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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

**2012**

Open to Public Inspection

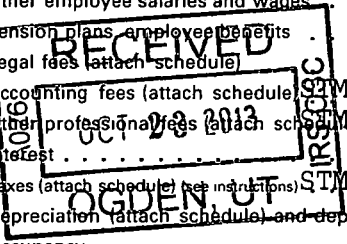
Department of the Treasury  
Internal Revenue Service

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

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

Name of foundation <b>UD W BINGHAM 2ND 07/05/35</b>		A Employer identification number <b>13-6069740</b>
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) <b>888- 866-3275</b>
P O BOX 1802 City or town, state, and ZIP code <b>PROVIDENCE, RI 02901-1802</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply:	Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/>	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 50,031,471.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)
<b>Revenue</b>					
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	1,513,253.	1,512,619.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	200,514.			
b	Gross sales price for all assets on line 6a	16,450,616.			
7	Capital gain net income (from Part IV, line 2)		200,514.		
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)		27,555.		STMT 6
12	Total. Add lines 1 through 11	1,713,767.	1,740,688.		
13	Compensation of officers, directors, trustees, etc.	387,649.	96,912.		290,737.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	3,578.	NONE	NONE	3,578.
c	Other professional fees (attach schedule)	7,366.	7,366.		
17	Interest				
18	Taxes (attach schedule) (see instructions)	104,526.	19,646.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	2,242.	29,143.		
24	Total operating and administrative expenses. Add lines 13 through 23	505,361.	153,067.	NONE	294,315.
25	Contributions, gifts, grants paid	1,054,986.			1,054,986.
26	Total expenses and disbursements. Add lines 24 and 25	1,560,347.	153,067.	NONE	1,349,301.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	153,420.			
b	Net investment income (if negative, enter -0-)		1,587,621.		
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 . . . . .	55,810.		
	2	Savings and temporary cash investments . . . . .	1,389,991.	2,050,368.	2,050,368.
	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) . <b>STMT 11.</b>	12,161,926.	39,560,960.	47,981,103.
	c	Investments - corporate bonds (attach schedule). . . . .	22,137,885.	.	
	Liabilities	11	Investments - land, buildings, and equipment basis ▶ . . . . .		
		Less: accumulated depreciation ▶ (attach schedule) . . . . .	NONE		
12		Investments - mortgage loans . . . . .	NONE		
13		Investments - other (attach schedule) . . . . .	3,668,291.		
14		Land, buildings, and equipment basis ▶ . . . . .			
		Less: accumulated depreciation ▶ (attach schedule) . . . . .			
15		Other assets (describe ▶ . . . . .)	2,029,337.		
16		<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	41,443,240.	41,611,328.	50,031,471.
17		Accounts payable and accrued expenses . . . . .			
18		Grants payable . . . . .			
Net Assets or Fund Balances	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ . . . . .)			
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		NONE	
		<b>Foundations that follow SFAS 117, check here ▶</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶</b> <input checked="" type="checkbox"/> <b>X</b>			
	27	Capital stock, trust principal, or current funds . . . . .	41,443,240.	41,611,328.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .	NONE		
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	41,443,240.	41,611,328.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	41,443,240.	41,611,328.		

## 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	41,443,240.
2	Enter amount from Part I, line 27a . . . . .	2	153,420.
3	Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 12</b> . . . . .	3	19,925.
4	Add lines 1, 2, and 3 . . . . .	4	41,616,585.
5	Decreases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 13</b> . . . . .	5	5,257.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	41,611,328.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a PUBLICLY TRADED SECURITIES</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b> 16,450,236.		16,250,102.	200,134.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0- or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
<b>a</b>			200,134.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b>			<b>2</b>	200,514.	
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>			<b>3</b>		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

**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.

(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	851,000.	47,725,093.	0.017831
2010	2,519,727.	45,514,307.	0.055361
2009	2,435,167.	43,089,506.	0.056514
2008	2,683,042.	52,789,400.	0.050825
2007	2,672,984.	57,952,323.	0.046124
<b>2 Total of line 1, column (d)</b>		<b>2</b>	0.226655
<b>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</b>		<b>3</b>	0.045331
<b>4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5</b>		<b>4</b>	48,602,283.
<b>5 Multiply line 4 by line 3</b>		<b>5</b>	2,203,190.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>		<b>6</b>	15,876.
<b>7 Add lines 5 and 6</b>		<b>7</b>	2,219,066.
<b>8 Enter qualifying distributions from Part XII, line 4</b>		<b>8</b>	1,349,301.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <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	31,752.
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	31,752.
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	31,752.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012 . . . . .	6a	60,880.	
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	60,880.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	29,128.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 29,128. 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

**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 <b>N/A</b>				
14	The books are in care of <b>BANK OF AMERICA</b> Telephone no <b>(888) 866-3275</b>			
	Located at <b>PO BOX 1802, PROVIDENCE, RI</b> ZIP+4 <b>02901</b>			
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		
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 <b>▶</b>	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
<b>1a</b> 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? ( <b>Exception.</b> 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>b</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)? . . . . .	1b	X
Organizations relying on a current notice regarding disaster assistance check here <b>▶</b> <input type="checkbox"/>		
<b>c</b> 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
<b>2</b> 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))		
<b>a</b> 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 <b>▶</b> _____		
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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	
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <b>▶</b> _____		
<b>3a</b> 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>b</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	
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	4a	X
<b>b</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)? ☐ Yes ☒ NoOrganizations 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

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**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 1 FINANCIAL PLAZA, PO BOX 1802, PROVIDENCE, RI 02901	CO-TRUSTEE 1	203,961.	-0-	-0-
DONALD M BARR 114 WEST 47TH ST., NEW YORK, NY 10036	CO-TRUSTEE 1	91,844.		
PATRICIA F DAVIDSON 114 WEST 47TH ST, NEW YORK, NY 10036	CO-TRUSTEE 1	91,844.		

