SER	04/04/2012	07/03/2012	1,239.00	1,158.00	81.00
46. DIRECTV	07/01/2011	03/09/2012	2,159.00	2,364.00	-205.00
103. DOLLAR TREE INC	03/17/2011	03/09/2012	9,534.00	5,511.00	4,023.00
201. EMERSON ELEC CO	03/09/2012	06/04/2012	9,026.00	10,050.00	-1,024.00
62. EXXON MOBIL CORP	10/27/2011	03/09/2012	5,256.00	5,067.00	189.00
9. EXXON MOBIL CORP	10/27/2011	07/16/2012	767.00	736.00	31.00
10. FEDEX CORPORATION	03/09/2012	07/16/2012	919.00	913.00	6.00
138. FLUOR CORP-NEW	11/04/2011	03/09/2012	8,414.00	7,549.00	865.00
204. GENERAL ELEC CO	09/01/2011	03/09/2012	3,880.00	3,321.00	559.00
3. GOOGLE INC	03/04/2011	01/06/2012	1,958.00	1,804.00	154.00
21. GRAINGER W.W.	01/31/2012	03/09/2012	4,455.00	4,032.00	423.00

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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**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

MARTINA O'NEIL TRUST

Employer identification number

04-6416879

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 22. HCP, INC.	03/09/2012	07/03/2012	981.00	861.00	120.00
19.99972 HELMERICH AND PAY	03/09/2012	07/16/2012	862.00	1,232.00	-370.00
13.00028 HELMERICH AND PAY	03/09/2012	07/16/2012	561.00	801.00	-240.00 *
99. INTEL CORP	11/10/2011	03/09/2012	2,677.00	2,378.00	299.00
424. INTEL CORP	01/20/2012	07/09/2012	11,029.00	10,378.00	651.00
95. INTERCONTINENTAL EXCHA	03/09/2012	04/04/2012	12,814.00	13,403.00	-589.00
57. I B M CORP	01/04/2012	03/09/2012	11,433.00	10,576.00	857.00
158. INTUIT	05/19/2011	03/09/2012	9,073.00	8,811.00	262.00
191. I SHARES S & P MIDCAP	06/22/2011	02/03/2012	18,507.00	18,512.00	-5.00
166. I SHARES S & P MIDCAP	01/13/2012	11/14/2012	15,885.00	14,998.00	887.00
9. JOHNSON & JOHNSON	03/09/2012	07/03/2012	610.00	584.00	26.00
113. KRAFT FOOD GROUP INC	03/09/2012	12/03/2012	5,161.00	4,505.00	656.00
109. LEGG MASON INC	04/14/2011	01/26/2012	3,004.00	3,996.00	-992.00
315. LEGG MASON INC	09/21/2011	03/09/2012	8,618.00	10,364.00	-1,746.00
166. MCDONALD'S CORP	03/09/2012	05/02/2012	16,143.00	16,100.00	43.00
339. MONDELEZ INTERNATIONA	03/09/2012	12/03/2012	8,684.00	8,334.00	350.00
94. MORGAN STANLEY	03/09/2012	07/03/2012	1,421.00	1,720.00	-299.00
11. NIKE INC. CL B	03/09/2012	07/16/2012	1,027.00	1,202.00	-175.00
141. NIKE INC. CL B	07/03/2012	10/02/2012	13,387.00	14,891.00	-1,504.00
12. NUCOR CORP	03/09/2012	07/16/2012	457.00	508.00	-51.00
176. PARKER HANNIFIN	07/03/2012	12/03/2012	14,179.00	15,489.00	-1,310.00
43. PHILIP MORRIS INTL INC	08/19/2011	03/09/2012	3,654.00	2,985.00	669.00
85. PHILLIPS 66	03/09/2012	06/04/2012	2,503.00	3,028.00	-525.00
161. PLAINS EXPL'N & PROD	03/09/2011	03/09/2012	7,466.00	5,523.00	1,943.00

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

**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: **MARTINA O'NEIL TRUST**
Employer identification number: **04-6416879**

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 15. PROCTER & GAMBLE CO	03/09/2012	07/16/2012	973.00	1,003.00	-30.00
128. QLIK TECHNOLOGIES	06/23/2011	01/05/2012	2,922.00	4,235.00	-1,313.00
96. QUALCOMM INC	09/22/2011	03/09/2012	6,128.00	4,905.00	1,223.00
203. RED HAT INC	09/01/2011	03/09/2012	10,272.00	8,837.00	1,435.00
309. SPDR S&P 500 ETF TRUS	02/03/2012	03/09/2012	42,527.00	41,525.00	1,002.00
127. SPX CORPORATION	07/14/2011	01/24/2012	8,615.00	10,452.00	-1,837.00
29. SALESFORCE.COM	06/23/2011	01/04/2012	2,824.00	4,161.00	-1,337.00
12. STARBUCKS CORP	05/02/2012	07/16/2012	637.00	696.00	-59.00 *
20. STATE STREET CORP	03/09/2012	07/03/2012	898.00	843.00	55.00
219. SUNTRUST BANKS	02/02/2012	03/09/2012	4,934.00	5,376.00	-442.00
266. TJX COMPANIES INC	03/09/2012	07/09/2012	11,864.00	8,938.00	2,926.00
218. THERMO FISHER SCIENTI	10/13/2011	03/09/2012	12,318.00	11,841.00	477.00
18. UIL HOLDINGS CORPORTIO	03/09/2012	07/16/2012	674.00	625.00	49.00
48. UNION PACIFIC CORP	01/24/2012	03/09/2012	5,179.00	5,345.00	-166.00
31. UNITED TECHNOLOGIES CO	08/09/2011	03/09/2012	2,593.00	2,169.00	424.00
22. VERIZON COMMUNICATIONS	01/10/2012	07/03/2012	985.00	851.00	134.00
11. VISA, INC	03/09/2012	07/03/2012	1,390.00	1,293.00	97.00
19. VISA, INC	03/09/2012	12/03/2012	2,828.00	2,234.00	594.00
61. VMWARE, INC.	08/25/2011	01/05/2012	4,983.00	5,808.00	-825.00
64. VMWARE, INC.	08/25/2011	03/09/2012	6,427.00	5,163.00	1,264.00
133. WAL-MART STORES INC	02/07/2012	03/09/2012	7,986.00	8,222.00	-236.00
172. ACE LTD	07/01/2011	03/09/2012	12,298.00	11,505.00	793.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b **12,363.00**

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

Schedule D-1 (Form 1041) 2012

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* INDICATES WASH SALE

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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

MARTINA O'NEIL TRUST

04-6416879

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 107. ABBOTT LABORATORIES I	09/16/2010	03/09/2012	6,182.00	5,557.00	625.00
44. APACHE CORP	09/16/2010	03/09/2012	4,750.00	4,091.00	659.00
6. APPLE	05/21/2010	02/09/2012	2,970.00	1,442.00	1,528.00
3. APPLE	05/21/2010	07/03/2012	1,798.00	721.00	1,077.00
12. APPLE	09/16/2010	07/09/2012	7,353.00	3,266.00	4,087.00
99. CVS CORP.	09/22/2008	01/19/2012	4,259.00	3,773.00	486.00
248. CVS CORP.	09/16/2010	03/09/2012	11,239.00	7,575.00	3,664.00
148. CHEVRON CORP	09/16/2010	03/09/2012	16,279.00	11,632.00	4,647.00
142. COACH, INC.	09/16/2010	03/09/2012	10,957.00	5,842.00	5,115.00
109. COLGATE PALMOLIVE CO	11/04/2010	03/09/2012	10,202.00	7,507.00	2,695.00
93. COSTCO WHOLESALE CORP,	01/25/2011	02/07/2012	7,865.00	6,722.00	1,143.00
122. DIRECTV	02/25/2011	03/09/2012	5,727.00	5,615.00	112.00
20. E M C CORP	05/13/2010	07/03/2012	508.00	381.00	127.00
211. EXELON CORP	09/16/2010	03/09/2012	8,122.00	9,973.00	-1,851.00
25000. FEDERAL HOME LOAN B 09/14/2012	12/14/2009	07/17/2012	25,053.00	25,373.00	-320.00
25000. FEDERAL HOME LOAN B 09/14/2012	12/14/2009	09/14/2012	25,000.00	25,373.00	-373.00
665. FORD MOTOR CO	09/16/2010	03/09/2012	8,375.00	8,271.00	104.00
149. FORD MOTOR CO	02/23/2011	03/09/2012	1,877.00	2,178.00	-301.00
40. FREEPORT-MCMORAN COPPE INC.	12/09/2009	01/26/2012	1,882.00	1,542.00	340.00
77. FREEPORT-MCMORAN COPPE INC.	02/22/2011	03/09/2012	3,042.00	3,941.00	-899.00
100. FREEPORT-MCMORAN COPP INC.	09/16/2010	03/09/2012	3,951.00	3,869.00	82.00
662. GENERAL ELEC CO	09/16/2010	03/09/2012	12,592.00	10,878.00	1,714.00
2. GOOGLE INC	06/04/2010	01/06/2012	1,305.00	997.00	308.00
259. I SHARES S & P MIDCAP	09/16/2010	02/03/2012	25,096.00	21,365.00	3,731.00
7. I SHARES S & P MIDCAP 4	06/22/2011	07/16/2012	656.00	674.00	-18.00

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

MARTINA O'NEIL TRUST

04-6416879

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 63. I SHARES S & P MIDCAP	06/22/2011	11/14/2012	6,029.00	6,066.00	-37.00
6. I SHARES BARCLAYS 1-3 Y BOND FUN	02/11/2010	07/16/2012	629.00	625.00	4.00
183. I SHARES BARCLAYS 1-3 BOND FUN	02/08/2011	11/14/2012	19,269.00	19,066.00	203.00
281. J P MORGAN CHASE & CO	09/16/2010	03/09/2012	11,536.00	11,487.00	49.00
73. MERCK & CO INC. NEW	01/07/2011	03/09/2012	2,746.00	2,719.00	27.00
23. MERCK & CO INC. NEW	01/07/2011	07/03/2012	963.00	857.00	106.00
15. MERCK & CO INC. NEW	01/07/2011	07/16/2012	648.00	559.00	89.00
248. METLIFE INC.	09/16/2010	03/09/2012	9,550.00	8,866.00	684.00
133. NEWMONT MINING CO	11/04/2010	03/09/2012	7,565.00	7,963.00	-398.00
85. NEWMONT MINING CO	02/22/2011	03/09/2012	4,835.00	4,913.00	-78.00
16. OCCIDENTAL PETROLEUM C	01/15/2010	03/09/2012	1,622.00	1,265.00	357.00
6. OCCIDENTAL PETROLEUM CO	01/15/2010	07/03/2012	528.00	474.00	54.00
198. OMNICOM GROUP	09/16/2010	03/09/2012	9,643.00	6,772.00	2,871.00
43. ORACLE CORPORATION	09/16/2010	07/03/2012	1,280.00	911.00	369.00
184. PEPSICO INC	11/04/2010	03/09/2012	11,606.00	11,734.00	-128.00
184. PHILIP MORRIS INTL IN	09/16/2010	03/09/2012	15,634.00	9,609.00	6,025.00
1407. POWERSHARES LISTED P EQUITY	09/16/2010	01/10/2012	11,459.00	12,852.00	-1,393.00
16. PRICELINE.COM INC	09/16/2010	03/09/2012	10,431.00	3,759.00	6,672.00
142. PRUDENTIAL FINANCIAL	09/16/2010	03/09/2012	8,846.00	7,493.00	1,353.00
11. PRUDENTIAL FINANCIAL	03/04/2011	03/09/2012	685.00	695.00	-10.00
59. QUALCOMM INC	11/19/2009	01/31/2012	3,469.00	2,390.00	1,079.00
43. QUALCOMM INC	09/16/2010	03/09/2012	2,745.00	1,834.00	911.00
359. SUNTRUST BANKS	02/03/2011	03/09/2012	8,089.00	11,314.00	-3,225.00
90. TIFFANY AND COMPANY	09/16/2010	01/20/2012	5,572.00	4,034.00	1,538.00
36. UNITED TECHNOLOGIES CO	09/16/2010	02/09/2012	3,014.00	2,365.00	649.00

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

Schedule D-1 (Form 1041) 2012

