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

2012

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

, and ending

Name of foundation

JOSEPH & KATHERINE O'DONNELL
CHARITABLE TRUST

Number and street (or P O box number if mail is not delivered to street address)

LOURIE & CUTLER, P.C., 60 STATE STREET

A Employer identification number

04-6828957

B Telephone number

(617) 742-6720

City or town, state, and ZIP code

BOSTON, MA 02109

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 foundationI Fair market value of all assets at end of year
(from Part II, col. (c), line 16)J Accounting method
 Cash Accrual
 Other (specify)

► \$ 2,538,436. (Part I, column (d) must be on cash basis.)

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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		296,794.		N/A	
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		117.	117.		STATEMENT 2
4 Dividends and interest from securities		293.	293.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<429,198.>			STATEMENT 1
b Gross sales price for all assets on line 6a		1,873,388.			
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain				878	MAY 17 2013
9 Income modifications					
Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		<131,994.>	410.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 4	4,878.	0.		0.
c Other professional fees					
17 Interest					
18 Taxes	STMT 5	58,382.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		63,260.	0.		0.
25 Contributions, gifts, grants paid		2,665,498.			2,665,498.
26 Total expenses and disbursements. Add lines 24 and 25		2,728,758.	0.		2,665,498.
27 Subtract line 26 from line 12		<2,860,752.>			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0)			410.		
c Adjusted net income (if negative, enter -0)				N/A	

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Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		6,150,867.	3,239,717.	2,538,436.
	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				
	7 Other notes and loans receivable ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges		9,600.	60,000.	
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock				
	c Investments - corporate bonds				
	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)		6,160,467.	3,299,717.	2,538,436.
	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				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
	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 ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		6,160,467.	3,299,717.	
	30 Total net assets or fund balances		6,160,467.	3,299,717.	
	31 Total liabilities and net assets/fund balances		6,160,467.	3,299,717.	

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	6,160,467.
2 Enter amount from Part I, line 27a	2	<2,860,752.>
3 Other increases not included in line 2 (itemize) ► ROUNDING1	3	2.
4 Add lines 1, 2, and 3	4	3,299,717.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,299,717.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 19500 EMC			P	05/27/11	12/26/12
b 23000 EMC			P	05/27/11	07/16/12
c 25000 EMC			P	05/27/11	11/07/12
d 24000 METRO PCS			D	05/18/11	08/07/12
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 504,233.		535,607.	<31,374.>		
b 552,565.		631,742.	<79,177.>		
c 613,177.		686,677.	<73,500.>		
d 203,413.		55,920.	147,493.		
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) 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			
a			<31,374.>		
b			<79,177.>		
c			<73,500.>		
d			147,493.		
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	<36,558.>	
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) 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

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	1,517,521.	3,301,036.	.459711
2010	1,299,227.	519,168.	2.502517
2009	646,210.	583,370.	1.107719
2008	412,250.	434,663.	.948436
2007	682,807.	599,979.	1.138051

2 Total of line 1, column (d) 2 6.156434

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 1.231287

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 4 3,795,749.

5 Multiply line 4 by line 3 5 4,673,656.

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 4.

7 Add lines 5 and 6 7 4,673,660.

8 Enter qualifying distributions from Part XII, line 4 8 2,665,498.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1	<div style="display: flex; justify-content: space-between;"> <div style="flex: 1;"> <p>Date of ruling or determination letter. _____ (attach copy of letter if necessary-see instructions)</p> <p>b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b</p> <p>c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)</p> </div> <div style="flex: 1;"> <p>1 8.</p> <p>2 0.</p> <p>3 8.</p> <p>4 0.</p> <p>5 8.</p> </div> </div>
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	
3	Add lines 1 and 2	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	
6	Credits/Payments:	
6a	2012 estimated tax payments and 2011 overpayment credited to 2012 60,000.	
6b	Exempt foreign organizations - tax withheld at source	
6c	Tax paid with application for extension of time to file (Form 8868)	
6d	Backup withholding erroneously withheld	
7	Total credits and payments Add lines 6a through 6d 60,000.	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ► 9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ► 10 59,992.	
11	Enter the amount of line 10 to be Credited to 2013 estimated tax ► 40. Refunded ► 11 59,952.	