**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		NONE	NONE	NONE

**Total** number of other employees paid over \$50,000 ☐**NONE**

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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
NONE		NONE

**Total** number of others receiving over \$50,000 for professional services . . . . . **NONE**

**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
<b>1</b> NONE	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b> NONE	
<b>2</b>	
All other program-related investments See instructions.	
<b>3</b> 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.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	47,254,450.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	2,087,969.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	49,342,419.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	49,342,419.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	740,136.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	48,602,283.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	2,430,114.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	2,430,114.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	31,752.
<b>b</b>	Income tax for 2012. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	31,752.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	2,398,362.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	2,398,362.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	2,398,362.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	1,349,301.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	1,349,301.
<b>5</b>	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)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	1,349,301.

**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
<b>1</b> Distributable amount for 2012 from Part XI, line 7 . . . . .				2,398,362.
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only . . . . .			768,401.	
<b>b</b> Total for prior years 20 <u>10</u> , 20 <u>  </u> , 20 <u>  </u> . . . . .		NONE		
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007 . . . . .	NONE			
<b>b</b> From 2008 . . . . .	NONE			
<b>c</b> From 2009 . . . . .	NONE			
<b>d</b> From 2010 . . . . .	NONE			
<b>e</b> From 2011 . . . . .	NONE			
<b>f</b> Total of lines 3a through e . . . . .	NONE			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>1,349,301.</u>				
<b>a</b> Applied to 2011, but not more than line 2a . . . . .			768,401.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2012 distributable amount . . . . .				580,900.
<b>e</b> Remaining amount distributed out of corpus . . . . .	NONE			
<b>5</b> Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2011. Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 . . . . .				1,817,462.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008 . . . . .	NONE			
<b>b</b> Excess from 2009 . . . . .	NONE			
<b>c</b> Excess from 2010 . . . . .	NONE			
<b>d</b> Excess from 2011 . . . . .	NONE			
<b>e</b> Excess from 2012 . . . . .	NONE			

Form **990-PF** (2012)

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

NOT APPLICABLE

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling . . . . .

**b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

Tax year

Prior 3 years

(e) Total

(a) 2012

(b) 2011

(c) 2010

(d) 2009

**b** 85% of line 2a . . . . .

**c** Qualifying distributions from Part XII, line 4 for each year listed . . . . .

**d** Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .

**e** Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .

**3** Complete 3a, b, or c for the alternative test relied upon

**a** "Assets" alternative test - enter

(1) Value of all assets . . . . .

(2) Value of assets qualifying under section

4942(j)(3)(B)(i). . . . .

**b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .

**c** "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties). . . . .

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .

(3) Largest amount of support from an exempt organization . . . . .

(4) Gross investment income . . . . .

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

**c** Any submission deadlines:

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

**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)				
<b>a Paid during the year</b>				
PLEASE SEE ATTACHED LIST	NONE	PC	UNRESTRICTED GENERAL SUPPORT	1,054,986.
<b>Total</b> . . . . .			<b>3a</b>	1,054,986.
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			<b>3b</b>	

<b>Part XVI-A</b>	<b>Analysis of Income-Producing Activities</b>
-------------------	--

**Enter gross amounts unless otherwise indicated**

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions )
<b>1</b>	Program service revenue					
<b>a</b>	_____					
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>f</b>	_____					
<b>g</b>	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments . . . . .					
<b>3</b>	Interest on savings and temporary cash investments					
<b>4</b>	Dividends and interest from securities . . . . .			1	1,513,253.	
<b>5</b>	Net rental income or (loss) from real estate					
<b>a</b>	Debt-financed property . . . . .					
<b>b</b>	Not debt-financed property . . . . .					
<b>6</b>	Net rental income or (loss) from personal property .					
<b>7</b>	Other investment income . . . . .					
<b>8</b>	Gain or (loss) from sales of assets other than inventory			18	200,514.	
<b>9</b>	Net income or (loss) from special events . . .					
<b>10</b>	Gross profit or (loss) from sales of inventory . .					
<b>11</b>	Other revenue <b>a</b> _____					
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>12</b>	Subtotal Add columns (b), (d), and (e) . . . . .				1,713,767.	
<b>13</b>	Total Add line 12, columns (b), (d), and (e) . . . . .					1,713,767.

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

[illegible]

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

- |  |     |    |
|--|-----|----|
| <b>1</b> 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?<br><br><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:<br><b>(1)</b> Cash<br><b>(2)</b> Other assets<br><br><b>b</b> Other transactions:<br><b>(1)</b> Sales of assets to a noncharitable exempt organization<br><b>(2)</b> Purchases of assets from a noncharitable exempt organization<br><b>(3)</b> Rental of facilities, equipment, or other assets<br><b>(4)</b> Reimbursement arrangements<br><b>(5)</b> Loans or loan guarantees<br><b>(6)</b> Performance of services or membership or fundraising solicitations<br><br><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees<br><br><b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> the value of the goods, other assets, or services received | Yes | No |
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[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.

▶ Kaveri Kiser

10/04/2013

► SVP Tax

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

BANK OF AMERICA, N.A.

