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Form **990-PF** Department of the Treasury Internal Revenue Service

Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Treated as a Private Foundation Note. The foundation may be able to use a copy of this return to satisfy state rep

OMB No 1545-0052 Open to public Inspection

Fo	r cale	ndar year 2012 or tax year beginning		, and ending			
1	lame c	f foundation			A Employer identificatio	n number	
		OLINE BLANTON THAYER CH					
_	#1 <u>0</u>	11477		04-6676539			
		and street (or P O box number if mail is not delivered to street	•	Room/suite	B Telephone number		
_		IENWAY & BARNES LLP PO B	OX 961209		<u>(617) 227-</u>	-7940	
. (-	town, state, and ZIP code			C If exemption application is	pending, check here	
<u></u>	BOS	TON, MA 02196-1209					
2	Chec	k all that apply: Initial return		ormer public charity	D 1 Foreign organization	is, check here	
ENVELOPE		Final return Address change	Amended return Name change		Foreign organizations m check here and attach or	eeting the 85% test,	
≓nc H	Chac	k type of organization: Section 501(c)(3) ex	7				
			Other taxable private founda	ation	E If private foundation structure under section 507(b)(1		
_		arket value of all assets at end of year J Accounti		Accrual	F If the foundation is in a		
<	(from		ther (specify)		under section 507(b)(1		
_	▶\$_	3 , 769 , 108 . (Part I, colu	mn (d) must be on cash i	basis.)			
4	art	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not	(a) Revenue and	(b) Net investment	(c) Adjusted net	(d) Disbursements for charitable purposes	
2013		necessarily equal the amounts in column (a))	expenses per books	income	income	(cash basis only)	
ᄑ	1	Contributions, gifts, grants, etc., received			N/A		
	2	Check \(\bigcup \bigcup \bigcup \) if the foundation is not required to attach Sch. B Interest on savings and temporary			 -	Oma mpagratm C	
	3	cash investments	102,178.	102,178		STATEMENT 2 STATEMENT 3	
	4	Dividends and interest from securities a Gross rents	102,176.	102,176	<u>'</u>	STATEMENT 3	
		Net rental income or (loss)					
	6	Net gain or (loss) from sale of assets not on line 10	131,894.	-		STATEMENT 1	
	ا <u>آ</u>	Gross sales price for all assets on line 6a 589,670.					
	Revenue 7	Capital gain net income (from Part IV, line 2)		125,331	,		
	~ 8	Net short-term capital gain				<u> </u>	
	9	Income modifications Gross sales less returns					
	10	and allowances		<u></u>			
		Less Cost of 603ds sold			 	 	
	1	Other pages			 	 	
	11	Other income Total And lines Athrough 12013	234,084.	227,521			
_	13	Compensation of officers_directors, trustees, etc	32,616.	32,616	,	0.	
	14						
	15	Other employee salaries and wages Pension plans, employee benefits					
	စ္တိ 16a	Legal fees					
	i je	Accounting fees					
	۱ ۱	Other professional fees STMT 4	2,000.	2,000		0.	
	and Administrative Expenses 12 12 12 12 12 12 12 12 12 12 12 12 12		6,251.	4 000	 		
	E 18	Taxes STMT 5 Depreciation and depletion	0,251.	4,092		0.	
	원 19 20	Occupancy				 	
Ξ	₹ 21				 		
2013	22						
\sim	ව 23	Other expenses STMT 6	190.	114		70.	
MAY 22	[24						
1	<u>a</u>	expenses. Add lines 13 through 23	41,057.	38,822	·	70. 224,000.	
	1		224,000.		 	224,000.	
6	26	•	265,057.	38,822		224 070	
Ž	107	Add lines 24 and 25 Subtract line 26 from line 12:	405,05/.	30,042		224,070.	
CHMINACO	į ''	2 Excess of revenue over expenses and disbursements	<30,973.	>			
Ç	<u>ک</u> ا ا	b Net investment income (if negative, enter -0-)	300,5,50	188,699			
		C Adjusted net income (if negative, enter -0-)			N/A		
	2501			_		200 DE	

04-6676539

Page 2

Form **990-PF** (2012)

#1011477

Form 990-PF (2012)

Part	Balance Sheets Attached schedules and amounts in the description	Beginning of year	End of y	rear
rail	Balance Sneets column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing	1,369.	639.	639.
2	Savings and temporary cash investments	70,571.	81,672.	81,672.
3	Accounts receivable >			
	Less: allowance for doubtful accounts			
4	Pledges receivable		1	
	Less: allowance for doubtful accounts			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other			
	disqualified persons			· _
7	Other notes and loans receivable			
	Less: allowance for doubtful accounts			
ន្ទ 8	Inventories for sale or use			
Assets				
^E 10a	Investments - U.S. and state government obligations STMT 7	251,000.	51,063.	52,485.
t	Investments - corporate stock STMT 8	2,022,737.	1,951,618.	2,916,268.
(Investments - corporate bonds STMT 9	483,252.	712,964.	718,044.
11	Investments - land, buildings, and equipment basis			
	Less accumulated depreciation			
12	Investments - mortgage loans			
13	Investments - other			
14	Land, buildings, and equipment; basis			
	Less accumulated depreciation			·
15	Other assets (describe			
16	Total assets (to be completed by all filers)	2,828,929.	2,797,956.	3,769,108.
17	Accounts payable and accrued expenses	2702073231	27.3.73300	01.0312000
18	Grants payable	-		
١.,	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
20 21 21 21	Mortgages and other notes payable			
22	Other liabilities (describe)			
			_	
23	Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here			
_{so}	and complete lines 24 through 26 and lines 30 and 31.			
일 24	Unrestricted			
25	Temporarily restricted			
26	1			
Š	Foundations that do not follow SFAS 117, check here			
-	and complete lines 27 through 31.	0 000 000	0 505 056	
ပ္က 27	Capital stock, trust principal, or current funds	2,828,929.	2,797,956.	
Net Assets or Fund Balance 25 26 27 28 29 30	Paid-in or capital surplus, or land, bldg., and equipment fund	0.		
Ž 29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
월 30	Total net assets or fund balances	2,828,929.	2,797,956.	
31	Total liabilities and net assets/fund balances	2,828,929.	2,797,956.	
Part	Analysis of Changes in Net Assets or Fund B			
	al net assets or fund balances at beginning of year - Part II, column (a), line	SU .		2 020 020
•	st agree with end-of-year figure reported on prior year's return)		1	2,828,929.
	er amount from Part I, line 27a er increases not included in line 2 (itemize)		2	<30,973.
	I lines 1, 2, and 3		3	0. 2,797,956.
	reases not included in line 2 (itemize)		4	0.
	a) net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	dumn (b) line 30	5 6	2,797,956.

