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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable 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

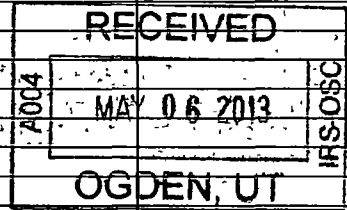
For calendar year 2012 or tax year beginning , and ending

Name of foundation CHESTER KITCHINGS FAMILY FOUNDATION		A Employer identification number 06-6044228
Number and street (or P O box number if mail is not delivered to street address) P O BOX 309	Room/suite	B Telephone number (see instructions) (404) 419-8348
City or town, state, and ZIP code ESSEX CT 06426		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) \$ 51,498,600	J Accounting method: ☐ Cash ☐ Accrual ☐ Other (specify) _____	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) (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 ☒ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	1,632,368	1,639,548		
5 a	Gross rents				
b	Net rental income or (loss)				
6 a	Net gain or (loss) from sale of assets not on line 10	778,691			
b	Gross sales price for all assets on line 6a	8,264,090			
7	Capital gain net income (from Part IV, line 2)		778,691		
8	Net short-term capital gain				
9	Income modifications				
10 a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	2,411,059	2,418,239	0	
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16 a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)	251,910	125,955		125,955
17	Interest				
18	Taxes (attach schedule) (see instructions)	12,159	6,738		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	183	183		
24	Total operating and administrative expenses. Add lines 13 through 23	264,252	132,876	0	125,955
25	Contributions, gifts, grants paid	2,525,000			2,525,000
26	Total expenses and disbursements. Add lines 24 and 25	2,789,252	132,876	0	2,650,955
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-378,193			
b	Net investment income (if negative, enter -0-)		2,285,363		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

Form **990-PF** (2012)ENVELOPE - MAY 01 2013
POSTMARK DATESCANNED MAY 09 2013
Revenue
Operating and Administrative Expenses

Form 990-PF (2012) CHESTER KITCHINGS FAMILY FOUNDATION

06-6044228

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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	1,832		
	2 Savings and temporary cash investments	1,052,851	1,665,952	1,665,952
	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			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)	500,000		
	b Investments—corporate stock (attach schedule)		15,114,331	30,966,693
	c Investments—corporate bonds (attach schedule)	4,649,294	4,334,694	5,025,385
	11 Investments—land, buildings, and equipment basis			
Liabilities	Less accumulated depreciation (attach schedule)			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	28,104,406	12,794,887	13,840,570
	14 Land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	34,308,383	33,909,864	51,498,600
	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)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here 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. ☒			
	27 Capital stock, trust principal, or current funds	33,778,074	33,909,864	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	530,309		
	30 Total net assets or fund balances (see instructions)	34,308,383	33,909,864	
	31 Total liabilities and net assets/fund balances (see instructions)	34,308,383	33,909,864	

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	34,308,383
2	Enter amount from Part I, line 27a	2	-378,193
3	Other increases not included in line 2 (itemize) <u>PY FEDERAL TAX REFUND</u>	3	19,114
4	Add lines 1, 2, and 3	4	33,949,304
5	Decreases not included in line 2 (itemize) <u>WILLIAMS COS INS COST BASIS ADJUSTMENT</u>	5	39,440
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	33,909,864

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 See Attached Statement			
b See Attached Statement			
c See Attached Statement			
d See Attached Statement			
e See Attached Statement			

(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			0
b			0
c			0
d			0
e			0

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			0
b			0
c			0
d			0
e			0

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	778,691
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	0

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	2,418,535	48,454,317	0.049914
2010	2,437,922	45,175,818	0.053965
2009	1,997,972	40,966,986	0.048770
2008	2,098,165	49,018,862	0.042803
2007	1,473,907	46,124,869	0.031955

2 Total of line 1, column (d)	2	0.227407
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	0.045481
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	49,687,430
5 Multiply line 4 by line 3	5	2,259,834
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	22,854
7 Add lines 5 and 6	7	2,282,688
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	2,650,955

