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

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

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0052 | **2012** | Open to public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation
J. IRVING & JANE L. ENGLAND CHARITABLE TRUST,A. MOLLOY & F. RUSSELL,CO-TRUSTEES

A Employer identification number: 04-6836265

Number and street (or P O box number if mail is not delivered to street address): 370 MAIN ST — Room/suite: 800

B Telephone number: 508-756-2423

City or town, state, and ZIP code: WORCESTER, MA 01608

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 4,041,529.

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

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)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	90,765.	90,765.		STATEMENT 1
	4 Dividends and interest from securities	62,424.	62,424.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<65,668.>			
	b Gross sales price for all assets on line 6a 801,745.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	347.	347.		STATEMENT 3
	12 Total. Add lines 1 through 11	87,868.	153,536.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	10,000.	5,000.		5,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	4,000.	2,000.		2,000.
	b Accounting fees STMT 5	6,000.	3,000.		3,000.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 6	635.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	459.	0.		459.
	24 Total operating and administrative expenses. Add lines 13 through 23	21,094.	10,000.		10,459.
	25 Contributions, gifts, grants paid	206,000.			206,000.
	26 Total expenses and disbursements. Add lines 24 and 25	227,094.	10,000.		216,459.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<139,226.>			
	b Net investment income (if negative, enter -0-)		143,536.		
	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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	100.		
	2 Savings and temporary cash investments	681,376.	920,167.	920,167.
	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			
	10a Investments - U.S. and state government obligations	150,005.		
	b Investments - corporate stock STMT 8	1,967,171.	1,880,316.	1,952,946.
	c Investments - corporate bonds STMT 9	1,259,951.	1,120,562.	1,168,416.
	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)	4,058,603.	3,921,045.	4,041,529.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	4,058,604.	3,921,045.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	4,058,603.	3,921,045.	
	31 **Total liabilities and net assets/fund balances**	4,058,603.	3,921,045.	

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	4,058,603.
2	Enter amount from Part I, line 27a	2	<139,226.>
3	Other increases not included in line 2 (itemize) ▶ ADJUSTMENTS TO COST BASIS	3	1,668.
4	Add lines 1, 2, and 3	4	3,921,045.
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	3,921,045.

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				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	801,745.		867,413.	<65,668.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				<65,668.>

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** <65,668.>

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 **3** 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	206,845.	3,950,558.	.052358
2010	197,300.	3,870,432.	.050976
2009	170,000.	3,341,092.	.050882
2008	195,000.	3,833,916.	.050862
2007	215,000.	4,506,913.	.047704

2	*Total* of line 1, column (d)	2	.252782
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	.050556
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	4,029,866.
5	Multiply line 4 by line 3	5	203,734.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,435.
7	Add lines 5 and 6	7	205,169.
8	Enter qualifying distributions from Part XII, line 4	8	216,459.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	1,435.
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	1,435.
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	1,435.
6 Credits/Payments:				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,820.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	1,820.
8 Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	385.
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶		385. Refunded ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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 published or distributed by the foundation in connection with the activities.*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (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 managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	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 calendar 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

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Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ ANN K. MOLLOY & FRANCIS J. RUSSELL, Telephone no. ▶508-756-2423

Located at ▶370 MAIN STREET, SUITE 800, WORCESTER, MA ZIP+4 ▶01608

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 N/A

		Line	Yes	No
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?	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 ▶			

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.

			Line	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?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ 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)?	☐ Yes ☒ 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.)	☐ Yes ☒ 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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	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. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ 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	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ 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 | 5b |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | No: X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
ANN K. MOLLOY MOUNTAIN, DEARBORN & WHITING, 370 MAI WORCESTER, MA 01608	CO-TRUSTEE 1.00	7,500.	0.	0.
FRANCIS J. RUSSELL MOUNTAIN, DEARBORN & WHITING, 370 MAI WORCESTER, MA 01608	CO-TRUSTEE 0.25	2,500.	0.	0.

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 ▶ 0

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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.	Expenses
1 N/A	
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.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 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	3,136,768.
b	Average of monthly cash balances		1b	954,467.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	4,091,235.
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	4,091,235.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	61,369.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	4,029,866.
6	**Minimum investment return.** Enter 5% of line 5		6	201,493.

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	201,493.
2a	Tax on investment income for 2012 from Part VI, line 5	2a 1,435.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	1,435.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	200,058.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	200,058.
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	200,058.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	216,459.
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:		
a	Suitability test (prior IRS approval required)	3a	
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	216,459.
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	1,435.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	215,024.