Form 990-PF (2012) #1011477 04-6676539 Page 3 Part IV Capital Gains and Losses for Tax on Investment Income (b) How acquired P - Purchase D - Donation (a) List and describe the kind(s) of property sold (e.g., real estate, (c) Date acquired (d) Date sold 2-story brick warehouse; or common stock, 200 shs. MLC Co.) (mo., day, yr.) (mo., day, yr.) 1a SEE ATTACHED STATEMENTS þ C d е (g) Cost or other basis (f) Depreciation allowed (h) Gain or (loss) (e) Gross sales price (or allowable) plus expense of sale (e) plus (f) minus (g) а b C d 464,339 589,670. 125,331 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 (j) Adjusted basis (k) Excess of col. (i) (i) F.M.V. as of 12/31/69 Losses (from col. (h)) as of 12/31/69 over col. (j), if any b C d 125,331. e If gain, also enter in Part I, line 7 125,331. 2 Capital gain net income or (net capital loss) If (loss), enter -0- in Part I, line 7 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). If (loss), enter -0- in Part I, line 8 N/A 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. Yes X No Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part. 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) (d) Distribution ratio (c) Adjusted qualifying distributions Net value of noncharitable-use assets (col. (b) divided by col. (c)) 222,642 3,951,727 .056340 2011 2010 218,454. 3,788,778. .057658 205,394 3,497,515 .058726 2009 209,208 4,178,721 .050065 2008 150,447 4,417,897 .034054 2007 2 Total of line 1, column (d) .256843 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 .051369 3 4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 4 3,815,812. 196,014. 5 Multiply line 4 by line 3 5 6 Enter 1% of net investment income (1% of Part I, line 27b) 1,887. 6 7 Add lines 5 and 6 <u>19</u>7,901. 7 8 Enter qualifying distributions from Part XII, line 4 224,070.

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.

	n 990-PF (2012) #1011477	<u>04-</u>	<u>66765</u>	<u> 39</u>		Page 4
	art VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or	1948 ·	- see in:	stru	ctio	ns)
1a	Exempt operating foundations described in section 4940(d)(2), check here 🕨 🔲 and enter "N/A" on line 1.					
	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)	İ				
þ	Domestic foundations that meet the section 4940(e) requirements in Part V, check here 🕨 🗶 and enter 1%	1			1,8	87.
	of Part I, line 27b			_		
C	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).					
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2				0.
3	Add lines 1 and 2	3			1,8	87.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4				0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5			1,8	87.
6	Credits/Payments:					
а	2012 estimated tax payments and 2011 overpayment credited to 2012 6a 1,400.	,				
	Exempt foreign organizations - tax withheld at source					
C	Tax paid with application for extension of time to file (Form 8868)					
d	I Backup withholding erroneously withheld 6d					
7	Total credits and payments. Add lines 6a through 6d	7 7			1.4	00.
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached: PAID VIA	8			- / -	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9			4	87.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ELECTRONIC	10				• • •
	Enter the amount of line 10 to be: Credited to 2013 estimated tax ► TRANSFED Refunded ►	11				
	art VII-A Statements Regarding Activities					
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or interveni	e in			Yes	No
	any political campaign?			1a		X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?			1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials publish	ed or				
	distributed by the foundation in connection with the activities.	ca o				
c	Did the foundation file Form 1120-POL for this year?			1c		x
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:			10		
Ī	(1) On the foundation. > \$ 0 . (2) On foundation managers. > \$ 0 .					
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation	<u>-</u>				
Ĭ	managers. > \$ 0.					
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?			2		x
-	If "Yes," attach a detailed description of the activities					
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation,	٥r				1
•	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	UI		3		x
4 a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?			4a		X
	If "Yes," has it filed a tax return on Form 990-T for this year?	N	. —	4b		
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	74	′ ^ ⊢	5		х
•	If "Yes," attach the statement required by General Instruction T					
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:					
٠	By language in the governing instrument, or		1			
	 By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the stat 	o law				1
	remain in the governing instrument?	e iaw		c	v	
7	Did the foundation have at least \$5,000 in assets at any time during the year?			6	X	\vdash
•	If "Yes," complete Part II, col. (c), and Part XV.		-	7	X	
Q۵	Enter the states to which the foundation reports or with which it is registered (see instructions)					
od	MA					
	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)		—			
0					₹.	
0	of each state as required by General Instruction G? If "No," attach explanation		 	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for call	enoar				
40	year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		-	9	-	X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses			10		X

orm	990-PF (2012) #1011477 04-6676	<u>539</u>		<u> Page 5</u>
Pa	rt 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		Х
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?			
	If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Х	
	Website address ► N/A			
14		227	-79	40
	Located at ▶ 60 STATE STREET, BOSTON, MA ZIP+4 ▶02			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		•	X
	and enter the amount of tax-exempt interest received or accrued during the year			0.
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank,		Yes	No
	securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign			
	country			
Pa	rt 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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available	1		
	for the benefit or use of a disqualified person)?			
	(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.)			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations	į.		
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		Х
	Organizations relying on a current notice regarding disaster assistance check here			
С	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		х
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)):			
а	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning			
	before 2012?			
	If "Yes," list the years \(\bigs\)			
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.) N/A	2b		
C	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.			
	>		1	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
	during the year?			1
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.) N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that			Γ_
	had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		х

CAROLINE BLANTON THAYER CHARITABLE TRUST Form 990-PF (2012) 04-6676539 #1011477 Page 6 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: Yes X No (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, Yes X No any voter registration drive? Yes X No (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section Yes X No 509(a)(1), (2), or (3), or section 4940(d)(2)? (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for Yes X No the prevention of cruelty to children or animals? 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)? N/A 5b Organizations relying on a current notice regarding disaster assistance check here c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained N/A Yes No expenditure responsibility for the grant? 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 Yes X No a personal benefit contract? X b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b If "Yes" to 6b, file Form 8870 Yes X No 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 7b Information About Officers, Directors, Trustees, Foundation Managers, Highly Part VIII Paid Employees, and Contractors List all officers, directors, trustees, foundation managers and their compensation. (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 (If not paid, enter -0-) (a) Name and address allowances TRUSTEE MICHAEL J PUZO HEMENWAY & BARNES LLP, 60 STATE BOSTON, MA 02109 2.50 32,616 0 0. TRUSTEE HELEN T CHAPELL 25 HIGH STREET 0.50 0 0 0. ANDOVER, MA 01810 TRUSTEE MILLICENT S THAYER 3 MEADOW ROAD 0.50 0 0. 0. LEVERETT, MA 01054

				1
				_
2 Compensation of five highest-paid employees (other than those	included on line 1). 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		<u> </u>	•	

Form **990-PF**

Form 990-PF (2012) #1011477	0 <u>4</u> -	<u>6676539</u>	<u> Page 7</u>
Part VIII Information About Officers, Directors, Trustees, Founda Paid Employees, and Contractors (continued)	tion Managers, Highly		-
3 Five highest-paid independent contractors for professional services. If none, enter	"NONE."		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Con	npensation
NONE	(5) 1,700 0. 00.1100		
NONE	-	1	
			
	_		
	ł		
		1	
Total number of others receiving over \$50,000 for professional services		•	0
Part IX-A Summary of Direct Charitable Activities			
List the foundation's four largest direct charitable activities during the tax year. Include relevant statist	inal information such as the		
number of organizations and other beneficiaries served, conferences convened, research papers proc		Expense	S
1 N/A	·		
		I	
	-	I	
^			
2		I	
		l	
•			
3		i	
			
4		i	
	<u>.</u>		
Det IV B C		·	
Part IX-B Summary of Program-Related Investments			
Describe the two largest program-related investments made by the foundation during the tax year on	lines 1 and 2.	Amount	
1 <u>N/A</u>		}	
		I	
2		I	
		I	
All other program-related investments. See instructions.			
3		1	
		1	
		I	
Total. Add lines 1 through 3	•		0.
			~ •