Part VII-A | Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	
1c	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
<i>If "Yes," attach a detailed description of the activities.</i>	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
b	If "Yes," has it filed a tax return on Form 990-T for this year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
<i>If "Yes," attach the statement required by General Instruction T.</i>	
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either
● By language in the governing instrument, or	
● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
<i>If "Yes," complete Part II, col. (c), and Part XV.</i>	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► MA
8b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
10	Did any persons become substantial contributors during the tax year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	<input checked="" type="checkbox"/>	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	<input checked="" type="checkbox"/>	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	<input checked="" type="checkbox"/>	X
Website address ► N/A				
14	The books are in care of ► KELLY REALEJO Located at ► 55 CAMBRIDGE PARKWAY, SUITE 200, CAMBRIDGE, MA	Telephone no ► 617-499-2700 ZIP+4 ► 02142		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	<input checked="" type="checkbox"/>	N/A
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ►	16	<input checked="" type="checkbox"/>	Yes
			<input type="checkbox"/>	No

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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	► <input type="checkbox"/>
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	<input checked="" type="checkbox"/> 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? If "Yes," list the years ►	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
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	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►	2b	
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.)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
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?	4a	<input checked="" type="checkbox"/> X
		4b	<input checked="" type="checkbox"/> X

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

5a During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? 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)? N/A

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A

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? N/A

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? N/A

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.

(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
WILLIAM EISEN	TRUSTEE	0.	0.	0.
LOURIE & CUTLER, P.C., 60 STATE STREET	0.00	0.	0.	0.
BOSTON, MA 02109				

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ► 0

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.

1 N/A NO ACTIVITY OTHER THAN MAKING GRANTS	Expenses
	0.
2	
3	
4	

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

1 N/A	Amount
	0.
2	
3	
Total. Add lines 1 through 3 ►	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a Average monthly fair market value of securities	1a	3,478,286.
b Average of monthly cash balances	1b	375,266.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	3,853,552.
e 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	3	3,853,552.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	57,803.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,795,749.
6 Minimum investment return. Enter 5% of line 5	6	189,787.

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	189,787.
2a Tax on investment income for 2012 from Part VI, line 5	2a	8.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	8.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	189,779.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	189,779.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	189,779.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	2,665,498.
a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	0.
b Program-related investments - total from Part IX-B	2	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3 Amounts set aside for specific charitable projects that satisfy the	3b	
a Suitability test (prior IRS approval required)	4	2,665,498.
b Cash distribution test (attach the required schedule)	5	0.
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	2,665,498.
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		
6 Adjusted qualifying distributions. Subtract line 5 from line 4		

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

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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				189,779.
2 Undistributed income, if any, as of the end of 2012			0.	
a Enter amount for 2011 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007	667,694.			
b From 2008	390,815.			
c From 2009	617,043.			
d From 2010	1,291,777.			
e From 2011	1,410,011.			
f Total of lines 3a through e	4,377,340.			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 2,665,498.			0.	
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				189,779.
e Remaining amount distributed out of corpus	2,475,719.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	6,853,059.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	667,694.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	6,185,365.			
10 Analysis of line 9:				
a Excess from 2008	390,815.			
b Excess from 2009	617,043.			
c Excess from 2010	1,291,777.			
d Excess from 2011	1,410,011.			
e Excess from 2012	2,475,719.			

JOSEPH & KATHERINE O'DONNELL
CHARITABLE TRUST

Form 990-PF (2012)

04-6828957 Page 11

Part XV **Supplementary Information** (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
			HEALTH AND WELFARE	
ALLIANCE TO PROTECT NANTUCKET SOUND, INC 4 BARNSTABLE ROAD HYANNIS, MA 02601-3900	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
ANTI-DEFAMATION LEAGUE 40 COURT STREET BOSTON, MA 02108	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	2,300.
AVERY COUNTY HUMANE SOCIETY PO BOX 1213 NEWLAND, NC 28657	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
BABSON COLLEGE PO BOX 57310 BABSON PARK, MA 02457-0310	N/A	509(A)(1) SCHOOL	EDUCATIONAL GRANT	
Total	SEE CONTINUATION SHEET(S)			► 3a 2,665,498.
<i>b Approved for future payment</i>				
NONE				
Total				► 3b 0.