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

1 a 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)		1	22,854
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ 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	0
3 Add lines 1 and 2		3	22,854
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	22,854
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	22,041	
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	22,041	
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	813	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
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
4 a 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?	N/A	
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	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) 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

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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of SUNTRUST BANK Telephone no (404) 419-8348 Located at P.O. BOX 4418 ATLANTA GA ZIP+4 30302			
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			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country N/A	16	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	
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 20 , 20 , 20 , 20		
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	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20		
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)	3b	N/A
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

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** N/A

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ 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**6b** X**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No**7b** N/A**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**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
CHESTER W. KITCHINGS, JR. P O BOX 1310 NEW LONDON, CT 06320 0	TRUSTEE AS REQ'D	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

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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 (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SUNTRUST BANKS, INC. 50 HURT PLAZA, ATLANTA, GA 30303	INVESTMENT MANAGEMENT & CHARIT	251,910

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 ▶

0

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	50,062,438
b	Average of monthly cash balances	1b	381,653
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	50,444,091
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	
3	Subtract line 2 from line 1d	3	50,444,091
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	756,661
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	49,687,430
6	Minimum investment return. Enter 5% of line 5	6	2,484,372

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	2,484,372
2a	Tax on investment income for 2012 from Part VI, line 5	2a	22,854
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	22,854
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,461,518
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,461,518
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,461,518

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	2,650,955
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	
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	2,650,955
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	22,854
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,628,101

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				2,461,518
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010	208,271			
e From 2011	29,057			
f Total of lines 3a through e	237,328			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 2,650,955				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				2,461,518
e Remaining amount distributed out of corpus	189,437			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	426,765			
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				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			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) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	426,765			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010	208,271			
d Excess from 2011	29,057			
e Excess from 2012	189,437			

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total			3a	2,525,000
b Approved for future payment NONE				
Total			3b	0

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

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

[illegible]

- 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

**Sign
Here**

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

Signature of officer or trustee Cassidy R. Patten Date 4/29/13 Title TRUSTEE

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

**Paid
Preparer
Use Only**

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
DONALD J. ROMAN		4/25/2013		P00364310
Firm's name ▶ PRICEWATERHOUSECOOPERS, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH PA 15219			Phone no 412-355-6000	

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

QUEBEC LARBRADOR FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 40,000

Name

MYSTIC SEAPORT MUSEUM

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 75,000

Name

MIDDLESEX COUNTY COMMUNITY FDN

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 90,000

Name

CONN RIVER WATERSHED COUNCIL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 15,000

Name

CT SPORTS FOUNDATION AGAINST CANCER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 15,000

Name

MUSICAL MASTERWORKS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 18,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ESSEX WINTER SERIES

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 18,000

Name

COMMUNITY FDN S E CT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 90,000

Name

GARDEN ARTS CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 50,000

Name

EASTERN CT SYMPHONY ORCHESTRA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

NEW HAVEN SYMPHONY ORCHESTRA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 15,000

Name

NEW LONDON MARITIME SOCIETY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

GOODSPEED OPERA HOUSE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

YOUNG AUDIENCES OF CT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

COLGATE UNIVERSITY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

ESSEX ELEMENTARY SCHOOL FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 20,000

Name

ESSEX LIBRARY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 20,000

Name

WORLD OCEAN SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 15,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

FIRST CONGREGATIONAL CHURCH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 16,000

Name

AMERICAN BOY CHOIR

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

NEW LONDON MAIN STREET

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 15,000

Name

HIGH HOPES THERAPEUDIC RIDING CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 20,000

Name

CAMP HARKNESS BOOSTER CLUB INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

JUDY DWORIN PERFORMANCE PROJECT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 12,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

PLANNED PARENTHOOD OF SNE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

Name

ESSEX ROTARY SCHOLARSHIP FUND

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

ESSEX ROTARY FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

CAPELLA CANTORUM

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

ALBANO BALLET

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

AMERICAN MUSEUM OF NATURAL HISTORY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 15,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

AVERY COPP MUSEUM

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

BIG BROS BIG SISTERS OF S E CT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 15,000

Name

CHILD AND FAMILY AGENCY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 50,000

Name

COMMUNITY FOUNDATION OF S.E CT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 65,000

Name

CT LEAGUE OF CONSERVATION VOTERS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 12,000

Name

CT RIVER FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 50,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

EUGENE O'NEILL THEATER CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

Name

GARDE COMMUNITY JAZZ FUND

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 20,000

Name

HOSPICE OF S E CT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 75,000

Name

LAWRENCE AND MEMORIAL HOSPITAL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 20,000

Name

MARTIN LUTHER KING SCHOOL TRUST

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 30,000

Name

MARVELWOOD SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

MYSTIC SEAPORT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 75,000

Name

NEW LONDON MUSIC FESTIVAL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

TRIBUTARY MILL CONSERVANCY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 15,000

Name

WRITERS BLOCK

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

SPIRIT OF BROADWAY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

Name

GEORGE FLYNN CLASSICAL CONCERTS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

FLORENCE GRISWOLD MUSEUM

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 20,000

Name

LYMAN ART MUSEUM

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

Name

LYME LAND CONSERVATION TRUST

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

THAMES RIVER VALLEY PROGRAM

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

MARTIN HOUSE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

COVENANT SHELTER OF N L

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

GIRL SCOUTS OF CT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

LITERACY VOL OF EASTERN CT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 15,000

Name

OCEAN COMMUNITY YMCA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 6,000

Name

BOYS AND GIRLS CLUB OF S E CT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

Name

CHILD ADOPTION AND FAMILY SERVICES, INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

COAST GUARD FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

CHILDREN'S MUSEUM

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

CONNECTICUT COLLEGE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

Name

EASTERN CT STATE UNIVERSITY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 12,000

Name

ESSEX LAND CONSERVATION TRUST

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 15,000

Name

EVERGLADES FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

FRIENDS OF FT TRUMBULL STATE PARK

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

CHESTER KITCHINGS FAMILY FOUNDATION

06-6044228 Page 12 of 25

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

FRIENDS OF HARKNESS STATE PARK

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 20,000

Name

LYME ACADEMY OF FINE ARTS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 20,000

Name

LYME ART ASSOCIATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 12,000

Name

MITCHELL COLLEGE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

Name

SEA RESEARCH FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

Name

NEW LONDON COUNTY HISTORICAL SOCIETY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

OCEAN REEF FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

Name

SALISBURY SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

SUBMARINE FORCE LIBRARY AND MUSEUM

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

WORLD OCEAN SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

WELLESLEY HISTORICAL SOCEITY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

VISITNG NURSES OF S E. CT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 20,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

VALLEY SHORE YMCA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 20,000

Name

UNIVERSITY OF CONNECTICUT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

Name

THREE RIVERS COMMUNITY COLLEGE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 20,000

Name

WILLIAMS SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 15,000

Name

WATERFORD COUNTRY SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 20,000

Name

THE TRUST FOR PUBLIC LAND

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 50,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

MYSTIC ART ASSOCIATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

GROTON OPEN SPACE ASSOCIATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

DENISON PEQUOTSEPOS NATURE CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

AVALONIA LAND CONSERVANCY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

ARTS CAFE-MYSTIC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

ARC OF NEW LONDON COUNTY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

COMMUNITY MUSIC SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

CONNECTICUT FUND FOR THE ENVIRONMENT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

HABITAT FOR HUMANITY OF S E. CT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 15,000

Name

THE ARTISTS COLLECTIVE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 15,000

Name

ST JUDE CHILDREN'S HOSPITAL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

GRIFFIN NOYES LIBRARY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 15,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

OLD LYME LAND TRUST

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

OLD LYME DAY CARE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

LYME/OLD LYME EDUCATIONAL FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

LYMES YOUTH SERVICE BUREAU

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

HYGENIC ART CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 12,000

Name

HART SCHOOL OF MUSIC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

GLENN HANSEN ORCHESTRA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

DROP IN LEARNING CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

CENTRAL PARK CONSERVANCY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 20,000

Name

CT AUDOBON SOCIETY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

CONNECTICUT LEGAL SERVICES

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

LONG ISLAND SOUND FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

FORGOTTEN FELINES

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

NEW LONDON PUBLIC LIBRARY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

PROJECT OCEANOLOGY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

READ TO GROW

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 12,000

Name

EASTERN CT. BALLET

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 12,000

Name

WOMEN'S CENTER OF S.E. CT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 12,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

PINE POINT SCHOOL

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	55,000

Name

CT EARLY MUSIC SOCIETY, INC.

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	5,000

Name

PEQUOT CHAPEL

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	5,000

Name

BETHSAIDA COMMUNITY, INC

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	5,000

Name

MADONNA PLACE

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	5,000

Name

CT RIVERS COUNCIL, B.S.A.

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
NONE	501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution	Amount
GENERAL CHARITABLE PURPOSES	10,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

BRING THE MUSIC BACK, INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

FLOCK THEATER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

NATCHAUG HOSPITAL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

EMORY UNIVERSITY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

UNITED WAY OF S E. CT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

Name

CT. RIVER FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 25,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

QLF ATLANTIC CENTER FOR THE ENVIRONMENT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

TERRI BRODEUR BREAST CANCER FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

APPLACHIAN MT. CLUB

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

HOLE IN THE WALL CAMP

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

RAY OF LIGHT FARM

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

FLORENCE GRISWOLD MUSEUM

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

SHORELINE SOUP KITCHENS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

MAINE ISLAND TRAIL ASSOCIATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

OCEAN REEF COMMUNITY FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

WELLESLEY HISTORICAL SOCIETY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

BOSTON ANTHENAEUM

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

Name

PARK STREET CHURCH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 5,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

HARVARD UNIVERSITY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

5,000

Name

FRIENDS OF CHRIST IN INDIA

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

5,000

Name

WEST FARMS LAND TRUST

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

5,000

Name

LA GRUA CENTER

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

10,000

Name

QUEBEC LABRADOR FOUNDATION

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

50,000

Name

STONINGTON FREE LIBRARY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

10,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

RIVERFRONT CHILDREN'S CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

JAZZREACH PERFORMING ART AND EDUCATION ASSOCIATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 50,000

Name

INTERDISTRICT SCHOOL FOR ARTS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 75,000

Name

LAWRENCE AND MEMORIAL HOSPITAL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 6,000

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	45,743
Short Term CG Distributions	0

Amount

Part I, Line 16c (990-PF) - Other Professional Fees

		251,910	125,955	0	125,955
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	SUNTRUST BANK FEES	251,910	125,955		125,955

Part I, Line 18 (990-PF) - Taxes

		12,159	6,738	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX PAID	6,738	6,738		
2	ESTIMATED EXCISE PAYMENTS	5,421			

Part I, Line 23 (990-PF) - Other Expenses

		183	183	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FES	120	120		
2	INVESTMENT EXPENSES	63	63		

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Description		Num Shares/ Face Value		Book Value Beg. of Year		Book Value End of Year		FMV Beg. of Year		FMV End of Year	
1											
2	MCDONALDS CORP COM	0				215,806				441,050	
3	MICROSOFT CORP COM	0				336,640				293,807	
4	NATIONAL OILWELL VARCO INC COM	0				250,967				239,225	
5	OCCIDENTAL PETE CORP COM	0				272,628				268,135	
6	ORACLE CORP COM	0				324,504				466,480	
7	PNC FINL SVCS GROUP INC COM	0				195,363				221,578	
8	PACCAR INC COM	0				99,076				113,025	
9	PARKER HANNIFIN CORP COM	0				164,038				255,180	
10	PFIZER INC COM	0				209,284				275,872	
11	PRAXAIR INC COM	0				164,852				251,735	
12	PROCTER & GAMBLE CO COM	0				133,850				780,735	
13	QUALCOMM CORP COM	0				234,205				247,438	
14	SCHLUMBERGER LTD COM	0				347,938				311,844	
15	SOUTHERN CO COM	0				269,429				385,290	
16	TEXAS INSTRS INC COM	0				218,312				247,120	
17	UNION PACIFIC CORP COM	0				206,432				502,880	
18	UNITED PARCEL SVC INC CL B COM	0				189,804				258,055	
19	UNITED TECHNOLOGIES CORP COM	0				304,027				574,070	
20	VERIZON COMMUNICATIONS COM	0				328,999				432,700	
21	WAL-MART STORES INC COM	0				229,941				272,920	
22	WELLS FARGO & CO COM NEW	0				405,123				512,700	
23	WILLIAMS COS INC COM	0				168,626				294,660	
24	AT&T INC COM	0				89,406				101,130	
25	TRAVELERS COS INC COM	0				247,755				359,100	
26	MACY'S INC COM	0				166,177				234,120	
27	TERADATA CORP DEL COM	0				100,552				123,780	
28	INVESCO LTD BERMUDA COM	0				170,787				234,810	
29	VISA INC CL A COM	0				178,767				378,950	
30	US BANCORP PFD-D	0				90,285				89,600	
31	JPMORGAN & CHASE & CO-PFD 8 625%	0				99,720				103,880	
32	MERCK AND INC COM	0				268,374				327,520	
33	EXPRESS SCRIPTS HLDG CO COM	0				287,202				378,000	
34	KRAFT FOODS GROUP INC COM	0				56,971				90,940	
35	MONDELEZ INTL INC COM	0				105,386				152,719	
36	ABBOTT LABS COM	0				106,404				393,000	
37	ALLSTATE CORP COM	0				121,954				120,510	
38	AMGEN INC COM	0				179,578				258,600	
39	APACHE CORP COM	0				64,370				78,500	
40	APPLE INC COM	0				125,715				447,025	
41	BB&T CORP COM	0				204,967				261,990	
42	BANK OF AMERICA CORP COM	0				81,240				139,320	
43	BAXTER INTL INC COM	0				367,896				433,290	
44	B/E AEROSPACE INC COM	0				189,214				247,000	
45	BRISTOL MYERS SQUIBB CO COM	0				268,662				391,080	
46	CVS CAREMARK CORP COM	0				253,887				386,800	

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
47	CAPITAL ONE FINL CORP COM	0		261,132		347,580
48	CHEVRON CORP COM	0		648,839		1,622,100
49	COACH INC COM	0		144,257		205,387
50	COCA-COLA CO COM	0		21,731		7,105,000
51	COMCAST CORP COM CL A	0		106,538		112,080
52	DARDEN RESTAURANTS INC COM	0		157,470		157,745
53	WALT DISNEY CO COM	0		346,598		522,795
54	DOMINION RES INC VA COM	0		81,176		103,600
55	EMC CORP COM	0		238,708		328,900
56	EMERSON ELEC CO COM	0		276,224		503,120
57	EXXON MOBIL CORP COM	0		663,735		1,471,350
58	FLUOR CORP COM NEW	0		286,321		352,440
59	FLOWSERVE CORP COM	0		175,163		293,600
60	FREEMPORT-MCMORAN COPPER AND COM	0		125,456		177,840
61	GENERAL ELEC CO COM	0		220,426		419,800
62	GENERAL MILLS INC COM	0		308,061		404,200
63	GOLDMAN SACHS GROUP INC COM	0		195,854		216,852
64	GOOGLE INC CL A COM	0		294,742		459,797
65	HEINZ H J CO COM	0		123,842		219,184
66	HOME DEPOT INC COM	0		272,932		649,425
67	INTEL CORP COM	0		69,149		82,480
68	INTERNATIONAL BUSINESS MACHS COM	0		270,110		766,200
69	JP MORGAN CHASE AND COM	0		490,608		549,614
70	JOHNSON & JOHNSON COM	0		168,856		420,600
71	KIMBERLY-CLARK CORP COM	0		71,290		96,841

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

Description		Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1				4,649,294	4,334,694	0	5,025,385
2	GENERAL ELEC CAP COR 5.000% 1/08/16			0	500,000		555,510
3	AMERICAN EXPRESS CO. 5.500% 9/12/16			0	506,280		571,630
4	LILLY ELI & CO 5.200% 3/15/17			0	502,400		583,550
5	UNITED TECHNOLOGIES 5.375% 12/15/17			0	609,385		713,166
6	GOLDMAN SACHS GROUP 5.950% 1/18/1			0	522,750		581,845
7	WALGREEN CO 5.250% 1/15/19			0	202,848		234,584
8	CISCO SYSTEMS INC 4.950% 2/15/19			0	493,746		591,910
9	HONEYWELL INTL 5.000% 2/15/19			0	497,285		594,630
10	LYON CNTY NEV SCH 5.600% 6/01/20			0	500,000		598,560

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			28,104,406	12,794,887	13,840,570
2	TCW GALILEO EMERGING MKTS INCM-I		0	1,300,000	1,362,247
3	VANGUARD INDEX REIT VIPER ETF		0	401,557	404,736
4	DFA EMERGING MKTS VALUE-I		0	325,000	378,090
5	TEMPLETON GLOBAL BD-ADV		0	1,581,000	1,580,819
6	DFA LARGE CAP INTL FD-I		0	1,550,000	1,826,209
7	UNIFIED IRON STRATEGIC INCM-I		0	600,000	591,653
8	ISHARES IBOX \$HIGHLYD CORP BD ETF		0	1,425,173	1,459,621
9	FORUM ABSOLUTE STRATEGIES-I		0	486,408	499,784
10	RIDGEWORTH FD-SEIX FLT HGH INCM RC		0	400,000	407,958
11	FEDERATED STRATEGIC VALUE-I		0	500,000	571,202
12	ISHARES TR JPMORGAN USD EMRG MKT		0	350,044	363,213
13	SPDR GOLD TR GOLD ETF		0	100,052	97,536
14	PIMCO INVT GRADE CORP BD-I		0	579,265	579,343
15	FPA CRESCENT-I		0	200,000	213,173
16	OPPENHEIMER DEVELOPING MKTS INSTI		0	393,186	514,738
17	DFA FIVE-YR GLBL FXD INCOME PORT-I		0	200,000	196,996
18	DFA COMMODITY STRATEGY PORT-I		0	20,000	19,763
19	AIM INVESCO BAL RISK COMMOD STRAT		0	316,500	310,773
20	MAINSTAY FDS TR MARKETFIELD FD I		0	100,000	101,865
21	ANGEL OAK MULTI-STRAT INCM-IS		0	800,000	801,750
22	ARTISAN INTL VALUE-INVS		0	200,000	217,078
23	ISHARES MSCI PACIFIC EX-JAPAN INDEX		0	501,687	791,952
24	ISHARES MSCI EMERGING MKTS INDEX B		0	64,996	80,407
25	ISHARES TR MSCI EAFE INDEX ETF		0	400,019	469,664

Part II, Line 14 (990-PF) - Land, Buildings, and Equipment

		0	0	0	0	0	0	0	0	0	0
Asset Description		Cost or Other Basis	Accumulated Depreciation Beg of Year	Accumulated Depreciation End of Year	Book Value Beg of Year	Book Value End of Year	FMV End of Year				
1					0	0	0				
2					0	0	0				
3					0	0	0				
4	MEDTRONIC CLASS ACTION				0	0	0				

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions										Amount		Short Term CG Distributions										Amount																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																														
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Gross Sales Price										Depreciation Allowed		Adjustments										Cost or Other Basis Plus Expense of Sale		Gain or Loss		F M V as of 12/31/89		Adjusted Basis as of 12/31/89		Excess of FMV Over Adj. Basis		Gains Minus Excess of FMV Over Adjusted Basis or Losses																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																				
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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions										Amount	
Short Term CG Distributions										45,743	
										0	
										8,218,347	
										0	
										0	
										7,485,399	
										732,948	
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Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return	5/15/2012	1	16,620
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment	9/4/2012	4	5,421
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	0
7 Total		7	22,041