For	m 990-PF (2012) #1011477	04-6676539	Page 8
P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndations, see instructions	s)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
а	Average monthly fair market value of securities	1a 3,789	<u>9,508.</u>
b	Average of monthly cash balances	1b 8	4,413.
C	Fair market value of all other assets	1c	
đ	Total (add lines 1a, b, and c)	1d 3,87	3,921.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation) 1e 0 •]	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d		<u>3,921.</u>
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		<u>8,109.</u>
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 3,81	<u>5,812.</u>
6	Minimum investment return. Enter 5% of line 5		0,791.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part.)	nd certain	
1	Minimum investment return from Part X, line 6	1 190	0,791.
2a	Tax on investment income for 2012 from Part VI, line 5		<u> </u>
b	Income tax for 2012. (This does not include the tax from Part VI.)	1	
C	Add lines 2a and 2b	_{2c} :	1,887.
3	Distributable amount before adjustments. Subtract line 2c from line 1		8,904.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4		B,904.
6	Deduction from distributable amount (see instructions)	6	0, <u>004.</u> 0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		8,90 4.
		100	0,30 4 .
Р	art XII Qualifying Distributions (see instructions)	,	
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a 22	<u>4,070.</u>
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
а	Suitability test (prior IRS approval required)	3a <u> </u>	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 22	<u>4,070.</u>
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	5	1,887.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6 22:	2,183.
	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.		

Form **990-PF** (2012)

Form 990-PF (2012)

#1011477

04-6676539

Page 9

Part XIII Undistributed Income (see instructions)

1. Obstrutible amount for 2012 from Part XI, Inter 7 2. Undershoulder servers, 4 bits, as of the ead of 2012 a Enter amount for 2011 only b Total for proxy years: 2. Undershoulder servers, 4 bits, as of the ead of 2012 a Enter amount for 2011 only b Total of Inter 2007 b From 2008 2. From 2009 2. From 2010 2. From 2010 2. From 2011 2. Total of lines 3a throughe 3. Dear XII, Illies 4; M. S. 224, 0.70. 3. Applied to 2014 but not more than line 2a b Applied to understruider disconer of priory years (Election required - see instructions) 2. Treated as distributions out of corpus (Election required - see instructions) 3. France see instructions out of corpus (Election required - see instructions) 4. Applied to 2012 distributibate amount a fernaminant and stributed out of corpus (Election required - see instructions) 5. English estimations among registed 8.02 (Election required - see instructions) 5. English estimations among registed 8.02 (Election required - see instructions) 5. English estimations among registed 8.02 (Election required - see instructions) 6. Enter the net total of each column as indicated below. 6. Enter the net total of each column as indicated below. 7. Enter the amount of grory years' undistributed income for which is about the section (See 1) say has been previously assessed undistribution come for 2011. Subtract line 4 from line 2b. Estable amount - see instructions 7. Amounts readed as distributions out of corpus to salkey requirements imposed by excellent of the form line 6 (Election 100). 8. Excess form 2018 9. Excess form 2018 1. Excess form 2019 1. Excess form 2019 1. Excess form 2010 1. Excess form 2011 1. Excess form 2011 1. Excess form 2012 1. Excess form 2012 1. Excess form 2012			(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
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be distributed in 2013 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2007 not applied on line 5 or line 7 9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2008 b Excess from 2009 c Excess from 2010 d Excess from 2011						
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2007 not applied on line 5 or line 7 9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2008 b Excess from 2009 c Excess from 2010 d Excess from 2011						77 463
corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2007 not applied on line 5 or line 7 9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2008 b Excess from 2009 c Excess from 2010 d Excess from 2011	7	Amounts treated as distributions out of		·		77,4031
section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2007 not applied on line 5 or line 7 9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2008 b Excess from 2009 c Excess from 2010 d Excess from 2011		corpus to satisfy requirements imposed by				
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not applied on line 5 or line 7 9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2008 b Excess from 2010 d Excess from 2011	8				_	
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2008 b Excess from 2010 c Excess from 2011 d Excess from 2011		-	0.			
Subtract lines 7 and 8 from line 6a	9	· · · · · · · · · · · · · · · · · · ·			 :	
0 Analysis of line 9: a Excess from 2008 b Excess from 2010 c Excess from 2011 d Excess from 2011	-	· · · · · · · · · · · · · · · · · · ·	0.1			
a Excess from 2008 b Excess from 2009 c Excess from 2010 d Excess from 2011	0					
b Excess from 2009 c Excess from 2010 d Excess from 2011						
c Excess from 2010 d Excess from 2011						
d Excess from 2011		·				

Form 990-PF (2012) #1011477 04-6676539 Page 10 Part XIV | Private Operating Foundations (see instructions and Part VII-A, question 9) N/A 1 a 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(1)(5) 2 a Enter the lesser of the adjusted net Tax year Prior 3 years (a) 2012 (b) 2011 (c) 2010 (d) 2009(e) Total income from Part I or the minimum investment return from Part X for each year listed **b** 85% of line 2a c Qualifying distributions from Part XII, line 4 for each year listed d Amounts included in line 2c not used directly for active conduct of exempt activities e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets (2) Value of assets qualifying under section 4942(j)(3)(B)(i) b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III) (3) Largest amount of support from an exempt organization Gross investment income Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets Part XV at any time during the year-see instructions.) 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 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: Check here 🕨 🔣 if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d. a The name, address, and telephone number or e-mail of the person to whom applications should be addressed: **b** The form in which applications should be submitted and information and materials they should include: c Any submission deadlines: d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Form **990-PF** (2012)

223601 12-05-12

Form 990-PF (2012) #1011477 04-6676539 Page 11
Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Ye	ear or Approved for Future	Payment		
Recipient	If recipient is an individual,	Foundation	Purpose of grant or	
Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT ATTACHED	N/A	PUBLIC CHARITY	GENERAL PURPOSE	
				224,000.
		-		
Total			▶ 3a	224 000
b Approved for future payment				
NONE				
				1
Total	1	<u></u>	<u> </u>	
Total			<u> </u>	0.