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					200,058.
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only				0.	
b Total for prior years: ___ , ___ , ___			0.		
3 Excess distributions carryover, if any, to 2012:					
a From 2007					
b From 2008	8,011.				
c From 2009	6,129.				
d From 2010	6,815.				
e From 2011	12,935.				
f **Total** of lines 3a through e		33,890.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 216,459.					
a Applied to 2011, but not more than line 2a				0.	
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					200,058.
e Remaining amount distributed out of corpus		16,401.			
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:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		50,291.			
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		0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		50,291.			
10 Analysis of line 9:					
a Excess from 2008	8,011.				
b Excess from 2009	6,129.				
c Excess from 2010	6,815.				
d Excess from 2011	12,935.				
e Excess from 2012	16,401.				

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(j)(5)

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

ANN K. MOLLOY, TRUSTEE, (508)756-2423
370 MAIN STREET, SUITE 800, WORCESTER, MA 01608

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

DETAILS OF CHARITABLE ACTIVITY

c Any submission deadlines:

DECEMBER 1 OF YEAR FOR WHICH DONATION IS REQUESTED.

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

DONATIONS ORDINARILY LIMITED TO CHARITIES OPERATING IN WEST BROOKFIELD AND WORCESTER, MA.

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ALZHEIMER'S ASSOCIATION OF EASTERN MASSACHUSETTS	NONE	501(C)(3) ORGANIZATION	GENERAL	5,000.
BOY SCOUT TROUP 118 OF WEST BROOKFIELD	NONE	501(C)(3) ORGANIZATION	GENERAL	6,500.
BOY SCOUTS OF AMERICA, MOHEGAN COUNCIL	NONE	501(C)(3) ORGANIZATION	GENERAL	5,000.
BOYS & GIRLS CLUB OF WORCESTER	NONE	501(C)(3) ORGANIZATION	GENERAL	4,000.
CONCORDIA LUTHERAN CHURCH	NONE	501(C)(3) ORGANIZATION	GENERAL	2,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	206,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					90,765.
4 Dividends and interest from securities					62,424.
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					347.
8 Gain or (loss) from sales of assets other than inventory					<65,668.>
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.		0.	87,868.

13 Total. Add line 12, columns (b), (d), and (e) 13 87,868.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	UNDER TERMS OF THE AGREEMENT, ALL NET INCOME IS PAYABLE TO TAX-EXEMPT CHARITIES.

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Ann K. Molloy — 8/13/13 — CO-TRUSTEE

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
ANN K. MOLLOY	Ann K. Molloy ANN K. MOLLOY	05/09/13		P01438500

Firm's name ▶ MOUNTAIN, DEARBORN & WHITING LLP Firm's EIN ▶ 04-2186262

Firm's address ▶ 370 MAIN STREET, SUITE 800 WORCESTER, MA 01608 Phone no. (508)756-2423

223622
12-05-12

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	2000 SHS EASTMAN KODAK CO	P	06/08/07	09/18/12
b	300 SHS MOTOROLA MOBILITY HLDGS INC	P	VARIOUS	05/22/12
c	342 SHS MOTOROLA SOLUTIONS INC	P	VARIOUS	09/18/12
d	$50,000 FED HOME LN 4%	P	02/22/11	02/15/12
e	$200,000 BARCLAYS BANK PLC	P	07/12/10	07/17/12
f	$100,000 ALLY FINANCIAL INC	P	12/03/03	08/15/12
g	$50,000 BARCLAYS BANK PLC	P	11/15/10	05/18/12
h	$90,000 MORGAN STANLEY	P	02/01/08	08/22/12
i	$100,000 FEDERAL HOME LOAN BANK	P	11/10/10	02/27/12
j	$3,282 GENERAL ELEC CAPITAL CORP	P	06/13/02	11/13/12
k	$2,000 KEYCORP CAPITAL X	P	02/21/08	07/12/12
l	$2,000 WELLS FARGO CAPITAL XI	P	05/17/07	06/15/12
m	CAPITAL GAINS DIVIDENDS			
n				
o				

	(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	341.		53,601.	<53,260.>
b	12,000.		17,695.	<5,695.>
c	16,664.		24,067.	<7,403.>
d	50,000.		50,000.	0.
e	200,000.		200,000.	0.
f	100,000.		100,000.	0.
g	50,000.		50,000.	0.
h	90,000.		90,000.	0.
i	100,000.		100,000.	0.
j	82,050.		82,050.	0.
k	50,000.		50,000.	0.
l	50,000.		50,000.	0.
m	690.			690.
n				
o				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				<53,260.>
b				<5,695.>
c				<7,403.>
d				0.
e				0.
f				0.
g				0.
h				0.
i				0.
j				0.
k				0.
l				0.
m				690.
n				
o				