223611
12-05-12

Form 990-PF (2012)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		(e) Related or exempt function income
		(a) Business code	(b) Amount	
1 Program service revenue				
a				
b				
c				
d				
e				
f				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities				
5 Net rental income or (loss) from real estate				
a Debt-financed property				
b Not debt-financed property				
6 Net rental income or (loss) from personal property				
7 Other investment income				
8 Gain or (loss) from sales of assets other than inventory				
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue				
a				
b				
c				
d				
e				
12 Subtotal. Add columns (b), (d), and (e)			0.	410.
13 Total. Add line 12, columns (b), (d), and (e)				<429,198.00>
(See worksheet in line 13 instructions to verify calculations.)				

Relationship of Activities to the Accomplishment of Exempt Purposes

223621
12-05-12

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012**Name of the organization****JOSEPH & KATHERINE O'DONNELL
CHARITABLE TRUST****Employer identification number****04-6828957****Organization type (check one):****Filers of:**

Form 990 or 990-EZ

501(c)() (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

Check if your organization is covered by the General Rule or a Special Rule.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)**

Name of organization

JOSEPH & KATHERINE O'DONNELL
CHARITABLE TRUST

Employer identification number

04-6828957

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	KATHERINE O'DONNELL 15 CLAIREMONT ROAD BELMONT, MA 02478	\$ _____	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
2	JOSEPH O'DONNELL 15 CLAIREMONT ROAD BELMONT, MA 02478	\$ _____	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
3	CENTERPLATE 209 EAST BROAD STREET SPARTANBURG, SC 29306	\$ 200,000.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
4	JON LUTHER 410 OLD TOWNE LANE JUNO BEACH, FL 34408	\$ 71,794.	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
5	HYUNDAI VILLAGE OF DANVERS 24 COMMONWEALTH AVENUE DANVERS, MA 01923	\$ 25,000.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>

Name of organization

JOSEPH & KATHERINE O'DONNELL
CHARITABLE TRUST

Employer identification number

04-6828957

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
4	78 SHARE OF APPLE INC AND 163 SHARES OF VISA INC	\$ 71,794.	10/12/12
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

JOSEPH & KATHERINE O'DONNELL
CHARITABLE TRUST

Employer Identification number

04-6828957

Part III *Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once.) ► \$*

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I				(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
				(e) Transfer of gift		
				Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee	
(a) No. from Part I				(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
				(e) Transfer of gift		
				Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee	
(a) No. from Part I				(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
				(e) Transfer of gift		
				Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee	

Part XV: Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<u>BEACON ACADEMY</u> <u>477 LONGWOOD AVENUE</u> <u>BOSTON, MA 02215</u>	N/A	509(A)(1) SCHOOL	EDUCATIONAL GRANT	500.
<u>BELMONT HILL SCHOOL</u> <u>350 PROSPECT STREET</u> <u>BELMONT, MA 02478-2662</u>	N/A	509(A)(1) SCHOOL	EDUCATIONAL GRANT	1,000.
<u>BERKSHIRE TACONIC COMMUNITY FOUNDATION</u> <u>271 MAIN STREET, SUITE 3</u> <u>GREAT BARRINGTON, MA 01230-1748</u>	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	73,641.
<u>BOSTON ARTS ACADEMY</u> <u>174 IPSWICH STREET</u> <u>BOSTON, MA 02215</u>	N/A	509(A)(1) SCHOOL	EDUCATIONAL GRANT	1,000.
<u>BOSTON FOUNDATION/CLF</u> <u>75 ARLINGTON STREET, STE 1000</u> <u>BOSTON, MA 02116</u>	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	5,000.
<u>BOSTON MEDICAL CENTER</u> <u>801 MASSACHUSETTS AVENUE</u> <u>BOSTON, MA 02118</u>		509(A)(1) PUBLIC CHARITY	HEALTH AND WELFARE	1,000.
<u>BOSTON SCHOLAR ATHLETE PROGRAM</u> <u>65 ALLERTON STREET</u> <u>ROXBURY, MA 02119</u>		509(A)(1) PUBLIC CHARITY	HEALTH AND WELFARE	250.
<u>BOSTON SYMPHONY ORCHESTRA</u> <u>301 MASSACHUSETTS AVENUE</u> <u>BOSTON, MA 02115-4511</u>	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	10,000.
<u>BOYS AND GIRLS CLUBS OF BOSTON</u> <u>50 CONGRESS STREET, STE 730</u> <u>BOSTON, MA 02109</u>	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	5,000.
<u>BOYS AND GIRLS CLUBS OF MIDDLESEX COUNTY</u> <u>118 WASHINGTON STREET</u> <u>SOMERVILLE, MA 02143</u>	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
Total from continuation sheets				2,663,198.