#1011477

1 Program service revenue: 1 Program service revenue: Business Code	ates asses amounts unless atherway indicated	Unrelated h	usiness income	Excluded b	y section 512, 513, or 514	
a b c d e 1 g Fees and contracts from government agencies 2 Membership dues and assessments 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5 Net rental income or (loss) from real estate: a Debt-financed property b Not debt-financed property 6 Net rental income or (loss) from personal property 7 Other investment income 8 Gain or (loss) from sales of assets other than inventory 1 Net income or (loss) from special events 0 Gross profit or (loss) from sales of inventory 1 Other revenue: a b c d e 2 Subtotal. Add columns (b), (d), and (e) 0 . 234,084.	-		(b)	(C) Exclu-	(d)	Related or exempt
b c d d d d d d d d d d d d d d d d d d	1 Program service revenue:		Amount	code	Amount	Tunction income
c d e e e e e e e e e e e e e e e e e e		_				
d e	b	_				
g Fees and contracts from government agencies Membership dues and assessments Interest on savings and temporary cash Investments Investment income Investment income Investment income Investment income Investment income Investment income Inventory Interview Intervention Intervetor Inter	C	_				
f Fees and contracts from government agencies Membership dues and assessments Interest on savings and temporary cash investments Dividends and interest from securities Net rental income or (loss) from real estate: a Debti-financed property b Not debt-financed property bet rental income or (loss) from personal property Other investment income Gain or (loss) from sales of assets other than inventory Net income or (loss) from special events Gross profit or (loss) from sales of inventory Other revenue: a b c d e Subtotal. Add columns (b), (d), and (e) O . 234,084.	d	_				
Membership dues and assessments Interest on savings and temporary cash investments Dividends and interest from securities Net rental income or (loss) from real estate: a Debt-financed property b Not debt-financed property Cither investment income Gain or (loss) from sales of assets other than inventory Net income or (loss) from special events Gross profit or (loss) from sales of inventory Other revenue: a b c d e Subtotal. Add columns (b), (d), and (e) 0 . 234, 084.	e					
Membership dues and assessments Interest on savings and temporary cash investments Dividends and interest from securities Net rental income or (loss) from real estate: a Debt-financed property b Not debt-financed property Cither investment income Gain or (loss) from sales of assets other than inventory Net income or (loss) from special events Gross profit or (loss) from sales of inventory Other revenue: a b c d e Subtotal. Add columns (b), (d), and (e) 0 . 234, 084.	f	_				
Interest on savings and temporary cash investments Dividends and interest from securities Net rental income or (loss) from real estate: a Debt-financed property b Not debt-financed property Other investment income Gain or (loss) from sales of assets other than inventory Net income or (loss) from special events Gross profit or (loss) from sales of inventory Other revenue: a b						
Investments Dividends and interest from securities Net rental income or (loss) from real estate: a Debt-financed property b Not debt-financed property Net rental income or (loss) from personal property Other investment income Gain or (loss) from sales of assets other than inventory Net income or (loss) from special events Gross profit or (loss) from sales of inventory Other revenue: a b c d e Subtotal. Add columns (b), (d), and (e) Subtotal. Add columns (b), (d), and (e) 14 12. 12. 12. 14 102,178. 18 102,178.	•					
Dividends and interest from securities Net rental income or (loss) from real estate: a Debt-financed property b Not debt-financed property Other investment income Gain or (loss) from sales of assets other than inventory Net income or (loss) from special events Gross profit or (loss) from sales of inventory Other revenue: a b c d e Subtotal. Add columns (b), (d), and (e) 14 102,178. 102,178. 118 102,178.				1 4	10	
is Net rental income or (loss) from real estate: a Debt-financed property b Not debt-financed property c Net rental income or (loss) from personal property c Other investment income d Gain or (loss) from sales of assets other than inventory than inventory Net income or (loss) from special events d Gross profit or (loss) from sales of inventory Other revenue: a b c d e Subtotal. Add columns (b), (d), and (e) 0 0 234,084.					100 170	
a Debt-financed property b Not debt-financed property 3 Net rental income or (loss) from personal property 7 Other investment income 8 Gain or (loss) from sales of assets other than inventory 9 Net income or (loss) from special events 10 Gross profit or (loss) from sales of inventory 11 Other revenue: a b c d e 2 Subtotal. Add columns (b), (d), and (e)				14	102,1/8.	
b Not debt-financed property Net rental income or (loss) from personal property Other investment income Gain or (loss) from sales of assets other than inventory Net income or (loss) from special events Gross profit or (loss) from sales of inventory Other revenue: a b c d e Subtotal. Add columns (b), (d), and (e) O O 234, 084.		-				
Net rental income or (loss) from personal property Other investment income Gain or (loss) from sales of assets other than inventory Net income or (loss) from special events Gross profit or (loss) from sales of inventory Other revenue: a b c d E Subtotal. Add columns (b), (d), and (e) Description: 234,084.						_
Other investment income Gain or (loss) from sales of assets other than inventory Net income or (loss) from special events Gross profit or (loss) from sales of inventory Other revenue: a b c d e Subtotal. Add columns (b), (d), and (e) Other investment income 18 131,894. 131,894.						
Other investment income Gain or (loss) from sales of assets other than inventory Net income or (loss) from special events Gross profit or (loss) from sales of inventory Other revenue: a b c d e Subtotal. Add columns (b), (d), and (e) Other investment income 18 131,894. 19 131,894.						
than inventory Net income or (loss) from special events Gross profit or (loss) from sales of inventory Other revenue: a b c d e Subtotal. Add columns (b), (d), and (e) 18 131,894. 131,894.				+ +		
than inventory Net income or (loss) from special events Gross profit or (loss) from sales of inventory Other revenue: a b c d e Subtotal. Add columns (b), (d), and (e) 18 131,894.		-				
Net income or (loss) from special events Gross profit or (loss) from sales of inventory Other revenue: a b c d e Subtotal. Add columns (b), (d), and (e) 0 0 234,084.				1 2	131 89/	
Gross profit or (loss) from sales of inventory Other revenue: a b c d Subtotal. Add columns (b), (d), and (e) Other revenue: 2 4 2 4 084.	•			10	131,074.	_ -
Other revenue: a b c d e Subtotal. Add columns (b), (d), and (e) Other revenue: 2 234,084.						
a				+ +		
b						
c		1 1				· ., ·
d			·			
e	_	1 1				
Total. Add line 12, columns (b), (d), and (e)	Subtotal. Add columns (b), (d), and (e)		().	234,084.	
	Total. Add line 12, columns (b), (d), and (e)					
(See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes	3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.)	to the Accom			13	234,
	▼ the foundation's exempt purposes (other that N/A	in by providing funds	for such purposes).	·		-
, y ₁ , z ₁						

the foundation's exempt purposes (other than by providing funds for such purposes).					
	N/A				

Form 990-PF (2012)

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04-6676539 Page 13

Pa	rt XVII	Information Re Exempt Organ	egarding Transfers To a	and Transactions a	nd Relationsh	nips With Noncha	aritable	
1	Did the ore	_ 	rectly engage in any of the following	no with any other organization	n described in section	n 501(c) of	Yes	No
		= =)(3) organizations) or in section 5			311 00 1(0) 01		+
	,		ation to a noncharitable exempt or		zutions		1 1	1
	(1) Cash	non the reporting round	ation to a nononantable exempt of	rganization of.			1a(1)	x
	(1) Oasii (2) Other	accate						$\frac{1}{X}$
	Other trans						1a(2)	+
_		of assets to a noncharita	hle evernt organization				16(1)	v
			ncharitable exempt organization					X
	• •		· •				1b(2)	
		I of facilities, equipment,					1b(3)	X
	- •	bursement arrangements					1b(4)	X
		s or loan guarantees					1b(5)	X
	• •		embership or fundraising solicitation				1b(6)	X
	-		uling lists, other assets, or paid en			total discount	1c	X
			"Yes," complete the following scho					
			oundation. If the foundation received		e in any transaction	or snaring arrangement,	snow in	
			other assets, or services received.		(4) -			
(a) L	ne no	(b) Amount involved	(c) Name of noncharitabl	e exempt organization	(0) Description	of transfers, transactions, and	sharing arrangem	ents
			N/A		 -			
			<u> </u>					
								
						.,		
								
								
					-			
								
2a	Is the four	ndation directly or indirec	tly affiliated with, or related to, one	e or more tax-exempt organiz	zations described			
	in section	501(c) of the Code (other	r than section 501(c)(3)) or in sec	ction 527?			Yes 🔼	No
b	If "Yes," co	omplete the following sch	edule.					
		(a) Name of org		(b) Type of organization	(c) Description of relation	ship	
		N/A						
			that I have examined this return, includi				ay the IRS discuss	thic
Sig	n and be	elief, it is true, correct, and cor	mplete Declaration of preparer (other that	an taxpayer) is based on all inform	ation of which preparer	nas any knowledge re	turn with the preparation below (see in	erer
He		Willian LE	- Luca	15/14/12	Trus		X Yes	ii No
	Sign	nature of officer or trustee	7 mg	Date	Title	L		
		Print/Type preparer's na	ame Preparer's s	·	Date	Check If PTIN		
				11		self- employed		
Pa	id	PATRICE A	VIEHL (Intra.	. (11 /10 10	7/3//12		0957136	5
	eparer	Firm's name ► HEM		LLP	100110	Firm's EIN ▶ 04-1		<u></u>
	e Only	THE PARTY OF THE P	THINDI & DWINED	200		1 4 4 1 2 CIN P 0 4 - 1	. 400470	
		Firm's address ▶ 60	STATE STREET					
			COUNT MY USING	1000		Dhana na / 61	71227 '	7040

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BOOK VALUE

HEMENWAY & BARNES LLP WORKSHEET FOR THE ACCOUNT OF CAROLINE BLANTON THAYER CHARITABLE TRUST	PRINCIPAL INCOME			10,000.00-	10,000.00-	10,000.00-	10,000.00-	10,000.00-	10,000.00-	10,000.00-	10,000.00-	10,000.00-	10,000.00-	10,000.00-	10,000.00-	10,000.00-	10,000.00-	10,000.00-
HEMENWAY TAX WORKSHEET CAROLINE E	PRIN			10,0	10,0	10,0	10,0	10,0	10,0	10,01	10,0	10,01	10,0	10,00	10,00	10,00	10,00	10,00
77 6539	DISTRIBUTION 	PARTY UNKNOWN-0	38 FIDUCIARY CHARITABLE GRANTS	12/19/2012 CHARITABLE GRANT DISTRIBUTION TO ESTINATION CLEVELAND COUNTY,	12/19/2012 CHARITABLE GRANT DISTRIBUTION TO AMERICAN FRIENDS SERVICE COMMITTEE INDESCRETCED CIET	12/19/2012 CHARITABLE GRANT DISTRIBUTION TO GEORGE AND IDA WOOD BLANTON FUNDWMENT	12/19/2012 CHARITABLE GRANT DISTRIBUTION TO	12/19/2012 CHARITABLE GRANT DISTRIBUTION TO HISTORIC HARRISVILLE, THOOPPORATED	12/19/2012 CHARITABLE GRANT DISTRIBUTION TO	12/19/2012 CHARITABLE GRANT DISTRIBUTION TO MEDECTINS SAN FRONTIERES	12/19/2012 CHARITABLE GRANT DISTRIBUTION TO OXFAM-AMERICA, INC. UNRESTRICTED GIFT	12/19/2012 CLARITABLE GRANT DISTRIBUTION TO PEACE DEVELOPMENT FILIND	12/19/2012 CHARITABLE GRANT DISTRIBUTION TO PEACE DEVELOPMENT FUND SOUTHERN REGION	12/19/2012 CHARITABLE GRANT DISTRIBUTION TO SMITH COLLEGE HELEN RAND THAYER	12/19/2012 CHARITABLE GRANT DISTRIBUTION TO SOUTH PAPER CONSERVATORY OF	12/19/2012 CHARITABLE GRANT DISTRIBUTION TO	12/19/2012 CHARITABLE GRANT DISTRIBUTION TO INTERPOSATION	ASSOCIATION UNRESTRICTED GIFT 12/19/2012 CHARITABLE GRANT DISTRIBUTION TO WESTFIELD ATHENAEUM WESTFIELD FAMILIES HISTORY MUSEUM
ACCOUNT # 10114 TAX ID # 04-667 FROM 01/01/2012 TO 12/31/2012		TAX P	CODE	12/19	12/19	12/19	12/19	12/19	12/19	12/19	12/19	12/19	12/19	12/19	12/19,	12/19,	12/19,	12/19,

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	BOOK VALUE													0.00	0.00 P 0.00 I		00.0
7 & BARNES LLP POR THE ACCOUNT OF BLANTON THAYER TABLE TRUST	INCOME													00.00	0.00	00.0	00.00
HEMENWAY & BARNES L TAX WORKSHEET FOR THE AC CAROLINE BLANTON THA CHARITABLE TRUST	PRINCIPAL	10,000.00-	10,000.00-	10,000.00-	10,000.00-	7,000.00-	5,000.00-	5,000.00-	5,000.00-	5,000.00-	3,000.00-	3,000.00-	1,000.00-	224,000.00-	224,000.00-	11	224,000.00-
ACCOUNT # 1011477 TAX ID # 04-6676539 FROM 01/01/2012 TO 12/31/2012	DISTRIBUTION ====================================	12/19/2012 CHARITABLE GRANT DISTRIBUTION TO	12/19/2012 CHARITABLE GRANT DISTRIBUTION TO	Y. A	GLOBAL FUND FOR WOMEN 12/19/2012 CHARITABLE GRANT DISTRIBUTION TO FOOD BANK OF WESTERN MASCACHIEFTHES	12/19/2012 CHART DESTRIBUTION TO	12/19/2012 CHARITABLE GRANT DISTRIBUTION TO NEW ENGLAND HISTORICAL	GENEALOGICAL SOCIETY 12/19/2012 CHARITABLE GRANT DISTRIBUTION TO NEW ENGLAND WILD FLOWER PESSERVATION SOCIETY	12/19/2012 UNRESTRICTED GIFT 12/19/2012 CENTRAL SMEDIC GRANT DISTRIBUTION TO	AMERICAN WOMEN S BLE GRANT DISTRIBU SERVICE LEAGUE OF	12/19/2012 CHARITABLE GRANT DISTRIBUTION TO	12/19/2012 TRANSFAIR USANT DISTRIBUTION TO TRANSFAIR USA	12/19/2012 CHARITABLE GRANT DISTRIBUTION TO COHASSET CENTRAL CEMETERY	* TOTAL CODE 38	** TOTAL FOR TAX PARTY UNKNOWN	*** TOTAL DISTRIBUTIONS TO BENEFICIARY	*** TOTAL BENEFICIARY DISTRIBUTIONS