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	<65,668.>
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	3	N/A

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
CUBSCOUT PACK 118 OF WEST BROOKFIELD	NONE	501(C)(3) ORGANIZATION	GENERAL	6,500.
ELM PARK CENTER FOR EARLY CHILDHOOD ED	NONE	501(C)(3) ORGANIZATION	GENERAL	1,500.
FIRST BAPTIST CHURCH	NONE	501(C)(3) ORGANIZATION	GENERAL	2,000.
FIRST CONGREGATIONAL CHURCH OF WEST BROOKFIELD	NONE	501(C)(3) ORGANIZATION	GENERAL	7,000.
FRIENDLY HOUSE	NONE	501(C)(3) ORGANIZATION	GENERAL	5,000.
FRIENDS OF HOPE CEMETERY	NONE	501(C)(3) ORGANIZATION	GENERAL	4,000.
FRIENDS OF NORTH BROOKFIELD TOWN HOUSE	NONE	501(C)(3) ORGANIZATION	GENERAL	2,000.
GIRLS INCORPORATED OF WORCESTER	NONE	501(C)(3) ORGANIZATION	GENERAL	7,500.
HIGGINS ARMORY	NONE	501(C)(3) ORGANIZATION	GENERAL	3,500.
HOPE LODGE	NONE	501(C)(3) ORGANIZATION	GENERAL	5,000.
Total from continuation sheets				183,500.

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
JOY OF MUSIC PROGRAM	NONE	501(C)(3) ORGANIZATION	GENERAL	3,000.
MASONIC EDUCATION & CHARITY TRUST	NONE	501(C)(3) ORGANIZATION	GENERAL	4,500.
MASONIC HOME INC	NONE	501(C)(3) ORGANIZATION	GENERAL	3,500.
MASONIC LEARNING CENTER	NONE	501(C)(3) ORGANIZATION	GENERAL	3,000.
MASSACHUSETTS AUDOBON SOCIETY	NONE	501(C)(3) ORGANIZATION	GENERAL	1,000.
MECHANICS HALL	NONE	501(C)(3) ORGANIZATION	GENERAL	3,000.
MERRIAM-GILBERT PUBLIC LIBRARY	NONE	501(C)(3) ORGANIZATION	GENERAL	8,500.
QUABOAG HISTORIAL SOCIETY	NONE	501(C)(3) ORGANIZATION	GENERAL	8,000.
RED CROSS OF CENTRAL MASSACHUSETTS	NONE	501(C)(3) ORGANIZATION	GENERAL	7,000.
SEVEN HILLS FOUNDATION	NONE	501(C)(3) ORGANIZATION	GENERAL	5,000.
Total from continuation sheets				

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
THE TRUSTEES OF RESERVATION	NONE	501(C)(3) ORGANIZATION	GENERAL	5,000.
UNITED WAY OF CENTRAL MASSACHUSETTS	NONE	501(C)(3) ORGANIZATION	GENERAL	9,000.
VNA CARE NETWORK	NONE	501(C)(3) ORGANIZATION	GENERAL	5,000.
WEST BROOKFIELD COUNCIL ON AGING	NONE	501(C)(3) ORGANIZATION	GENERAL	7,000.
WEST BROOKFIELD HISTORIAL COMMISSION	NONE	501(C)(3) ORGANIZATION	GENERAL	8,000.
WEST BROOKFIELD PARENT/TEACHER GROUP NATURE'S CLASSROOM	NONE	501(C)(3) ORGANIZATION	GENERAL	10,000.
WEST BROOKFIELD PARENT/TEACHER GROUP WPI/CAMPREACH PROGRAM	NONE	501(C)(3) ORGANIZATION	GENERAL	5,000.
WEST BROOKFIELD RESCUE SQUAD	NONE	501(C)(3) ORGANIZATION	GENERAL	8,500.
WHY ME AND SHERRY'S HOUSE	NONE	501(C)(3) ORGANIZATION	GENERAL	3,500.
WORCESTER ART MUSEUM	NONE	501(C)(3) ORGANIZATION	GENERAL	3,000.
Total from continuation sheets				