JOSEPH & KATHERINE O'DONNELL
CHARITABLE TRUST

04-6828957

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BRIDGE OVER TROUBLED WATERS 47 WEST STREET BOSTON, MA 02111	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
CAMPAIGN FOR CATHOLIC SCHOOLS 65 BROOKS DRIVE BRAINTREE, MA 02184	N/A	509(A)(1) PUBLIC CHARITY	EDUCATION GRANT	
CAPE COD SYMPHONY ORCHESTRA 712A MAIN STREET YARMOUTH PORT, MA 02675		509(A)(1) PUBLIC CHARITY	HEALTH AND WELFARE	2,000.
CELEBRITIES FOR CHARITY FOUNDATION INC 38 MAIN STREET ANDOVER, MA 01810	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
CENTER FOR EYE RESEARCH & EDUCATION 50 STANIFORD STREET, SUITE 600 BOSTON, MA 02114		509(A)(1) PUBLIC CHARITY	HEALTH AND WELFARE	500.
CHILDREN'S HOSPITAL OF BOSTON 1 AUTUMN STREET #731 BOSTON, MA 02115-5301	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	167,857.
CHILDREN'S MEDICAL RESEARCH FOUNDATION PO BOX 70 WESTERN SPRINGS, IL 60558	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	1,000.
CITIZENS UNITED FOR RESEARCH IN EPILEPSY 223 WEST ERIE STREET; STE 2SW CHICAGO, IL 60654	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	10,000.
CITY OF EVERETT HUMAN SERVICES 484 BROADWAY EVERETT, MA 02149	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	3,000.
COMBINED JEWISH PHILANTHROPIES 126 HIGH STREET BOSTON, MA 02110	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
Total from continuation sheets				

JOSEPH & KATHERINE O'DONNELL
CHARITABLE TRUST

04-6828957

Part XV. Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CRADLE TO CRAYONS 82 NYRTLE STREET QUINCY, MA 02171	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
CYSTIC FIBROSIS FOUNDATION 220 N MAIN STREET, STE 104 NATICK, MA 01760	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	23,500.
DANA FARBER MARATHON CHALLENGE 10 BROOKLINE PLACE WEST, 6TH FLOOR BROOKLINE, MA 02445-7226	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
DOTWELL 1452 DORCHESTER AVE, 4TH FLR DORCHESTER, MA 02122	N/A	509(A)(1) PUBLIC CHARITY	EDUCATIONAL GRANT	
FACING HISTORY AND OURSELVES 16 HURD ROAD BROOKLINE, MA 02445	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	10,000.
FROM THE TOP 295 HUNTINGTON AVENUE, SUITE 201 BOSTON, MA 02115-4511	N/A	509(A)(1) PUBLIC CHARITY	HEALTH AND WELFARE	1,000.
GALLUCCIO ASSOCIATES, INC 86 BUCKINGHAM STREET #1 CAMBRIDGE, MA 02138	N/A	509(A)(1) PUBLIC CHARITY	HEALTH AND WELFARE	250.
GEORGE W BUSH FOUNDATION PO BOX 600610 DALLAS, TX 75206	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
HARRIS CENTER AT MASS GENERAL HOSPITAL 165 CAMBRIDGE STREET, STE 600 BOSTON, MA 02114	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
HARVARD BUSINESS SCHOOL 125 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	N/A	509(A)(1) SCHOOL	EDUCATIONAL GRANT	
Total from continuation sheets				

JOSEPH & KATHERINE O'DONNELL
CHARITABLE TRUST

04-6828957

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HARVARD UNIVERSITY 125 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE ;LISTTOTAL 485000	263,600.
HEADING HOME PO BOX 390516 CAMBRIDGE, MA 02139	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
HOPE FOR THE WARRIOR 1335 WESTERN BLVE SUITE E JACKSONVILLE, NC 28546	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
INITIATIVE FOR A COMPETITIVE INNER CITY 200 HIGH STREET, 3RD FLOOR BOSTON, MA 02110	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	1,000.
INNER CITY SCHOLARSHIP FUND 260 FRANKLIN STREET BOSTON, MA 02110	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	1,000.
IRISH IMMIGRATION CENTER 100 FRANKLIN STREET, LL-1 BOSTON, MA 02110	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
JDRF 60 WALNUT STREET WELLESLEY, MA 02481	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	1,000.
JEWISH FAMILY AND CHILDRENS SERVICES 1430 MAIN STREET WALTHAM, MA 02451-9817		509(A)(1) PUBLIC CHARITY	HEALTH AND WELFARE	250.
MALDEN CATHOLIC HIGH SCHOOL 99 CRYSTAL STREET MALDEN, MA 02148	N/A	509(A)(1) SCHOOL	EDUCATIONAL GRANT	1,500,000.
MASS SOCIETY FOR PREVENTION OF CRUELTY TO ANIMALS 350 SOUTH HUNTINGTON AVENUE BOSTON, MA 02130	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
Total from continuation sheets				

JOSEPH & KATHERINE O'DONNELL
CHARITABLE TRUST

04-6828957

Part XV: Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
MASSACHUSETTS GENERAL HOSPITAL 165 CAMBRIDGE STREET, STE 600 BOSTON, MA 02114	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	200,000.
MASSINC 18 TREMONT STREET BOSTON, MA 02108	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
MEDICINES FOR HUMANITY 800 HINGHAM STREET, STE 1800 ROCKLAND, MA 02370	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	1,000.
MIAMI DOLPHINS FOUNDATION 347 DON SHULA DRIVE MIAMI GARDENS, FL 33056	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
MOUNT AUBURN HOSPITAL 330 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
NATIONAL ACADEMY OF SOCIAL INSURANCE 1776 MASSACHUSETTS AVENUE, SUITE 400 WASHINGTON, DC 02236-1904		509(A)(1) PUBLIC CHARITY	HEALTH AND WELFARE	1,000.
NATIONAL MS SOCIETY PO BOX 4527 NEW YORK, NY 10163		509(A)(1) PUBLIC CHARITY	HEALTH AND WELFARE	100.
NEW ENGLAND AQUARIUM CENTRAL WHARF BOSTON, MA 02110-3339	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	50,000.
NEW HAMPSHIRE GOLF FOUNDATION PO BOX 2163 WOLFEBORO, NH 03894		509(A)(1) PUBLIC CHARITY	HEALTH AND WELFARE	25,000.
PAN MASS CHALLENGE 77 4TH AVENUE NEEDHAM, MA 02494	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	500.
Total from continuation sheets				

JOSEPH & KATHERINE O'DONNELL
CHARITABLE TRUST

04-6828957

Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PARTNERS IN HEALTH PO BOX 845578 BOSTON, MA 02284-5578	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
PERKINS SCHOOL FOR THE BLIND 175 NORTH BEACON STREET WATERTOWN, MA 02472	N/A	509(A)(1) SCHOOL	EDUCATIONAL GRANT	210,000.
PHILLIPS EXETER ACADEMY 20 MAIN STREET EXETER, NH 03833	N/A	509(A)(1) SCHOOL	EDUCATIONAL GRANT	
PINE STREET INN 444 HARRISON AVENUE BOSTON, MA 02118	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
POPE JOHN XXIII HIGH SCHOOL 888 BROADWAY EVERETT, MA 02149	N/A	509(A)(1) SCHOOL	EDUCATIONAL GRANT	
PRIMARY SOURCE 101 WALNUT STREET WATERTOWN, MA 02472	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
PRINCETON UNIVERSITY PRINCETON UNIVERSITY PRINCETON, NJ 08544	N/A	509(A)(1) SCHOOL	EDUCATIONAL GRANT	
RODMAN RIDE LINCOLN PLACE, 10 LINCOLN ROAD FOXBORO, MA 02035	N/A	509(A)(1) PUBLIC CHARITY	EDUCATIONAL GRANT	
ROGERSON COMMUNITIES ONE FLORENCE STREET BOSTON, MA 02131	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	5,000.
ROOM TO GROW 142 BERKELEY STREET BOSTON, MA 02116		509(A)(1) PUBLIC CHARITY	HEALTH AND WELFARE	500.
Total from continuation sheets				

JOSEPH & KATHERINE O'DONNELL
CHARITABLE TRUST

04-6828957

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SAINT JOSEPH PARISH 345 WAVERLY STREET BELMONT, MA 02478-2662	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
SAMARITANS, INC 41 WEST STREET, 4TH FLOOR BOSTON, MA 02111	N/A	509(A)(1) PUBLIC CHARITY	HEALTH AND WELFARE	250.
SAVE OUR SOUND 4 BARNSTABLE ROAD HYANNIS, MA 02601	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
SEAN MCDONOUGH CHARITABLE FOUNDATION PO BOX 710217 NORTH QUINCY, MA 02171	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
SOUTH AFRICA PARTNERS 89 SOUTH STREET SUITE 701 BOSTON, MA 02111	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
STEPPINGSTONE FOUNDATION 155 FEDERAL STREET SUITE 800 BOSTON, MA 02110	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
STUDENTS OF THE WORLD TODAY 828 W 6TH STREET AUSTIN, TX 78703	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
TENACITY 367 WESTERN AVENUE BOSTON, MA 02135	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	500.
THE AMERICAN IRELAND FUND 211 CONGRESS STREET, 10TH FLOOR BOSTON, MA 02110	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
THE BOSTON FOUNDATION/CLF 75 ARLINGTON STREET, STE 1000 BOSTON, MA 02116-9757	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	
Total from continuation sheets				

JOSEPH & KATHERINE O'DONNELL
CHARITABLE TRUST

04-6828957

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE JIMMY FUND COUNCIL OF GREATER BOSTON 10 BROOKLINE PLACE WEST, 6TH FLOOR BROOKLINE, MA 02445-7295	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	1,500.
THE SALVATION ARMY 147 BERKELEY STREET BOSTON, MA 02116	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	1,000.
THE VINCENT CLUB 71 BRIMMER STREET BOSTON, MA 02108	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	500.
URBAN IMPROV 8 ST. JOHN STREET JAMAICA PLAIN, MA 02130	N/A	509(A)(1) PUBLIC CHARITY	HEALTH & WELFARE	5,000.
WHITTIER STREET HEALTH CENTER 1290 TREMONT STREET ROXBURY, MA 02120		509(A)(1) PUBLIC CHARITY	HEALTH AND WELFARE	1,000.
WINSOR SCHOOL PILGRIM ROAD BOSTON, MA 02215	N/A	509(A)(1) SCHOOL	EDUCATIONAL GRANT	75,000.
WORLD RESOURCES INSTITUTE 10 G STREET NE, SUITE 800 WASHINGTON, DC 20002		509(A)(1) PUBLIC CHARITY	HEALTH AND WELFARE	1,000.
ZOO NEW ENGLAND 1 FRANKLIN PARK ROAD BOSTON, MA 02121	N/A	509(A)(1) PUBLIC CHARITY	EDUCATIONAL GRANT	1,000.
Total from continuation sheets				

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER	DATE
				ACQUIRED	ACQUIRED
19500 EMC				PURCHASED	05/27/11 12/26/12
(E)	(F)				
DEPREC.	GAIN OR LOSS				
		504,233.	535,607.	0.	0. <31,374.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER	DATE
				ACQUIRED	ACQUIRED
23000 EMC				PURCHASED	05/27/11 07/16/12
(E)	(F)				
DEPREC.	GAIN OR LOSS				
		552,565.	631,742.	0.	0. <79,177.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER	DATE
				ACQUIRED	ACQUIRED
25000 EMC				PURCHASED	05/27/11 11/07/12
(E)	(F)				
DEPREC.	GAIN OR LOSS				
		613,177.	686,677.	0.	0. <73,500.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
24000 METRO PCS		05/18/11	08/07/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
203,413.	448,560.	0.	0.	<245,147. >

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	<429,198. >

FORM 990-PF	INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS	STATEMENT	2
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SOURCE	AMOUNT
MORGAN STANLEY	39.
MORGAN STANLEY	40.
MORGAN STANLEY	38.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	117.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	3
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MORGAN STANLEY	293.	0.	293.
TOTAL TO FM 990-PF, PART I, LN 4	293.	0.	293.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL AND ACCOUNTING	4,878.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	4,878.	0.		0.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MA FILING FEE	500.	0.		0.
2011 FEDERAL EXCISE TAX	57,882.	0.		0.
TO FORM 990-PF, PG 1, LN 18	58,382.	0.		0.