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Form **990-PF**

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2012Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

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

Name of foundation PRESTON E W TR U/W EWP MEMORIAL		A Employer identification number 06-0747389
Number and street (or P O box number if mail is not delivered to street address) P O BOX 1802		B Telephone number (see instructions) 888-866-3275
City or town, state, and ZIP code PROVIDENCE, RI 02901-1802		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply:	<input checked="" type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,131,709.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	98,450.	98,450.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	225,064.			
b	Gross sales price for all assets on line 6a	475,453.			
7	Capital gain net income (from Part IV, line 2)		225,064.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	-355.	-355.		STMT 2
12	Total. Add lines 1 through 11	323,159.	323,159.		
13	Compensation of officers, directors, trustees, etc.	40,968.	24,581.		16,387.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) STMT 3	3,495.	NONE	NONE	3,495.
b	Accounting fees (attach schedule)				
17	Other professional fees (attach schedule) STMT 4	10,162.			4,065.
18	Taxes (attach schedule) (see instructions) STMT 5	5,764.	2,528.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 6	1,520.			1,520.
24	Total operating and administrative expenses. Add lines 13 through 23	61,909.	27,109.	NONE	25,467.
25	Contributions, gifts, grants paid	159,124.			159,124.
26	Total expenses and disbursements. Add lines 24 and 25	221,033.	27,109.	NONE	184,591.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	102,126.			
b	Net investment income (if negative, enter -0-)		296,050.		
c	Adjusted net income (if negative, enter -0-)				

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**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	NONE		
	2 Savings and temporary cash investments	147,210.	140,473.	140,473.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶	NONE		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)	NONE		
	b Investments - corporate stock (attach schedule) . STMT 7	3,766,299.	3,862,790.	3,991,236.
	c Investments - corporate bonds (attach schedule)	NONE		
	11 Investments - land, buildings, and equipment basis			
Less: accumulated depreciation (attach schedule) ▶	NONE			
12 Investments - mortgage loans	NONE			
13 Investments - other (attach schedule) STMT 8	NONE			
14 Land, buildings, and equipment basis				
Less: accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶)	NONE			
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	3,913,509.	4,003,263.	4,131,709.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)		NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/> X			
	27 Capital stock, trust principal, or current funds	3,913,509.	4,003,263.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	NONE		
	30 Total net assets or fund balances (see instructions)	3,913,509.	4,003,263.	
	31 Total liabilities and net assets/fund balances (see instructions)	3,913,509.	4,003,263.	

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	3,913,509.
2 Enter amount from Part I, line 27a	2	102,126.
3 Other increases not included in line 2 (itemize) ▶ ROUNDING	3	2.
4 Add lines 1, 2, and 3	4	4,015,637.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	12,374.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,003,263.

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 OTHER GAINS AND LOSSES					
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 475,453.		250,389.	225,064.		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a					
b			225,064.		
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	225,064.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	171,360.	3,918,328.	0.043733
2010	172,380.	3,775,935.	0.045652
2009	148,584.	3,381,210.	0.043944
2008	220,918.	3,928,582.	0.056234
2007	235,003.	4,506,946.	0.052142
2 Total of line 1, column (d)			2 0.241705
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.048341
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 4,003,040.
5 Multiply line 4 by line 3			5 193,511.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,961.
7 Add lines 5 and 6			7 196,472.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 184,591.

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 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	5,921.
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			
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	
3 Add lines 1 and 2		3	5,921.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	5,921.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	4,410.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,410.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	1,511.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CT		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>US TRUST FIDUCIARY TAX SERVICES</u> Telephone no. <u>(888) 866-3275</u> Located at <u>P.O. BOX 1802, PROVIDENCE, RI</u> ZIP+4 <u>02901</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
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	Yes	No 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 <u></u>				

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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? <input type="checkbox"/>	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <u></u>		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u></u>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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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)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **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? ☐ Yes ☐ No

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

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **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 (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BANK OF AMERICA HARTFORD, CT 06605	TRUSTEE 1	40,968.		- 0 -

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 ☐

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3 ▶	

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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	3,936,984.
b	Average of monthly cash balances	1b	127,016.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	4,064,000.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	4,064,000.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	60,960.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,003,040.
6	Minimum investment return. Enter 5% of line 5	6	200,152.

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	200,152.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	5,921.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,921.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	194,231.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	194,231.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	194,231.

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	184,591.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	184,591.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	184,591.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				194,231.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			19,088.	
b Total for prior years 20 <u>10</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	NONE			
b From 2008	NONE			
c From 2009	NONE			
d From 2010	NONE			
e From 2011	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ <u>184,591.</u>				
a Applied to 2011, but not more than line 2a			19,088.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				165,503.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				28,728.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2008	NONE			
b Excess from 2009	NONE			
c Excess from 2010	NONE			
d Excess from 2011	NONE			
e Excess from 2012	NONE			

NOT APPLICABLE

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4942(1)(3) or		4942(1)(5)
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Tax year	Prior 3 years			(e) Total
(a) 2012	(b) 2011	(c) 2010	(d) 2009	

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1 Information Regarding Foundation Managers:

NONE

NONE

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.

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

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

**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHED SCHEDULE	NONE	N/A	SUPPORT NAMED ORGANIZATIONS AND CONCERTS	159,124.
Total			▶ 3a	159,124.
b Approved for future payment				
Total			▶ 3b	

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PRESTON E W TR U/W EWP MEMORIAL

06-0747389

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

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
BOFA GOVERNMENT RESERVES CAPITAL CLASS	10.	10.
LARGE CAP CORE CTF	30,989.	30,989.
SMALL CAP CTF	1,965.	1,965.
INTERNATIONAL EQUITY CTF	15,882.	15,882.
AGGREGATE BOND CTF	42,234.	42,234.
EMERGING MARKETS STOCK COMMON TRUST FUND	3,927.	3,927.
MID CAP VALUE CTF	2,397.	2,397.
MID CAP GROWTH CTF	1,046.	1,046.
	-----	-----
TOTAL	98,450.	98,450.
	=====	=====

PRESTON E W TR U/W EWP MEMORIAL

06-0747389

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
SMALL CAP CTF	83.	83.
INTERNATIONAL EQUITY CTF	-91.	-91.
EMERGING MARKETS STOCK COMMON TRUST FUND	-347.	-347.
	-----	-----
TOTALS	-355.	-355.
	=====	=====

PRESTON E W TR U/W EWP MEMORIAL

06-0747389

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
LEGAL FEES - CHARITABLE	3,495.			3,495.
TOTALS	3,495.	NONE	NONE	3,495.
	=====	=====	=====	=====

PRESTON E W TR U/W EWP MEMORIAL

06-0747389

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
GRANTMAKING FEES - BOA	10,162.	4,065.
	-----	-----
TOTALS	10,162.	4,065.
	=====	=====

PRESTON E W TR U/W EWP MEMORIAL

06-0747389

FORM 990PF, PART I - TAXES

=====

DESCRIPTION

FOREIGN TAXES
EXCISE TAX ESTIMATES

TOTALS

REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----
2,528.	2,528.
3,236.	
-----	-----
5,764.	2,528.
=====	=====

PRESTON E W TR U/W EWP MEMORIAL

06-0747389

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
OTHER CHARITABLE EXPENSES	760.	760.
OTHER CHARITABLE EXPENSES	760.	760.
TOTALS	----- 1,520. =====	----- 1,520. =====

PRESTON E W TR U/W EWP MEMORIAL
FORM 990PF, PART II - CORPORATE STOCK
=====

06-0747389

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV -----
202671913 AGGREGATE BOND CTF	1,493,336.	1,512,047.
1261291H8 LARGE CAP CORE CTF	1,454,871.	1,469,837.
1261291Q8 SMALL CAP CTF	125,856.	143,859.
1261292H7 INTERNATIONAL EQUITY	393,716.	437,391.
29099J109 EMERGING MARKETS STO	184,751.	189,295.
302993993 MID CAP VALUE CTF	109,362.	127,410.
323991307 MID CAP GROWTH CTF	100,898.	111,397.
	-----	-----
TOTALS	3,862,790.	3,991,236.
	=====	=====

PRESTON E W TR U/W EWP MEMORIAL

06-0747389

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV	C OR F
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SEE ATTACHED STATEMENT

C

TOTALS



PRESTON E W TR U/W EWP MEMORIAL

06-0747389

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT

CTF COST ADJUSTMENT

12,373.

TYE INCOME ADJUSTMENT

1.

TOTAL

12,374.
=====

[illegible]

GAINS AND LOSSES FROM PASS-THRU ENTITIES

=====

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS

49,614.00

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)

49,614.00

=====

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS

170,534.00

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)

170,534.00

=====

FEDERAL FOOTNOTES

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THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES

Posting Date	Amount	Distribution	Relationship to substantial contributor	Purpose	Foundation Status of Recipient
5/14/2012	-2900	CITYSINGERS OF HARTFORD INC	NONE	FULL PAYMENT FOR 2012 SUMMER CONCERTS	PC
5/14/2012	-2000	DAVID GIARDINA	NONE	FULL PAYMENT FOR 2012 SUMMER CONCERTS	PC
5/14/2012	-4000	FAMILY DAY ENTERPRISES INC	NONE	FIRST PAYMENT FOR 2012 SUMMER CONCERTS	PC
5/14/2012	-5000	UMOJA MUSIC SERIES	NONE	FIRST PAYMENT FOR 2012 SUMMER CONCERTS	PC
5/14/2012	-2500	HARTFORD PUBLIC LIBRARY	NONE	FULL PAYMENT FOR 2012 SUMMER CONCERTS	PC
5/14/2012	-1500	M M HOOKER MAGNET SCH OF ENVMTL	NONE	FULL PAYMENT FOR 2012 SUMMER CONCERTS	PC
5/14/2012	-3000	TRUTH REVOLUTION RECORDS	NONE	FULL PAYMENT FOR 2012 SUMMER CONCERTS	PC
5/14/2012	-3000	PETER HILL	NONE	FIRST PAYMENT FOR 2012 SUMMER CONCERTS	PC
5/29/2012	-2500	CT PUBLIC AFFAIRS NETWORK	NONE	2012 FULL PAYMENT FOR SUMMER CONCERTS	PC
5/29/2012	-3000	HARTFORD FOOD SYSTEM,INC	NONE	2012 FULL PAYMENT FOR SUMMER CONCERTS	PC
5/29/2012	-1000	ROSEWOOD CHAMBER ENSEMBLE	NONE	2012 FULL PAYMENT FOR SUMMER CONCERTS	PC
5/29/2012	-3000	LEONOR SNOW	NONE	2012 FULL PAYMENT FOR SUMMER CONCERTS	PC
5/29/2012	-2500	PEOPLE OF GOODWILL	NONE	2012 FIRST PAYMENT FOR SUMMER CONCERTS	PC
5/29/2012	-2500	RAMON SANTIAGO	NONE	2012 FIRST PAYMENT FOR SUMMER CONCERTS	PC
5/29/2012	-4000	GUAKIA, INC	NONE	2012 FIRST PAYMENT FOR SUMMER CONCERTS	PC
6/8/2012	-4000	FRIENDS OF ELIZABETH PARK INC	NONE	FIRST PAYMENT FOR 2012 SUMMER CONCERTS	PC
6/8/2012	-3000	MANY COLORS OF A WOMAN INC	NONE	FIRST PAYMENT FOR 2012 SUMMER CONCERTS	PC
6/8/2012	-5000	TASTE OF THE CARIBBEAN	NONE	FIRST PAYMENT FOR 2012 SUMMER CONCERTS	PC
6/8/2012	-2500	JAMES MERCIK	NONE	FULL PAYMENT FOR 2012 SUMMER CONCERTS	PC
6/8/2012	-7500	GRTR HARTFORD FESTIVAL OF JAZZ	NONE	FIRST PAYMENT FOR 2012 SUMMER CONCERTS	PC
6/14/2012	-2000	GONZALO CORTES	NONE	1ST PAYMENT FOR 2012 SUMMER CONCERTS	PC
6/14/2012	-2000	PARKVILLE SENIOR CENTER	NONE	FULL PAYMENT FOR 2012 SUMMER CONCERTS	PC
6/14/2012	-600	WILLIAM DOUGAL	NONE	FULL PAYMENT FOR 2012 SUMMER CONCERTS	PC
6/14/2012	-3000	PETER & MONIQUE HILL	NONE	2ND PAYMENT FOR 2012 SUMMER CONCERTS	PC
6/25/2012	-3000	UMOJA MUSIC SERIES	NONE	2ND PAYMENT FOR 2012 SUMMER CONCERTS	PC
6/25/2012	-2500	RAMON SANTIAGO	NONE	2ND PAYMENT FOR 2012 SUMMER CONCERTS	PC
6/26/2012	-1500	CEDAR HILL CEMETERY FOUNDATION	NONE	FULL PAYMENT FOR 2012 SUMMER CONCERTS	PC
6/26/2012	-3000	CHARTER OAK CULTURAL CENTER	NONE	FULL PAYMENT FOR 2012 SUMMER CONCERTS	PC
6/26/2012	-4000	FRIENDS OF ELIZABETH PARK INC	NONE	2ND PAYMENT FOR 2012 SUMMER CONCERTS	PC
6/26/2012	-4000	BILLINGS FORGE COMM WORKS INC	NONE	FULL PAYMENT FOR 2012 SUMMER CONCERTS	PC
6/26/2012	-4500	LIFETIME SOLUTIONS	NONE	FIRST PAYMENT FOR 2012 SUMMER CONCERTS	PC
6/26/2012	-7500	GREATER HTFD FESTIVAL OF JAZZ	NONE	2ND PAYMENT FOR 2012 SUMMER CONCERTS	PC
6/26/2012	-4000	GUAKIA, INC	NONE	2ND PAYMENT FOR 2012 SUMMER CONCERTS	PC
6/26/2012	-4000	QUEEN ANN NZINGA CTR INC	NONE	FULL PAYMENT FOR 2012 SUMMER CONCERTS	PC
6/27/2012	-8000	HARTFORD JAZZ SOCIETY	NONE	1ST PAYMENT FOR 2012 SUMMER CONCERTS	PC
7/5/2012	-3000	CONNECTICUT LANDMARKS	NONE	FULL PAYMENT FOR 2012 SUMMER CONCERTS	PC
7/5/2012	-4500	LIFETIME SOLUTIONS	NONE	2ND PAYMENT FOR 2012 SUMMER CONCERTS	PC
7/5/2012	-5000	TASTE OF THE CARIBBEAN	NONE	FULL PAYMENT FOR 2012 SUMMER CONCERTS	PC
7/10/2012	-2500	JEFF MCQUILLAN	NONE	2ND PAYMENT FOR 2012 SUMMER CONCERTS	PC
7/18/2012	-4000	FAMILY DAY ENTERPRISES, INC	NONE	2ND PAYMENT FOR 2012 SUMMER CONCERTS	PC
7/18/2012	-2500	PEOPLE OF GOODWILL	NONE	1ST PAYMENT FOR 2012 SUMMER CONCERTS	PC
7/24/2012	-2500	ARTISTS COLLECTIVE INC	NONE	FULL PAYMENT FOR 2012 SUMMER CONCERTS	PC
7/24/2012	-1000	BOB PASKOWITZ	NONE	FULL PAYMENT FOR 2012 SUMMER CONCERTS	PC
7/24/2012	-1500	VALERIANO RAMOS JR	NONE	2ND PAYMENT FOR 2012 SUMMER CONCERTS	PC
7/25/2012	-2000	GONZALO CORTES	NONE	2NS PAYMENT FOR 2012 SUMMER CONCERTS	PC
8/1/2012	-8000	HARTFORD JAZZ SOCIETY	NONE	2ND PAYMENT FOR 2012 SUMMER CONCERTS	PC
8/2/2012	-3000	MANY COLORS OF A WOMAN INC	NONE	2ND PAYMENT FOR 2012 SUMMER CONCERTS	PC
8/20/2012	-2500	ARTISTS COLLECTIVE, INC	NONE	2ND PAYMENT FOR 2012 SUMMER CONCERTS	PC
10/2/2012	102 45	PETER G HILL	NONE	PRESTON CONCERTS (UNUSED FUNDS) FROM	PC
11/13/2012	774	BILLINGS FORGE COMMUNITY WORKS	NONE	2012 UNUSED FUNDS - BILLINGS FORGE WORKS	PC
TOTAL	-159124				