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
WORCESTER CENTER FOR CRAFTS	NONE	501(C)(3) ORGANIZATION	GENERAL	2,500.
WORCESTER CHILDREN'S FRIEND SOCIETY	NONE	501(C)(3) ORGANIZATION	GENERAL	5,000.
WORCESTER COUNTY HORTICULTURAL SOCIETY	NONE	501(C)(3) ORGANIZATION	GENERAL	7,500.
WORCESTER HISTORICAL SOCIETY	NONE	501(C)(3) ORGANIZATION	GENERAL	3,500.
WORCESTER NATURAL HISTORY SOCIETY	NONE	501(C)(3) ORGANIZATION	GENERAL	9,500.
WORCESTER PUBLIC LIBRARY FOUNDATION	NONE	501(C)(3) ORGANIZATION	GENERAL	1,000.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
COMMONWEALTH FINANCIAL	2.
MERRILL LYNCH	89,886.
MORGAN STANLEY	14.
SOVEREIGN BANK	863.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	90,765.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
COMMONWEALTH FINANCIAL NETWORK	7,730.	0.	7,730.
MERRILL LYNCH	15,617.	0.	15,617.
MORGAN STANLEY SMITHBARNEY	39,767.	690.	39,077.
TOTAL TO FM 990-PF, PART I, LN 4	63,114.	690.	62,424.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
COMMONWEALTH FINANCIAL-NODIVIDEND DISTRIBUTIONS	347.	347.	
TOTAL TO FORM 990-PF, PART I, LINE 11	347.	347.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	4,000.	2,000.		2,000.
TO FM 990-PF, PG 1, LN 16A	4,000.	2,000.		2,000.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	6,000.	3,000.		3,000.
TO FORM 990-PF, PG 1, LN 16B	6,000.	3,000.		3,000.

FORM 990-PF | TAXES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2012 FORM 990-PF ESTIMATED TAX DUE	597.	0.		0.
FOREIGN TAXES	38.	0.		0.
TO FORM 990-PF, PG 1, LN 18	635.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FORM PC FILING FEE	70.	0.		70.
CERTIFIED MAIL	15.	0.		15.
LEGAL PUBLICATION	51.	0.		51.
RETURNED ITEM FEE	70.	0.		70.
NEW CHECKS FEE	91.	0.		91.
DEATH CTFE	12.	0.		12.
MERRILL LYNCH CMA FEE	125.	0.		125.
WIRE TRANSFER FEE	25.	0.		25.
TO FORM 990-PF, PG 1, LN 23	459.	0.		459.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	1,880,316.	1,952,946.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,880,316.	1,952,946.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	1,120,562.	1,168,416.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,120,562.	1,168,416.