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date
------

Check <input type="checkbox"/> if self-employed	PTIN
---	------

Firm's name ▶

Firm's EIN ▶

Firm's address ►

Phone no

# Gains and Losses From Section 1256 Contracts and Straddles

► Information about Form 6781 and its instructions is at [www.irs.gov/form6781](http://www.irs.gov/form6781).  
► Attach to your tax return

OMB No 1545-0644

**2012**

Attachment  
Sequence No **82**

Name(s) shown on tax return

UD W BINGHAM 2ND 07/05/35

Identifying number

13-6069740

Check all applicable boxes (see instructions)

☐ A

Mixed straddle election

☐ C

Mixed straddle account election

☐ B

Straddle-by-straddle identification election

☐ D

Net section 1256 contracts loss election

## Part I Section 1256 Contracts Marked to Market

(a) Identification of account	(b) (Loss)	(c) Gain
1 SEE STATEMENT 14		186.
2 Add the amounts on line 1 in columns (b) and (c)	2 ( )	186.
3 Net gain or (loss) Combine line 2, columns (b) and (c)	3	186.
4 Form 1099-B adjustments See instructions and attach statement	4	
5 Combine lines 3 and 4	5	186.
<b>Note:</b> If line 5 shows a net gain, skip line 6 and enter the gain on line 7 Partnerships and S corporations, see instructions		
6 If you have a net section 1256 contracts loss and checked box D above, enter the amount of loss to be carried back Enter the loss as a positive number	6	
7 Combine lines 5 and 6	7	186.
8 Short-term capital gain or (loss). Multiply line 7 by 40% ( 40). Enter here and include on the appropriate line of Schedule D (see instructions)	8	74.
9 Long-term capital gain or (loss). Multiply line 7 by 60% ( 60) Enter here and include on the appropriate line of Schedule D (see instructions)	9	112.

## Part II Gains and Losses From Straddles. Attach a separate statement listing each straddle and its components.

### Section A - Losses From Straddles

(a) Description of property	(b) Date entered into or acquired	(c) Date closed out or sold	(d) Gross sales price	(e) Cost or other basis plus expense of sale	(f) Loss If column (e) is more than (d), enter difference Otherwise, enter -0-	(g) Unrecognized gain on offsetting positions	(h) Recognized loss. If column (f) is more than (g), enter difference Otherwise, enter -0-
10							
11a Enter the short-term portion of losses from line 10, column (h), here and include on the appropriate line of Schedule D (see instructions)							11a ( )
b Enter the long-term portion of losses from line 10, column (h), here and include on the appropriate line of Schedule D (see instructions)							11b ( )

### Section B - Gains From Straddles

(a) Description of property	(b) Date entered into or acquired	(c) Date closed out or sold	(d) Gross sales price	(e) Cost or other basis plus expense of sale	(f) Gain. If column (d) is more than (e), enter difference Otherwise, enter -0-
12					
13a Enter the short-term portion of gains from line 12, column (f), here and include on the appropriate line of Schedule D (see instructions)					13a
b Enter the long-term portion of gains from line 12, column (f), here and include on the appropriate line of Schedule D (see instructions)					13b

## Part III Unrecognized Gains From Positions Held on Last Day of Tax Year. Memo Entry Only (see instructions)

(a) Description of property	(b) Date acquired	(c) Fair market value on last business day of tax year	(d) Cost or other basis as adjusted	(e) Unrecognized gain. If column (c) is more than (d), enter difference Otherwise, enter -0-
14				

For Paperwork Reduction Act Notice, see instructions.

Form **6781** (2012)

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	22,238.	22,238.
AT&T INC BD	60,462.	60,462.
ALLIANZ SE SPONSORED ADR REPSTG 1/10 SH	3,206.	3,206.
AMERICA MOVIL S A DE C V SPONSORED ADR R	606.	606.
AMERICAN ELECTRIC POWER CO	17,813.	17,813.
AMERICAN EXPRESS CR CORP SR UNSECD MTN	49.	49.
ARTIO GLOBAL HIGH INCOME FUND CL I	31,846.	31,212.
ASAHI KASEI CORP UNSPON ADR	1,446.	1,446.
BASF SE SPONSORED ADR	1,758.	1,758.
BHP BILLITON FIN USA LTD CO GTD SR NT AU	13,826.	13,826.
BP AMOCO P L C SPONSORED ADR	1,685.	1,685.
BNP PARIBAS SPONSORED ADR REPSTG 1/4 SH	1,657.	1,657.
BP CAP MKTS PLC CO GTD UNITED KINGDOM	10,976.	10,976.
BANCO BILBAO VIZCAYA ARGENTARIA S A SPON	943.	943.
BANCO DO BRASIL S A SPONSORED ADR	1,899.	1,899.
BANK NEW YORK INC MEDIUM TERM SR NT	21,500.	21,500.
BARCLAYS PLC ADR	164.	164.
BARRICK GOLD CORPORATION	389.	389.
BAYER A G SPONSORED ADR	1,564.	1,564.
BEAR STEARNS COS INC NT	17,225.	17,225.
BHP BILLITON LIMITED ADR	1,935.	1,935.
CNOOC LTD SPONSORED ADR	246.	246.
CSX CORP SR UNSECD NT CALL 7/30/20 @100	2,816.	2,816.
CAPITAL ONE FINL CORP SR NT	944.	944.
CHEVRONTXACO CORP COM	14,970.	14,970.
CHUBB CORPORATION	17,909.	17,909.
CMG ULTRA SHORT TERM BOND FUND	7,846.	7,846.
COLUMBIA SHORT TERM BOND FUND CLASS Z SH	16,173.	16,173.
COLUMBIA BOND FUND CLASS Z SHARES	6,411.	6,411.
COMCAST CORP NEW CL A COM	14,214.	14,214.
CONAGRA FOODS INC NT	7,115.	7,115.
CREDIT SUISSE GROUP SPONSORED ADR	2,005.	2,005.



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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DAIMLER AG SPONSORED ADR COM	3,087.	3,087.
DEUTSCHE LUFTHANSA A G SPONSORED ADR	1,056.	1,056.
DOW CHEM CO SR UNSECD NT	5,212.	5,212.
DU PONT E I DE NEMOURS & CO SR NT	23,750.	23,750.
EXXON MOBIL CORPORATION	24,100.	24,100.
FEDERAL HOME LN MTG CORP POOL #G05937	20,719.	20,719.
FEDERAL HOME LN MTG CORP POOL #A87715	19,279.	19,279.
FEDERAL HOME LN MTG CORP POOL #Q02448	16,139.	16,139.
FEDERAL NATL MTG ASSN POOL #AJ5701	12,322.	12,322.
FEDERAL NATL MTG ASSN POOL #890381	13,159.	13,159.
FEDERAL NATL MTG ASSN POOL #AD1656	9,188.	9,188.
FEDERAL NATL MTG ASSN POOL #AD8562	10,200.	10,200.
FEDERAL NATL MTG ASSN POOL #AE0828	23,838.	23,838.
FEDERAL NATL MTG ASSN POOL #AE1527	16,900.	16,900.
FIDELITY ADVISOR FLOATING RATE HIGH INCO	24,324.	24,324.
FIDELITY INSTITUTIONAL MONEY MARKET #59	3,930.	3,930.
FRANKLIN FTLG RATE DAILY ACCESS FUND CL	30,328.	30,328.
FREEPORT-MCMORAN COPPER & GOLD INC COM	7,739.	7,739.
FUJITSU LIMITED - UNSPON ADR	1,538.	1,538.
GDF SUEZ SPONSORED ADR	4,277.	4,277.
GENERAL ELEC CO	13,692.	13,692.
GENERAL ELEC CAP CORP SR UNSECD MTN CALL	25,000.	25,000.
GLAXO PLC	1,572.	1,572.
HSBC HLDGS PLC SPON ADR NEW	2,488.	2,488.
HANNOVER RUECKVERSICHERUNG SE SPONSORED	2,969.	2,969.
HEINZ H J CO	19,777.	19,777.
HEWLETT PACKARD CO SR UNSECD GLOBAL NT	56,375.	56,375.
IMPERIAL TOBACCO GROUP ADR UNITED KINGDO	1,818.	1,818.
INTERNATIONAL BUSINESS MACHS	13,035.	13,035.
ISHARES INC MSCI SINGAPORE INDEX FUND	21,795.	21,795.
ISHARES S&P LATIN AMER 40 INDEX FUND	12,583.	12,583.
ISHARES TR RUSSELL 2000 INDEX FUND	14,506.	14,506.
ISHARES S&P GLOBAL INFRASTRUC- TURE INDE	20,484.	20,484.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
J P MORGAN CHASE & CO COM	9,079.	9,079.
JOHNSON & JOHNSON	27,290.	27,290.
KOMATSU LTD SPON ADR NEW	1,286.	1,286.
KONINKLIJKE Ahold NV SPONSORED ADR 2007	2,033.	2,033.
KONICA MINOLTA HLDGS INC ADR	576.	576.
KURARAY CO LTD UNSPONSORED ADR	1,318.	1,318.
LAZARD FUNDS INC EMERGING MKTS PORTFOLIO	20,170.	20,170.
MCGRAW HILL COS INC COM	36,133.	36,133.
METLIFE INC SR UNSECD NT	4,948.	4,948.
MICROSOFT CORPORATION	16,384.	16,384.
MITSUBISHI CORP SPONSORED ADR	1,799.	1,799.
MITSUBISHI UFJ FINANCIAL GROUP INC ADR	348.	348.
MTN GROUP LTD SPONSORED ADR	2,153.	2,153.
NATIONAL AUSTRALIA BK LTD SPONSORED ADR	3,690.	3,690.
NBCUNIVERSAL MEDIA LLC SR UNSECD NT	2,135.	2,135.
NEXEN INC	480.	480.
NEXTERA ENERGY INC COM	17,052.	17,052.
NISSAN MOTOR CO LTD ADR	740.	740.
NEW ZEALAND GOVT EX-DIV BD SER 415 ISIN	4,949.	4,949.
NOVARTIS AG ADR	1,509.	1,509.
OCCIDENTAL PETROLEUM CORPORATION	22,755.	22,755.
PIMCO HIGH YIELD FUND	26,086.	26,086.
POSCO ADR	174.	174.
PDG RLTY S A EMPREENDIMENTOS E PARTICIPA	539.	539.
PEPSICO INCORPORATED	12,472.	12,472.
PEPSICO INC SR UNSECD NT	40,443.	40,443.
PERMANENT PORTFOLIO	3,159.	3,159.
PETROBAS INTL FIN CO SR UNSECD GTD GLOBA	2,044.	2,044.
PETROLEO BRASILEIRO SA PETROBRAS ADR	946.	946.
PHILIP MORRIS INTL INC COM	26,844.	26,844.
PIMCO FOREIGN BOND FUND UNHEDGED INSTL C	3,429.	3,429.
PIMCO COMMODITY REALRETURN STRATEGY FUND	25,138.	25,138.
PIMCO GLOBAL MULTI-ASSET FUND INSTL CL	12,655.	12,655.
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## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
PRAXAIR INCORPORATED	9,031.	9,031.
PRINCIPAL PFD SECS FUND INSTL CL	86,544.	86,544.
PROCTER & GAMBLE CO SR NT	15,750.	15,750.
PRUDENTIAL FINL INC MTN SER B	5,497.	5,497.
PRUDENTIAL PLC SPON ADR (UK)	2,286.	2,286.
REED ELSEVIER NV SPONSORED ADR NEW	1,932.	1,932.
REXAM PLC NEW SPONSORED ADR	2,019.	2,019.
RIO TINTO PLC SPONSORED ADR	1,617.	1,617.
ROCHE HLDG LTD SPONSORED ADR	2,109.	2,109.
ROLLS-ROYCE PLC SPONSORED ADR	1,455.	1,455.
ROYAL DUTCH SHELL PLC	3,150.	3,150.
ROYAL PTT NEDERLAND SPONSORED ADR	739.	739.
SIEMENS A G SPONSORED ADR	930.	930.
SIMON PPTY GROUP L P SR UNSEC NT CALL 1	5,522.	5,522.
SINGAPORE TELECOMMUNICATIONS ADR	2,493.	2,493.
SMITH & NEPHEW PLC SPDN ADR NEW	831.	831.
STATOIL ASA SPONSORED ADR	2,037.	2,037.
SUMITOMO MITSUI TR HLDGS INC ADR	1,449.	1,449.
SVENSKA CELLULOSA AKTIEBOLAGET SCA SPONS	1,916.	1,916.
TARGET CORP NT	29,375.	29,375.
TARGET CORP SR UNSEC NT	26,875.	26,875.
TELENOR ASA ADR	2,374.	2,374.
TEMPLETON GLOBAL BD FUND ADVISOR CL	6,887.	6,887.
TEVA PHARMACEUTICAL INDS LTD ADR	1,534.	1,534.
TEXAS INSTRS INC	9,666.	9,666.
THOMPSON PLUMB BOND FUND	6,928.	6,928.
U S BANCORP SR MTN	14,525.	14,525.
UNITED TECHNOLOGIES CORP	8,973.	8,973.
UNITED TECHNOLOGIES CORP NT	26,875.	26,875.
VERIZON COMMUNICATIONS	23,868.	23,868.
VOLKSWAGEN AG SPONSORED ADR	1,359.	1,359.
WAL-MART STORES INCORPORATED	7,722.	7,722.
WELLS FARGO & CO NEW SR NT	21,875.	21,875.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
WESTPAC BKG CORP NT AUSTRALIA	569.	569.
WISDOMTREE EMERGING MKTS SMALLCAP DIV FU	16,898.	16,898.
XSTRATA PLC ADR	1,227.	1,227.
ZURICH FINL SVCS SPONSORED ADR	4,640.	4,640.
NORWEGIAN GOVT BD ISIN NO0010226962	611.	611.
SWEDISH GOVT SER 1049 BD ISIN SE00012501	3,310.	3,310.
BRAZIL FEDERATIVE REP GLOBAL BRL BD ISIN	4,912.	4,912.
MEXICAN BONOS DESARR BD SER M ISIN MXOMG	8,503.	8,503.
AUSTRALIAN GOVT EX DIV SR UNSECD BD ISIN	6,380.	6,380.
BRITISH COLUMBIA PROV OF SR UNSECD DEB I	1,193.	1,193.
CANADA GOVT BD ISIN CA135087ZL16	2,605.	2,605.
ACCENTURE PLC CL A COM	11,724.	11,724.
SEADRILL LTD COM	2,767.	2,767.
	-----	-----
TOTAL	1,513,253.	1,512,619.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
UST GLOBAL PRIVATE MARKETS FUND LLC - AC		42,796.
EXCELSIOR ABSOLUTE RETURN LIQUIDATING TR		-15,241.
	-----	-----
TOTALS	=====	=====
		27,555.
		=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE - BOA	3,578.			3,578.
TOTALS	3,578.	NONE	NONE	3,578.
	=====	=====	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT ADVISORY FEES	7,366.	7,366.
TOTALS	7,366.	7,366.
	=====	=====

FORM 990PF, PART I - TAXES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	11,297.	11,297.
EXCISE TAX - PRIOR YEAR	24,000.	
EXCISE TAX ESTIMATES	60,880.	
FOREIGN TAXES ON QUALIFIED FOR	7,298.	7,298.
FOREIGN TAXES ON NONQUALIFIED	1,051.	1,051.
	-----	-----
TOTALS	104,526.	19,646.
	=====	=====



UD W BINGHAM 2ND 07/05/35

13-6069740

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER INVESTMENT FEE	2,242.	2,242.
PARTNERSHIP EXPENSES		26,901.
TOTALS	----- 2,242. =====	----- 29,143. =====

UD W BINGHAM 2ND 07/05/35

13-6069740

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
PLEASE SEE ATTACHED	39,560,960.	47,981,103.
	-----	-----
TOTALS	39,560,960.	47,981,103.
	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES  
=====

DESCRIPTION -----	AMOUNT -----
TYE INCOME ADJUSTMENT	8,584.
TYE SALES ADJUSTMENT	11,341.
	-----
TOTAL	19,925.
	=====

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

DESCRIPTION -----	AMOUNT -----
1256 GAIN ADJUSTMENT TO BOOKVALUE	186.
ACCRUED INTEREST ADJUSTMENT	5,069.
ROUNDING	2.
	-----
TOTAL	5,257.
	=====

## FORM 6781, PART I -- SECTION 1256 CONTRACTS MARKED TO MARKET

DESCRIPTION	DATE ACQUIRED	DATE SOLD	GROSS		COST OR BASIS	LOSS	GAIN
			SALES PRICE				
EXCEL ABSOL LIQ 2 LLP	12/31/2011	12/31/2012	186.				186.
TOTAL GAINS AND LOSSES							186.

**UD W BINGHAM 2ND 07/05/35**  
**13-6069740**  
**Balance Sheet**  
**12/31/2012**



<b>Cusip</b>	<b>Asset</b>	<b>Units</b>	<b>Basis</b>	<b>Market Value</b>
	Cash/Cash Equivalent	2050367 670	2,050,367.67	2,050,367 67
00206R102	AT&T INC	12635 000	115,578.66	425,925 85
00206RAJ1	AT&T INC	750000 000	765,987.50	893,467 50
018805101	ALLIANZ SE	5292 000	84,244.66	73,119 56
02209SAK9	ALTRIA GROUP INC	200000 000	219,498.00	217,090 00
02364W105	AMERICA MOVIL S A B DE C V	1966 000	46,854.72	45,493 24
025537101	AMERICAN ELEC PWR INC	9475 000	293,136.50	404,393 00
0258M0DE6	AMERICAN EXPRESS CR CORP	200000 000	204,370.00	204,188 00
026874AX5	AMERICAN INTL GROUP INC	100000 000	110,249.00	110,337 00
04315J860	ARTIO GLOBAL HIGH INCOME FUND	42452 830	450,000 00	421,981 13
043400100	ASAHI KASEI CORP	4860 000	54,220 96	56,993.22
05382A104	AVIVA PLC	4418 000	48,332.92	54,827.38
055262505	BASF SE	670 000	33,091 00	62,848.68
055434203	BG GROUP PLC	1754 000	35,721.96	28,867.33
055451AG3	BHP BILLITON FIN USA LTD	500000.000	547,450.00	531,095.00
055622104	BP P L C	1614 000	63,341.88	67,206 96
05565A202	BNP PARIBAS	2164 000	86,387 34	60,747 81
05565QBL1	BP CAP MKTS PLC	500000 000	527,230.00	520,460 00
059578104	BANCO DO BRASIL S A	3248 000	44,353.66	40,609 74
06406HBL2	BANK NEW YORK INC	500000.000	504,075.00	525,485 00
064149C47	BANK N S HALIFAX	200000 000	206,936.00	206,696 00
06738E204	BARCLAYS PLC	2547 000	37,191.29	44,114 04
067901108	BARRICK GOLD CORP	518 000	19,416.30	18,135 18
072730302	BAYER A G	708.000	38,816 95	67,103.53
073902KF4	BEAR STEARNS COS INC	500000 000	557,095 00	554,095 00
088606108	BHP BILLITON LTD	840 000	42,933 88	65,872.80
126132109	CNOOC LTD	156 000	30,307 99	34,320.00
126408GT4	CSX CORP	200000 000	211,932 00	216,276 00
14040HAV7	CAPITAL ONE FINL CORP	200000 000	201,538 00	203,596 00
15639K300	CENTRICA PLC	2196 000	48,041.67	47,633 44
166764100	CHEVRON CORP	4265 000	315,354.10	461,217 10
171232101	CHUBB CORP	11055 000	232,602 73	832,662.60
172967EZ0	CITIGROUP INC	200000 000	215,158 00	214,568.00
20030N101	COMCAST CORP	23690 000	355,628 12	885,058 40

**UD W BINGHAM 2ND 07/05/35**  
**13-6069740**  
**Balance Sheet**  
**12/31/2012**



<b>Cusip</b>	<b>Asset</b>	<b>Units</b>	<b>Basis</b>	<b>Market Value</b>
205887BE1	CONAGRA FOODS INC	200000.000	219,674.00	212,794 00
225401108	CREDIT SUISSE GROUP	2983.000	81,399.28	73,262 48
25030W100	DESARROLLADORA HOMEX S A DE	1102.000	21,363 91	13,752.96
251561304	DEUTSCHE LUFTHANSA A G	2933.000	60,433 97	55,064.14
260543CA9	DOW CHEM CO	200000.000	226,720 00	220,646 00
263534BX6	DU PONT E I DE NEMOURS & CO	500000.000	477,750 00	544,115 00
3007229X5	EXCELSIOR MULTI-STRATEGY HEDGE	1652.665	2,604,857.44	2,521,808 13
30231G102	EXXON MOBIL CORP	11055.000	34,160.88	956,810 25
3128M74W3	FEDERAL HOME LN MTG CORP	485488.640	516,059.25	522,793 59
312934SC7	FEDERAL HOME LN MTG CORP	585651.791	624,268.22	628,457 08
3132GFWH6	FEDERAL HOME LN MTG CORP	418177.378	443,333 36	451,225.94
3138AXKP5	FEDERAL NATL MTG ASSN	368924.745	386,218 09	395,992.75
31410LFW7	FEDERAL NATL MTG ASSN	470959.580	483,395 86	502,513.87
31418NZW3	FEDERAL NATL MTG ASSN	494634 920	535,751 44	536,030 92
31418WQQ6	FEDERAL NATL MTG ASSN	298761.600	316,407 21	320,009 52
31419A4N4	FEDERAL NATL MTG ASSN	758071.120	785,906 54	808,861 89
31419BVV4	FEDERAL NATL MTG ASSN	578760.120	610,682.35	621,044 33
315807552	FIDELITY ADVISOR FLOATING RATE	66880.604	660,000.00	663,455 59
353612781	FRANKLIN FTLG RATE DAILY ACCESS	71609.450	660,000 00	653,794 28
369604103	GENERAL ELEC CO	20135 000	394,012 28	422,633.65
36962GH23	GENERAL ELEC CAP CORP	500000.000	499,375.00	500,015 00
38141EA33	GOLDMAN SACHS GROUP INC	200000.000	214,578 00	212,850 00
404280406	HSBC HLDGS PLC	1174 000	49,872 93	62,304 18
410693105	HANNOVER RUECKVERSICHERUNG	1346 000	28,221 44	52,313 64
423074103	HEINZ H J CO	7895 000	249,628.06	455,383 60
433578507	HITACHI LIMITED	873 000	51,107.95	50,887 17
453142101	IMPERIAL TOBACCO GROUP PLC	458 000	28,188 54	35,332.87
456837103	ING GROEP N V	5825 000	51,080.01	55,279 25
459200101	INTERNATIONAL BUSINESS MACHS	3950.000	471,126.29	756,622.50
464286673	ISHARES MSCI SINGAPORE INDEX	40000 000	413,200 00	547,600 00
464287390	ISHARES S&P LATIN AMER 40 INDEX	10000.000	395,600 00	438,400 00
464287655	ISHARES RUSSELL 2000 INDEX	8600.000	601,384.24	725,133 08
464288372	ISHARES S&P GLOBAL INFRASTRUC-	13000.000	385,320 00	464,230.00
46428Q109	ISHARES SILVER	11750.000	207,387.50	345,097.50

**UD W BINGHAM 2ND 07/05/35**  
**13-6069740**  
**Balance Sheet**  
**12/31/2012**



<b>Cusip</b>	<b>Asset</b>	<b>Units</b>	<b>Basis</b>	<b>Market Value</b>
46625H100	J P MORGAN CHASE & CO	7895 000	342,614 50	347,136 04
478160104	JOHNSON & JOHNSON	11371 000	18,146.23	797,107 10
487836BH0	KELLOGG CO	200000 000	203,334 00	203,248 00
500458401	KOMATSU LTD	2266 000	57,607 62	57,236 89
500467402	KONINKLIJKE AHOLD NV	3714 000	45,607.92	49,626 47
50127R103	KURARAY CO LTD	938 000	41,852.36	36,612 95
52106N889	LAZARD EMERGING MKTS EQUITY	47473 066	791,376 01	927,623 71
54338V101	LONZA GROUP AG	7010 000	35,712.88	37,804 93
580645109	MCGRAW HILL COS INC	10265 000	301,098 69	561,187 55
59156RAW8	METLIFE INC	500000.000	514,870 00	509,360 00
594918104	MICROSOFT CORP	19740.000	545,775 47	527,249 48
606769305	MITSUBISHI CORP	1192 000	45,606 76	45,410 43
606822104	MITSUBISHI UFJ FINL GROUP INC	9767 000	49,660 86	52,937 14
62474M108	MTN GROUP LTD	2130.000	34,933 91	44,587 29
632525408	NATIONAL AUSTRALIA BK LTD	975 000	11,964 03	25,306 13
63946BAA8	NBCUNIVERSAL MEDIA LLC	200000 000	204,360 00	203,660 00
65339F101	NEXTERA ENERGY INC	7105 000	327,343 95	491,594.95
654744408	NISSAN MOTORS	3064 000	61,962 05	57,477 58
6610726#0	NEW ZEALAND GOVT EX-DIV BD	223000 000	199,557 82	198,041 57
66987V109	NOVARTIS A G	577 000	21,987 40	36,524 10
674599105	OCCIDENTAL PETE CORP DEL	8685.000	144,914 40	665,357.85
693390841	PIMCO HIGH YIELD FD	42604 438	400,000 00	410,706.78
693483109	POSCO	619 000	51,280 65	50,850 85
713448108	PEPSICO INC	5925 000	86,137.06	405,447.75
713448BK3	PEPSICO INC	750000 000	770,587.50	778,440 00
714199106	PERMANENT PORTFOLIO	11699 638	550,000.00	569,070 39
71645WAV3	PETROBAS INTL FIN CO SR UNSECD	200000 000	205,426.00	205,218 00
71654V408	PETROLEO BRASILEIRO SA PETROBR	2050 000	72,249.72	39,913 50
718172109	PHILIP MORRIS INTL INC	8495.000	397,409.69	710,521 80
722005667	PIMCO COMMODITY REALRETURN	111595 729	1,000,000.00	740,995 64
72201P100	PIMCO GLOBAL MULTI-ASSET FUND	45948 204	550,000.00	526,566 42
729251108	PLUM CREEK TIMBER CO INC	28696.000	447,409 98	1,273,241.52
74005P104	PRAXAIR INC	4105.000	313,975.03	449,292.25
74253Q416	PRINCIPAL PFD SECS FUND	144504.834	1,359,100.00	1,514,410.66



**UD W BINGHAM 2ND 07/05/35**  
**13-6069740**  
**Balance Sheet**  
**12/31/2012**



<b>Cusip</b>	<b>Asset</b>	<b>Units</b>	<b>Basis</b>	<b>Market Value</b>
742718DQ9	PROCTER & GAMBLE CO	500000 000	500,810 00	534,280.00
74432QAE5	PRUDENTIAL FINL INC	200000 000	217,066 00	214,070.00
74435K204	PRUDENTIAL PLC	1871 000	40,335 01	53,417 05
758204200	REED ELSEVIER NV	1673 000	61,552 52	49,487 34
767204100	RIO TINTO PLC	932 000	46,251.96	54,139.88
771195104	ROCHE HLDG LTD	1091 000	37,042.07	54,827.11
780259107	ROYAL DUTCH SHELL PLC	885 000	45,426 73	62,737 65
78463V107	SPDR GOLD TR	393 000	43,863.51	63,674 02
80105N105	SANOFI	1252.000	45,945.52	59,319 76
826197501	SIEMENS A G	311 000	39,293.47	34,045 17
828807CH8	SIMON PPTY GROUP L P	500000.000	520,640.00	527,595 00
83175M205	SMITH & NEPHEW PLC	937.000	44,934.31	51,909 80
83364L109	SOCIETE GENERALE FRANCE	6735 000	49,766.59	50,330 66
85771P102	STATOIL ASA	2168.000	56,850 29	54,286 72
86562X106	SUMITOMO MITSUI TR HLDGS INC	11342 000	39,252 94	39,481.50
87612EAN6	TARGET CORP	500000.000	513,660.00	589,840.00
87612EAP1	TARGET CORP	500000.000	502,495 00	588,560.00
87927Y102	TELECOM ITALIA S P A	2352 000	22,098 21	21,285 60
881624209	TEVA PHARMACEUTICAL INDS LTD	1442.000	59,020 71	53,844 28
882508104	TEXAS INSTRS INC	13425.000	328,358 40	414,698 25
91159HGR5	U S BANCORP	500000.000	536,900 00	524,945 00
913017109	UNITED TECHNOLOGIES CORP	4420.000	259,210.02	362,484 20
913017BM0	UNITED TECHNOLOGIES CORP	500000 000	520,230.00	594,305 00
915436109	UPM KYMMENE CORP	3938.000	44,062.99	45,712 30
92343V104	VERIZON COMMUNICATIONS INC	11845 000	348,222.38	512,533.15
928662303	VOLKSWAGEN AG	1622.000	50,586 45	69,606.51
931142103	WAL-MART STORES INC	3950.000	197,868 00	269,508 50
949746NY3	WELLS FARGO & CO	500000 000	489,005.00	501,485 00
961214BK8	WESTPAC BKG CORP	300000 000	349,575 00	349,995.00
97717W281	WISDOMTREE EMERGING MKTS	10000 000	401,300 00	494,400.00
989825104	ZURICH INS GROUP LTD	2515 000	57,303 60	66,876 37
99Z196331	UST GLOBAL PRIVATE MARKETS	416 367	405,676.00	498,919 25
99Z353023	EXCELSIOR ABSOLUTE RETURN	17 658	68,291 34	65,466 39
B01C190#8	NORWEGIAN GOVT	994000 000	192,511.07	193,291 35

UD W BINGHAM 2ND 07/05/35  
13-6069740  
Balance Sheet  
12/31/2012



Cusip	Asset	Units	Basis	Market Value
B01XKH4#9	ONTARIO PROV CDA	186000.000	199,337.46	195,037.54
B0312G9#4	SWEDISH GOVT	1195000.000	195,398.93	201,002.82
B0LCVJ0#1	BRAZIL FEDERATIVE REP GLOBAL	293000.000	195,794.28	177,266.79
B45QPV6#4	MEXICAN BONOS DESARR	24300.000	197,123.09	192,659.14
B46ZSG8#1	AUSTRALIAN GOVT EX DIV	181000.000	198,460.49	200,620.85
B52K905#4	BRITISH COLUMBIA PROV OF	168000.000	196,967.58	193,899.37
B5ZZCV9#9	CANADA GOVT	196000.000	199,577.73	201,476.26
G1151C101	ACCENTURE PLC	7895.000	303,493.27	525,017.50
		Totals:	41,611,327.91	50,031,471.12

**FORM 990PF, Part XV, Ln. 3:**  
**Grants Paid attachment to return :**  
**UD W BINGHAM 2ND 7/5/35**

Posting Date	Amount	Distribution	Relationship to substantial contributor	Purpose	Foundation Status of Recipient
3/30/2012	14	UNIVERSITY OF PENNSYLVANIA	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/29/2012	-25000	TUFTS UNIVERSITY SCHOOL OF	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/29/2012	-250000	THE CONSERVATION FUND	N/A	UNRESTRICTED GENERAL SUPPORT	PC
7/27/2012	-250000	MAINE FARMLAND TRUST, INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
7/27/2012	-5000	SHELDONVILLE COMMUNITY CENTER,	N/A	UNRESTRICTED GENERAL SUPPORT	PC
8/22/2012	-200000	ISLAND INSTITUTE	N/A	UNRESTRICTED GENERAL SUPPORT	PC
8/22/2012	-75000	ISLAND INSTITUTE	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/20/2012	-250000	FORSYTH DENTAL INFIRMARY FOR	N/A	UNRESTRICTED GENERAL SUPPORT	PC
TOTAL		-1054986			

Form **8868**

(Rev. January 2013)

Department of the Treasury  
Internal Revenue Service**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No 1545-1709

▶ **File a separate application for each return.**

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

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

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

Enter filer's identifying number, see instructions

**Type or  
print**File by the  
due date for  
filing your  
return. See  
instructions

Name of exempt organization or other filer, see instructions

Employer identification number (EIN) or

UD W BINGHAM 2ND 07/05/35

13-6069740

Number, street, and room or suite no. If a P O box, see instructions

Social security number (SSN)

P O BOX 1802

City, town or post office, state, and ZIP code. For a foreign address, see instructions

PROVIDENCE, RI 02901-1802

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

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

- The books are in the care of ▶ BANK OF AMERICA

Telephone No ▶ (888) 866-3275

FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 13, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ▶ ☒ calendar year 2012 or
- ▶ ☐ tax year beginning \_\_\_\_\_, 20 \_\_\_\_\_, and ending \_\_\_\_\_, 20 \_\_\_\_\_.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a \$	29278
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b \$	60880
c <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	0

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2013)

JSA

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- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**.  
**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

<b>Type or print</b>  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions		Enter filer's identifying number, see instructions	
	UD W BINGHAM 2ND 07/05/35		Employer identification number (EIN) or	
	Number, street, and room or suite no. If a P O box, see instructions		13-6069740	
	P O BOX 1802		Social security number (SSN)	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions			
	PROVIDENCE, RI 02901-1802			

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

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

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

- The books are in the care of **BANK OF AMERICA**.  
Telephone No. **(888) 866-3275** FAX No.
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4** I request an additional 3-month extension of time until **11/15, 2013**.
- 5** For calendar year **2012**, or other tax year beginning , 20 , and ending , 20 .
- 6** If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period
- 7** State in detail why you need the extension **ADDITIONAL TIME REQUESTED TO FILE A COMPLETE AND ACCURATE RETURN**

<b>8a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>8a</b> \$	<b>29,278.</b>
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	<b>8b</b> \$	<b>60,880.</b>
<b>c Balance Due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>8c</b> \$	

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **Karen J. Hsin** Title  Date

Form **8868** (Rev. 1-2013)