CAROLINE BLANTON THAYER CHARITABLE TRUST SCHEDULE OF PRINCIPAL ASSETS SCHEDULE C

MARKET VALUE AS OF 12/31/2012	52,484.50	52,484.50		103,158.00	100,730.00 25,678.50	99,776.00	52,313.00 51,828.00	103,684.00 103,023.00 51,713.00 26,140.25	718,043.75		53,217.29	95,440.00 91 088 00	120,875.00	154,717.00	58,948.20	77,778.00	78,060.00	132,400.00
BOOK VALUE	51,062.50	51,062.50		100,000.00	100,337.50 25,587.50	101,200.00	50,250.00 53,330.00	103,327.00 101,329.50 51,650.00 25,952.50	712,964.00		18,067.22	48,588.17	89,921.46	28,042.92	52,125,60	38,652.68	98,030.20	5/, 12/. 42 69, 029.25
DESCRIPTION U S GOV & AGENCY OBLIGATIONS	US TREASURY NOTES 2.5% 03/31/2015	TOTAL U S GOV & AGENCY OBLIGATIONS	CORPORATE & FOREIGN BONDS	BERKSHIRE HATHAWAY 4.625%	CLOROX C 5% 03/01/2013 GENL ELECTRIC CAP CORP 2.15%	HEWLETT PACKARD CO 1.55%	US/30/2014 HOME DEPOT INC 5.25% 12/16/2013 JUNIPER NETWORKS INC 3.1%	MICROSOFT CORP 2.95% 06/01/2014 SARA LEE CORP 2.75% 09/15/2015 SYMANTEC CORP 2.75% 09/15/2015 THERMO FISHER SCIENTIFIC INC 3.25% 11/20/2014	TOTAL CORPORATE & FOREIGN BONDS	COMMON STOCK	APPLE, INC.	APTARGROUP INC AUTOMATIC DATA PROCESSING		CARADIAN NATIONAL KAILWAY CO	CISCO SYS INC	DEERE & COMPANY	EVON Z	E M C CORF EMERSON ELECTRIC CO
NO. OF UNITS	50,000			100,000	100,000 25,000	100,000	50,000	100,000 100,000 50,000 25,000			100	2,000 1,600	2,500	700 600	3,000	006	1,500	2,500
	1.			2.	. 4	5.	6.	8. 9. 11.			12.	13.	15.	10.	18.	19.	20.	22.

	NO. OF	DESCRIPTION	BOOK VALUE	MARKET VALUE
(SITNO		,	AS OF 12/31/2012
23.	3,600		37,126.71	71,136.00
24.	1,000	HELMERICH & PAYNE INC	22,883.14	56,010.00
25.	1,000	HOME DEPOT INC	31,636.20	61,850.00
26.	4,000	INTEL CORPORATION	76,641.52	82,480.00
27.	1,500	JOHNSON & JOHNSON	68,912.15	105,150.00
28.	200	LABORATORY CORP AMER HLDGS	40,086.93	43,310.00
29.	1,200	LIFE TECHNOLOGIES CORP	48,277.68	58,836.00
30.	100	MASTERCARD INC	22,327.42	49,128.00
31.	4,400	MAXWELL TECHNOLOGIES INC	46,112.45	36,520.00
32.	1,000	MONSANTO CO NEW	73,100.51	94,650.00
33.	2,000	NESTLE S A SPONSORED ADR (REPSTG	62,185.81	130,224.00
		REG SHS)		
34.	2,000	NOVARTIS AG ADR	111,100.29	126,600.00
35.	3,300	ORACLE CORP	43,092.40	109,956.00
36.	3,000	PEMBINA PIPELINE CORP	44,022.62	85,920.00
37.	1,500	PEPSICO INC	83,889.59	102,645.00
38.	4,000	PORTLAND GENERAL ELECTRIC CO	108,688.10	109,440.00
39.	1,800	PROCTER & GAMBLE CO	97,445.72	122,202.00
40.	2,000	ROCHE HLDG LTD ADR	75,525.50	100,508.00
41.	1,000	3 M COMPANY	72,746.97	92,850.00
42.	700	UNITED TECHNOLOGIES	55,072.74	57,407.00
43.	1,600	COVIDIEN PLC COMMON SHARES	66,154.23	92,384.00
44.	3,500	NOVOZYMES A/S	23,362.46	98,455.00
		TOTAL COMMON STOCK	1,951,617.87	2,916,268.49
		MONEY FUNDS & SAVINGS		
45.		FEDERATED TREASURY OBLIGATIONS FUND	81,671.60	81,671.60
		TOTAL MONEY FUNDS & SAVINGS	81,671.60	81,671.60
		PRINCIPAL CASH	49,969.84-	49,969.84-

3,718,498.50

2,747,346.13

TOTAL SCHEDULE C

CAROLINE BLANTON THAYER CHARITABLE TRUST BALANCE OF INCOME SCHEDULE F

BALANCE OF UNINVESTED INCOME

TOTAL SCHEDULE F

50,608.81

PAGE 1

0 17,794.		32,345.	<14,551.>
Complete only for assets showing	gain in column (h) and owned by	the foundation on 12/31/69	(I) Losses (from col. (h))
(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	Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			2,324.
b			<5,924.>
С			<3,709.>
d			4,253.
е			19,949.
f			10,199.
9			<2,877.>
h			<u> </u>
1			11,481.
1			10,936.
k			25,635.
1	.		5, <u>488</u> .
m			2,101.
n			14,452.
0			<14,551.>
Capital gain net income or (net cap	tal loss) { If gain, also enter *-	er in Part I, line 7 O-" in Part I, line 7	2

3,528.

2,101.

14,452.

m

n

17,980.

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).

If (loss), enter "-0-" in Part I, line 8

Part IV | Capital Gains and Losses for Tax on Investment Income (b) How acquired (d) Date sold (a) List and describe the kind(s) of property sold, e.g., real estate, (c) Date acquired P - Purchase D - Donation 2-story brick warehouse; or common stock, 200 shs. MLC Co. (mo., day, yr.) (mo., day, yr.) 1a 1000 SHS ABB LTD SPONSORED ADR P 11/19/08|08/08/12 b 600 SHS ABB LTD SPONSORED ADR P 05/13/0908/08/12 c 500 SHS ABB LTD SPONSORED ADR P 08/12/0908/08/12 d 900 SHS ABB LTD SPONSORED ADR P 11/11/0908/08/12 e 100M US TREAS NTS 4.375% P 05/16/0708/15/12 f 300 SHS NESTLE S A SPONSORED ADR P 11/14/07|11/07/12 g 200 SHS APTARGROUP INC P 05/18/05|11/07/12 h 200 SHS CANADIAN NATIONAL RAILWAY CO P 08/20/03|11/07/12 100M US TREAS NTS 4% 11/14/07/11/15/12 P 1 300 SHS CANADIAN NATIONAL RAILWAY CO P |08/20/03|12/17/12 k 200 SHS ITRON INC P 08/18/1012/17/12 1 200 SHS ITRON INC P 11/10/1012/17/12 m 100 SHS ITRON INC P 08/10/1112/17/12 n 0 (g) Cost or other basis (f) Depreciation allowed (h) Gain or (loss) (e) Gross sales price (or allowable) plus expense of sale (e) plus (f) minus (g) 17,794 10,060. 7,734. a 10,677. b 8,766. 1,911. 8,897. 9,204. <307.> C 16,015. 18,063. d <2,048.> 100,000. 99,125. 875. е 18,919. 14,594 f 4,325. 9,766. 5,218. 4,548. g 17,290. 3,528. 13,762. h 100,000. <812.> 100,812. 27,316. 22,023. 5,293. 8,832. 11,944. <3,112.> 8,832. 12,254. <3,422.> ١ <u>3,</u>783. 4,416. 633. m n 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (i) Adjusted basis (k) Excess of col. (i) (i) F.M.V. as of 12/31/69 but not less than "-0-") as of 12/31/69 over col. (1), if any 7,734. а 1,911. b <307.> C d <2,048.> е 875. 4,325. g 4,548. 13,762. h <812.> 22,023. k <3,112.> <3,422.> m 633. n 0 { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 } 2 Capital gain net income or (net capital loss) 2 <u>125,331.</u> 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). If (loss), enter "-0-" in Part I, line 8 N/A

FORM 990-PF	G	AIN OR (I	Loss)	FROM S	ALE	OF	' AS	SSETS		STA	TEMENT	1
(A) DESCRIPTION OF	PROPERTY							ANNER QUIRED		TE IRED	DATE S	OLD
500 SHS ITRON I	NC	_				P	UR	CHASED	05/0	9/12	12/17	/12
(B GRO SALES	SS	(C) VALUE		EXPE		OF	,	(E)	a	ar Tu	(F)	~
	22,081.	TIME OF	9,757.		ALE	0	<u> </u>	DEPRE	0.	GAIN	2,3	
(A) DESCRIPTION OF	PROPERTY							ANNER QUIRED		TE IRED	DATE SO	OLD
500 SHS AIXTRON	AKTIENG	— ESELLSCH <i>I</i>	AFT			P	URO	CHASED	08/1	8/10	02/08	/12
(B GRO SALES		(C) VALUE TIME OF		EXPE	D) NSE ALE	OF	,	(E)	c.	GAIN	(F)	S
	7,587.	13	3,511.			0	- -		0.		<5,9	24.
(A) DESCRIPTION OF	PROPERTY							ANNER QUIRED		TE IRED	DATE SO	OLD
200 SHS AIXTRON	AKTIENG	— ESELLSCH <i>i</i>	AFT			P	URO	CHASED	11/1	0/10	02/08	/12
(B GRO SALES	SS	(C) VALUE TIME OF		EXPE	D) NSE ALE	OF	•	(E)	c.	GAIN	(F)	S
	3,035.		5,744.			0	<u> </u>		0.		<3,7	 09.:

(A) DESCRIPTION OF PROPERTY				MANNER CQUIRED	DATE ACQUIR	
100 SHS DEERE & COMPANY			PU	RCHASED	08/12/	09 02/08/12
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c c	(F)
8,816.	4,295.		0.		<u> </u>	4,521.
(A) DESCRIPTION OF PROPERTY				MANNER CQUIRED	DATE ACQUIR	
500 SHS DEERE & COMPANY			PU	RCHASED	11/11/	09 02/08/12
(B) GROSS	(C) COST OR	(D) EXPENSE	OF	(E)	2 2	(F)
SALES PRICE	OTHER BASIS	SALE		DEPRE		AIN OR LOSS
44,079.	21,473.		0.		0.	22,606.
(A) DESCRIPTION OF PROPERTY				MANNER CQUIRED	DATE ACQUIR	
500 SHS NIKO RESOURCES	 LTD		PU	RCHASED	08/23/	04 02/08/12
(B) GROSS	(C) COST OR	(D) EXPENSE	OF	(E)		(F)
SALES PRICE	OTHER BASIS	SALE		DEPRE	C. G.	AIN OR LOSS
24,202.	19,483.		0.		0.	4,719.
(A) DESCRIPTION OF PROPERTY				MANNER CQUIRED	DATE ACQUIR	ED DATE SOLD
1000 SHS VESTAS WIND SY	- STEMS AS DKKI		PU	RCHASED	02/18/	05 02/09/12
(B) GROSS	(C) COST OR	(D) EXPENSE	ΩF	(E)		(F)
SALES PRICE	OTHER BASIS	SALE	Or	DEPRE	C. G.	AIN OR LOSS
10,275.	14,611.		0.		0.	<4,336.>

(A) DESCRIPTION OF PROPE	RTY			ANNER QUIRED		TE IRED	DATE SOLD
100 SHS VESTAS WIND	SYSTEMS AS DKKI		PUR	CHASED	05/1	9/05	02/09/12
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE		GATN	(F) I OR LOSS
1,02			0.		0.		<435.3
(A) DESCRIPTION OF PROPE	RTY			ANNER QUIRED	DA ACQU	TE IRED	DATE SOLD
500 SHS NOVOZYMES A/	 S		PUR	CHASED	08/2	1/03	02/09/12
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F) I OR LOSS
14,40	6. 3,337.		0.		0.		11,069.
(A) DESCRIPTION OF PROPE	RTY			ANNER QUIRED	DA ACQU	TE IRED	DATE SOLD
500 SHS NOVOZYMES A/S			PUR	CHASED	11/2	0/03	02/09/12
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F) I OR LOSS
14,40	5. 3,337.		0.		0.		11,069.
(A) DESCRIPTION OF PROPE	RTY			ANNER QUIRED	DA ACQU		DATE SOLD
400 SHS CANADIAN NAT	ONAL RAILWAY CO		PUR	CHASED	08/2	0/03	05/09/12
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE SALE	OF	(E) DEPRE		GAIN	(F) I OR LOSS
32,69	7,057.		0.		0.	_	25,635.

(A) DESCRIPTION OF PROPERTY				ANNER QUIRED		TE IRED	DATE SOLD
200 SHS APARTGROUP INC	_		PUR	CHASED	05/1	8/05	05/09/12
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F)
10,706.	4,859.		0.		0.		5,847.
(A) DESCRIPTION OF PROPERTY				ANNER QUIRED		TE IRED	DATE SOLD
200 SHS NESTLE S A SPON	SORED ADR		PUR	CHASED	11/1	4/07	05/09/12
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E)	c.	GAIN	(F)
11,830.	6,219.		0.		0.		5,611.
(A) DESCRIPTION OF PROPERTY	_			ANNER QUIRED		TE URED	DATE SOLD
200 SHS CANADIAN NATION	AL RAILWAY CO		PUR	CHASED	08/2	0/03	08/08/12
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE SALE	OF	(E)	c.	GAIN	(F)
17,980.	3,528.		0.		0.		14,452.
(A) DESCRIPTION OF PROPERTY				ANNER QUIRED		TE URED	DATE SOLD
1000 SHS ABB LTD SPONSO	RED ADR		PUR	CHASED	05/1	4/08	08/08/12
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F)
17,794.	32,345.		0.		0.		<14,551.>

DESCRIP	(A) TION OF PROPERTY				IANNER QUIRED	DATE ACQUIRED	DATE SOLD
1000 SH	S ABB LTD SPONSO	RED ADR		PUR	CHASED	11/19/08	08/08/12
	(B) GROSS	(C) VALUE AT	(D) EXPENSE	OF	(E)		(F)
_	SALES PRICE	TIME OF ACQ.	SALE		DEPRE	C. GAI	N OR LOSS
	17,794.	10,060.		0.		0.	7,734.
DESCRIP	(A) TION OF PROPERTY				IANNER QUIRED	DATE ACQUIRED	DATE SOLD
600 SHS	ABB LTD SPONSOR	ED ADR		PUR	CHASED	05/13/09	08/08/12
	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE SALE	OF	(E) DEPRE	C GAT	(F) N OR LOSS
-	10,677.	8,766.		0.		0.	1,911.
DESCRIP'	(A) TION OF PROPERTY				IANNER QUIRED	DATE ACQUIRED	DATE SOLD
500 SHS	ABB LTD SPONSOR	ED ADR		PUR	CHASED	08/12/09	08/08/12
	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE SALE	OF	(E) DEPRE	C CAT	(F) N OR LOSS
-	8,897.	9,204.	————	0.		0.	<307.>
DESCRIP	(A) TION OF PROPERTY		· · · · · ·		IANNER QUIRED	DATE ACQUIRED	DATE SOLD
900 SHS	ABB LTD SPONSOR	ED ADR		PUF	CHASED	11/11/09	08/08/12
	(B) GROSS	(C) VALUE AT	(D) EXPENSE	OF	(E)	a a = =	(F)
-	SALES PRICE	TIME OF ACQ.	SALE		DEPRE		N OR LOSS
	16,015.	18,063.		0.		0.	<2,048.>

(A) DESCRIPTION OF	PROPERTY				MANNER CQUIRED		TE IRED	DATE SOLD
100M US TREAS N	TS 4.375	8		PUI	RCHASED	05/1	6/07	08/15/12
(B GRO SALES	SS	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE SALE	OF	(E) DEPRE	a	CA TN	(F)
	00,000.	99,125.	- SALE	0.	———	0.	GAIN	OR LOSS
(A) DESCRIPTION OF	PROPERTY				MANNER CQUIRED		TE IRED	DATE SOLD
300 SHS NESTLE	S A SPON	SORED ADR		PUI	RCHASED	11/1	4/07	11/07/12
(B GRO SALES	SS	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F)
	18,919.	9,328.		0.		0.		9,591.
(A) DESCRIPTION OF	PROPERTY				MANNER CQUIRED	DA ACQU	TE	DATE SOLD
200 SHS APTARGR	OUP INC			PUI	RCHASED	05/1	8/05	11/07/12
(B GRO	-	(C) COST OR	(D) EXPENSE	OΕ	(E)			(F)
SALES		OTHER BASIS	SALE	Or	DEPRE	c.	GAIN	OR LOSS
	9,766.	4,859.		0.		0.		4,907.
(A) DESCRIPTION OF	PROPERTY			_	MANNER CQUIRED		TE IRED	DATE SOLD
		_		A		ACQU		DATE SOLD 11/07/12
DESCRIPTION OF	N NATION) SS	_	(D) EXPENSE SALE	PUI	CQUIRED	ACQU 08/2	0/03	

DESCRIP	(A) TION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
100M US	TREAS NTS 4%	_		P	URCHASED	11/14/07	11/15/12
	(B) GROSS	(C) VALUE AT	(D) EXPENSE	OF	(E)	.	(F)
	SALES PRICE	TIME OF ACQ.	SALE		DEPRE	—— GAII	N OR LOSS
	100,000.	100,812.	-	0	•	0.	<812.>
DESCRIP	(A) TION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
300 SHS	CANADIAN NATION	AL RAILWAY CO		P	URCHASED	08/20/03	12/17/12
	(B) GROSS	(C) COST OR	(D) EXPENSE	OF	(E)	~ ~	(F)
	SALES PRICE	OTHER BASIS	SALE		DEPRE	C. GAI	N OR LOSS
-	27,316.	4,032.		0	•	0.	23,284.
DESCRIF	(A) TION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
200 SHS	ITRON INC	_		P	URCHASED	08/18/10	12/17/12
	(B) GROSS	(C) VALUE AT	(D) EXPENSE	OF	(E)		(F)
	SALES PRICE	TIME OF ACQ.	SALE		DEPRE	C. GAI	N OR LOSS
	8,832.	11,944.		0	•	0.	<3,112.>
DESCRIF	(A) TION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
200 SHS	ITRON INC			P	URCHASED	11/10/10	12/17/12
	(B) GROSS	(C) VALUE AT	(D) EXPENSE	OF	(E)		(F)
	SALES PRICE	TIME OF ACQ.	SALE		DEPRE	C. GAI	N OR LOSS
	8,832.	12,254.		0	•	0.	<3,422.>

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DA' ACQU		SOLD
100 SHS ITRON INC	_		PURCHASED	08/1	0/11 12/1	7/12
	(C) VALUE AT ME OF ACQ.	(D) EXPENSE O SALE	(E) F DEPRE	c.	(F)	SS
4,416.	3,783	•	0.	0.		633.
CAPITAL GAINS DIVIDENDS FRO	OM PART IV					0.
TOTAL TO FORM 990-PF, PART	I, LINE 6	A		=	131,8	394.
FORM 990-PF INTEREST ON SA	AVINGS AND	TEMPORARY C	ASH INVEST	MENTS	STATEMENT	2
SOURCE					AMOUNT	
FIFTH THIRD US TREASURY MO	NEY MARKET	FUND			-	12.
TOTAL TO FORM 990-PF, PART	I, LINE 3	, COLUMN A				12.
						===
FORM 990-PF DIVID	ENDS AND I	NTEREST FROM	SECURITIE	S	STATEMENT	3
FORM 990-PF DIVID		NTEREST FROM	SECURITIE CAPITAL DIVIDE	GAINS	STATEMENT COLUMN (A	3
		.	CAPITAL	GAINS	COLUMN (A AMOUNT 19,2 44,2	3

FORM 990-PF	OTHER PROFES	SIONAL FEES	STATEMENT		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME		(D) CHARITABLE PURPOSES	
HEMENWAY & BARNES - TAX PREPARATION FEE	2,000.	2,000.			
TO FORM 990-PF, PG 1, LN 16C	2,000.	2,000.			0.
FORM 990-PF	TAX	ES	STATEMENT 5		
DESCRIPTION	(A) EXPENSES PER BOOKS			(D) CHARITAI PURPOSI	
FOREIGN TAXES WITHHELD ON FOREIGN INCOME	4,092.	4,092.			0.
FEDERAL EXCISE TAX - 2011 BALANCE DUE FEDERAL EXCISE TAX - 2012	759.	0.			0.
ESTIMATE	1,400.	0.			0.
TO FORM 990-PF, PG 1, LN 18	6,251.	4,092.			0.
FORM 990-PF	OTHER E	XPENSES	STATEMENT 6		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITAI PURPOSI	
COMM OF MA - PC ANNUAL REPORT FILING FEE MISCELLANOUS	70. 120.				70.
TO FORM 990-PF, PG 1, LN 23	190.	114.		-	70.

FORM 990-PF U.S. AND STATE/	CITY GOV	ERNMENT	OBLIGATIONS	STATEMENT	7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	[
SEE ATTACHED STATEMENT	×		51,063.	52,48	35.
TOTAL U.S. GOVERNMENT OBLIGATIONS	51,063.	52,485.			
TOTAL STATE AND MUNICIPAL GOVERNME	NT OBLIG	ATIONS			
TOTAL TO FORM 990-PF, PART II, LIN	E 10A	=	51,063.	52,48	35.
FORM 990-PF CO	RPORATE	STOCK		STATEMENT	8
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE	3
SEE ATTACHED STATEMENT		_	1,951,618.	2,916,26	8.
TOTAL TO FORM 990-PF, PART II, LIN	E 10B	=	1,951,618.	2,916,26	8.
FORM 990-PF CO	RPORATE	BONDS		STATEMENT	9
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE	?
		-	712,964.	718,04	4.
SEE ATTACHED STATEMENT			712,504.	,10,04	