J IRVING & JANE L ENGLAND CHARITABLE TRUST 2012

	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - CORPORATE STOCK		
2,000 SHS AEGON NV 6 375%	50,000 00	50,320 00
2,000 SHS AEGON NV 7 25%	50,000 00	50,140 00
2,000 SHS BARCLAYS BANK PLC 8 125%	50,000 00	50,860 00
2,000 SHS CITIGROUP CAPITAL 6 0% 2/14/33	50,000 00	49,940 00
2,400 SHS CITIGROUP CAP TRUST XVII 6 35% 3/15/67	60,000 00	60,072 00
718 SHS GENERAL ELECTRIC CAPITAL 6 625% 6/28/32	17,950 00	17,964 36
2,000 SHS HSBC HOLDINGS PLC 8 125%	50,000 00	50,740 00
2,000 LEHMAN BROS HLDG CP TR III 6 375%	50,000 00	200 00
3 538 SHS LEHMAN BROS HLDGS INC 7 95%	88,450 00	0 00
2,000 SHS LEHMAN BROS HLDGS 6 24% 1/18/54	50,000 00	200 00
2,310 952 SHS FORWARD SELECT INCOME CLASS C	84,885 06	55,439 74
12,515 22 SHS EATON VANCE INCOME FUND	80,414 19	75,216 47
3M COMPANY	33,436 02	92,850 00
1,100 SHS ABBOTT LABORATORIES	22,254 39	72,050 00
400 SHS ANHEUSER BUSCH INBEV SA SPON	35,062 50	34,964 00
1,400 SHS AT&T INC	54,189 84	47,194 00
1,250 SHS BANK OF AMERICA CORP	55,711 52	14,512 50
1,000 SHS BECTON DICKINSON & CO	29,329 24	78,190 00
140 SHS CITIGROUP INC NEW	62,472 55	5,538 40
1,000 SHS CLOROX CO DE	55,783 10	73,220 00
1,000 SHS CONOCOPHILLIPS	52,946 40	57,990 00
1,000 SHS DEERE & CO	27,627 65	86,420 00
1,600 SHS EMERSON ELECTRIC CO	35,212 00	84,736 00
750 SHS FEDEX CORP	30,775 63	68,790 00
1,500 SHS GENERAL ELECTRIC CO	63,264 77	31,485 00
500 SHS HJ HEINZ CO	28,524 95	28,840 00
500 SHS HOME DEPOT INC	21,054 69	30,925 00
1,200 SHS JP MORGAN CHASE & CO	47,695 87	52,762 92
400 SHS JOHNSON & JOHNSON	28,153 70	28,040 00
600 SHS MARKET VECTORS GOLD MINERS	32,230 22	27,834 00
700 SHS MERCK & CO INC NEW	21,503 06	28,658 00
1,000 SHS METLIFE INC	34,764 30	32,940 00
3,600 SHS NUVEEN MULTI-STRATEGY INCOME	49,358 63	31,212 00
3,600 SHS NUVEEN QUAL PFD INC FD	49,843 40	34,956 00
1,591 SHS PFIZER INC	53,136 99	39,900 69
500 SHS PHILLIPS 66 COM	15,734 88	26,550 00
411 SHS PLUM CREEK TIMBER CO INC REI	6,561 22	18,236 07
500 SHS PPG INDUSTRIES INC	30,046 10	67,675 00
1,100 SHS PROCTER & GAMBLE	42,651 14	74,679 00
700 SHS SCHLUMBERGER LTD	64,225 95	48,509 02
300 SHS SIEMENS AKTIENGELLSCHAFT	31,087 38	32,841 00
1,500 SHS WALMART STORES INC	75,728 69	102,345 00
1,000 SHS WALGREEN CO	8,250 00	37,010 00
	1,880,316 03	1,952,946 17
INVESTMENTS - CORPORATE BONDS		
$50,000 FORD MOTOR CREDIT CO 3% 10/20/19	50,000 00	49,361 00
$100,000 GENERAL ELEC CAP CORP 5% 7/15/15	100,000 00	108,060 00
$100,000 GENERAL ELEC CAP CORP 4% 2/15/23	100,000 00	99,865 00
$50,000 VERIZON COMM 5 55% 2/15/16	49,907 00	56,937 00
$100,000 GENL MOTORS ACCEPT CORP 6 5% 9/15/16	100,000 00	99,563 00
$100,000 GOLDMAN SACHS GROUP INC 5 75% 10/1/16	94,911 00	113,786 00
$100,000 GOLDMAN SACHS GROUP INC 3% 8/15/17	100,000 00	102,770 00
$25,000 GENL MTRS ACCEPT BE 7% 7/15/17	26,418 50	24,942 00
$50,000 VERIZON COMM 5 5% 2/15/18	49,325 00	60,043 50
$100,000 GENL MOTORS ACCEPT CORP 6% 9/15/19	100,000 00	98,275 00
$100,000 BANK OF AMERICA CORP 4 75% 8/15/20	100,000 00	105,157 00
$50,000 MORGAN STANLEY 4 25% 10/4/24	50,000 00	49,786 50
$50,000 GENERAL ELEC CAP CORP 5 2% 2/15/29	50,000 00	52,893 50
$50,000 BANK OF AMERICA CORP 6 35% 12/15/37	50,000 00	49,664 00
$100,000 BANK OF AMERICA CORP 6 15% 3/15/38	100,000 00	97,312 00
	1,120,561 50	1,168,415 50

Form 8868 (Rev January 2013) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3 month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3 month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions J. IRVING & JANE L. ENGLAND CHARITABLE TRUST,A. MOLLOY & F. RUSSELL,CO-TRUSTEES	Employer identification number (EIN) or 04-6836265
	Number, street, and room or suite no If a P O box, see instructions 370 MAIN ST, NO. 800	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. WORCESTER, MA 01608	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ ANN K. MOLLOY & FRANCIS J. RUSSELL, 370 MAIN STREET, SUITE 800 - WORCESTER, MA 01608

  Telephone No ▶ 508-756-2423 FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2013, to file the exempt organization return for the organization named above The extension is for the organization's return for:

▶ [X] calendar year 2012 or

▶ [ ] tax year beginning ______, and ending ______.

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 1,435.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 1,820.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions