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 THE LAWRENCE AND LILLIAN SOLOMON FOUNDATION, INC.	**A Employer identification number** 20-2631943
Number and street (or P O box number if mail is not delivered to street address) 10 LAUREL AVENUE Room/suite	**B** Telephone number 781-431-1440
City or town, state, and ZIP code WELLESLEY, MA 02481	**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)* ▶$ 12,005,750.

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received			N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	64,295.	64,295.		STATEMENT 1
	4	Dividends and interest from securities	239,890.	239,890.		STATEMENT 2
	5a	Gross rents	74,750.	74,750.		STATEMENT 3
	b	Net rental income or (loss) 37,511.				STATEMENT 4
	6a	Net gain or (loss) from sale of assets not on line 10	<614,258.>			
	b	Gross sales price for all assets on line 6a 3,310,351.				
	7	Capital gain net income (from Part IV, line 2)		0.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	<99,630.>	<99,630.>		STATEMENT 5
	12	**Total.** Add lines 1 through 11	<334,953.>	279,305.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	13,000.	0.		13,000.
	14	Other employee salaries and wages	195,302.	0.		195,302.
	15	Pension plans, employee benefits	102,163.	0.		102,163.
	16a	Legal fees STMT 6	378,969.	351,906.		25,000.
	b	Accounting fees STMT 7	45,173.	0.		45,173.
	c	Other professional fees				
	17	Interest	118.	118.		0.
	18	Taxes STMT 8	22,888.	9,139.		13,749.
	19	Depreciation and depletion	1,846.	0.		
	20	Occupancy	31,820.	0.		0.
	21	Travel, conferences, and meetings	6,506.	0.		6,506.
	22	Printing and publications				
	23	Other expenses STMT 9	208,052.	95,872.		73,425.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,005,837.	457,035.		474,318.
	25	Contributions, gifts, grants paid	373,613.			373,613.
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,379,450.	457,035.		847,931.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<1,714,403.>			
	b	**Net investment income** (if negative, enter -0-)		0.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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Form **990-PF** (2012)

08461106 806665 SOLOMONFOUND 2012.04020 THE LAWRENCE AND LILLIAN SO SOLOMOD1

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	818,015.	1,268,271.	1,268,271.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 10	5,054,881.	4,917,217.	7,258,226.
	c Investments - corporate bonds STMT 11	1,893,939.	0.	0.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans STMT 12	2,298,024.	2,163,873.	2,163,873.
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ 12,858.			
	Less accumulated depreciation STMT 13 ▶ 10,519.	4,185.	2,339.	2,339.
	15 Other assets (describe ▶ STATEMENT 14)	1,310,100.	1,313,041.	1,313,041.
	16 **Total assets** (to be completed by all filers)	11,379,144.	9,664,741.	12,005,750.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	11,379,144.	9,664,741.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	11,379,144.	9,664,741.	
	31 **Total liabilities and net assets/fund balances**	11,379,144.	9,664,741.	

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	11,379,144.
2	Enter amount from Part I, line 27a	2	<1,714,403.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	9,664,741.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,664,741.

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

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENTS			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	3,310,351.		3,924,609.	<614,258.>

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				<614,258.>

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 — <614,258.>

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 — 3 — N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	932,344.	13,824,596.	.067441
2010	1,311,888.	14,670,500.	.089424
2009	1,138,876.	13,930,746.	.081753
2008	1,153,396.	15,097,653.	.076396
2007	1,616,630.	23,317,746.	.069330

2	Total of line 1, column (d)	2	.384344
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	.076869
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	12,494,657.
5	Multiply line 4 by line 3	5	960,452.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7	Add lines 5 and 6	7	960,452.
8	Enter qualifying distributions from Part XII, line 4	8	847,931.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	0.
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	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	0.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 32,772.		
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	32,772.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	32,772.
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 32,772. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *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.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ DAVID SOLOMON Telephone no. ▶ 781-431-2577
Located at ▶ 10 LAUREL AVENUE, WELLESLEY, MA ZIP+4 ▶ 02481

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b	
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DAVID SOLOMON 10 LAUREL AVENUE WELLESLEY, MA 02481	DIRECTOR 20.00	13,000.	0.	55,770.
HERBERT NOLAN 10 LAUREL AVENUE WELLESLEY, MA 02481	ASST. DIRECTOR 30.00	148,610.	13,260.	33,133.
BETTY JANE KRINTZMAN 10 LAUREL AVENUE WELLESLEY, MA 02481	ASST. DIRECTOR 3.00	25,000.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
GREENBURG TRAURIG ONE INTERNATIONAL PLACE, BOSTON, MA 02110	LEGAL	351,906.
JON SHOCKET 21 EISENHOWER DR., SHARON, MA 02067	MANAGEMENT FEES	14,000.
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE. ALL OF THE FOUNDATION'S ACTIVITIES WERE INDIRECT (NOT DIRECT) CHARITABLE ACTIVITIES ACCORDING TO REGULATION SECTION 53.4942(B)-(1)(B)(1).	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
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	11,599,599.
b	Average of monthly cash balances		1b	1,085,332.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	12,684,931.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	12,684,931.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	190,274.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	12,494,657.
6	**Minimum investment return.** Enter 5% of line 5		6	624,733.

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	624,733.
2a	Tax on investment income for 2012 from Part VI, line 5	2a		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	624,733.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	624,733.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	624,733.

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	847,931.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	847,931.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	847,931.

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				624,733.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009 242,727.				
d From 2010 1,311,888.				
e From 2011 932,344.				
f **Total** of lines 3a through e	2,486,959.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 847,931.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions) **	847,931.			
d Applied to 2012 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	624,733.			624,733.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,710,157.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013** Subtract lines 7 and 8 from line 6a	2,710,157.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010 929,882.				
d Excess from 2011 932,344.				
e Excess from 2012 847,931.				

** SEE STATEMENT 15

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED LIST		SEE ATTACHED LIST	SEE ATTACHED LIST	373,613.
Total			▶ 3a	373,613.
b Approved for future payment				
THE BOSTON CONSERVATORY		PUBLIC	GENERAL FUND	150,000.
Total			▶ 3b	150,000.

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	64,295.	
4 Dividends and interest from securities			14	239,890.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					37,511.
6 Net rental income or (loss) from personal property					
7 Other investment income					<99,630.>
8 Gain or (loss) from sales of assets other than inventory					<614,258.>
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		304,185.	<676,377.>

13 Total Add line 12, columns (b), (d), and (e) 13 <372,192.>

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	N/A

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee | Date 11-07-13 | Title Director

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DEBAIROS & MATHIAS	DEBAIROS & MATHIA	11/06/13		P00520778

Firm's name ▶ DEBAIROS & MATHIAS | Firm's EIN ▶ 04-3581340

Firm's address ▶ TEN LAUREL AVENUE WELLESLEY, MA 02481 | Phone no. (781) 237-3077

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	6000 AMERICAN CAPITAL	P	01/12/12	12/05/12
b	1300 MARKET VECTORS	P	10/01/12	10/04/12
c	1000 EV ENERGY PARTNERS LP	P	01/13/12	11/14/12
d	2500 FERRELLGAS PARTNERS LP	P	02/08/12	03/14/12
e	2000 HATTERAS FINANCIAL CORP	P	08/18/11	01/12/12
f	6200 MFA FINANCIAL	P	06/02/11	01/12/12
g	2600 OXFORD RES PARTNERS	P	06/03/11	03/14/12
h	10000 APOLLO INVESTMENT CORP	P	02/17/10	03/23/12
i	1235 EV ENERGY PARTNERS LP	P	05/11/09	11/14/12
j	2050 ENERPLUS CORP	P	02/15/08	04/13/12
k	1450 GLADSTONE COMMERCIAL	P	06/10/11	10/05/12
l	2500 INERGY LP	P	03/22/07	02/08/12
m	1659 KINDERMORGAN MGMT	P	03/22/07	11/05/12
n	15000 MFA FINANCIAL	P	03/15/10	02/09/12
o	2000 NUSTAR ENERGY LP	P	06/29/09	03/22/12

	(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	194,191.		169,509.	24,682.
b	69,659.		70,180.	<521.>
c	58,044.		68,945.	<10,901.>
d	38,916.		41,356.	<2,440.>
e	53,970.		55,505.	<1,535.>
f	43,087.		50,353.	<7,266.>
g	20,233.		61,371.	<41,138.>
h	68,190.		113,839.	<45,649.>
i	73,269.		39,124.	34,145.
j	38,489.		71,497.	<33,008.>
k	27,033.		25,253.	1,780.
l	44,483.		78,303.	<33,820.>
m	123,760.		56,019.	67,741.
n	104,300.		106,659.	<2,359.>
o	119,898.		107,975.	11,923.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				24,682.
b				<521.>
c				<10,901.>
d				<2,440.>
e				<1,535.>
f				<7,266.>
g				<41,138.>
h				<45,649.>
i				34,145.
j				<33,008.>
k				1,780.
l				<33,820.>
m				67,741.
n				<2,359.>
o				11,923.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

223591
05-01-12

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	1000 NUSTAR GP HOLDINGS LLC	P	03/22/07	12/11/12
b	2100 ONEOK PARTNERS LP	P	04/22/10	11/05/12
c	3440 PENGROWTH ENERGY COR	P	02/16/07	11/05/12
d	2000 PENN WEST PETE	P	04/20/06	10/03/12
e	610 PLAINS ALL AMERICAN PPLN	P	06/29/09	10/01/12
f	1600 P & G	P	09/29/10	10/01/12
g	3000 SPDR BARCLAYS	P	06/29/09	01/12/12
h	5600 VANGUARD FTSE EMERGIN	P	08/10/09	02/02/12
i	1000 VANGUARD NATURAL RESERVE	P	11/19/09	03/22/12
j	3000 WASTE MANAGEMENT	P	09/29/10	01/12/12
k	7200 ANNALY CAPITAL MGMT	P	02/17/10	11/29/12
l	1000K EATON VANCE CDO	P	VARIOUS	06/28/12
m	1000K BRENTWOOD CDO	P	VARIOUS	06/28/12
n	CAPITAL GAIN FROM BASIS ADJUSTMENT PTP	P	VARIOUS	12/31/12
o	LT CAPITAL GAIN FROM K-1	P	VARIOUS	12/31/12

	(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	27,592.		27,960.	<368.>
b	120,599.		68,056.	52,543.
c	20,118.		44,159.	<24,041.>
d	26,858.		86,215.	<59,357.>
e	54,579.		25,804.	28,775.
f	111,255.		96,520.	14,735.
g	115,789.		104,848.	10,941.
h	245,266.		199,209.	46,057.
i	28,485.		23,332.	5,153.
j	101,329.		107,619.	<6,290.>
k	105,908.		125,574.	<19,666.>
l	650,000.		1,011,585.	<361,585.>
m	404,147.		882,355.	<478,208.>
n	206,440.			206,440.
o	14,464.			14,464.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				<368.>
b				52,543.
c				<24,041.>
d				<59,357.>
e				28,775.
f				14,735.
g				10,941.
h				46,057.
i				5,153.
j				<6,290.>
k				<19,666.>
l				<361,585.>
m				<478,208.>
n				206,440.
o				14,464.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

223591
05-01-12

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	ST CAPITAL LOSS FROM K-1S	P	VARIOUS	12/31/12
b	SECTION 1231 LOSS FROM K-1	P	VARIOUS	12/31/12
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			67.	<67.>
b			5,418.	<5,418.>
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				<67.>
b				<5,418.>
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	<614,258.>
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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

SOURCE	AMOUNT
BOND INTEREST MERRILL LYNCH	48,082.
FROM K-1S	9,633.
INTEREST INCOME LOAN	200.
MORTGAGE INTEREST	6,380.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	64,295.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB	230,488.	0.	230,488.
FROM K-1S	9,402.	0.	9,402.
TOTAL TO FM 990-PF, PART I, LN 4	239,890.	0.	239,890.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
VARIOUS PROPERTIES	1	74,750.
TOTAL TO FORM 990-PF, PART I, LINE 5A		74,750.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
MANAGEMENT FEE (ALLOCATED)		14,000.	
REAL ESTATE TAXES		4,335.	
REPAIRS		2,325.	
UTILITIES		12,220.	
INSURANCE		3,035.	
LANDSCAPING		400.	

CLEANING	200.	
ALARM	80.	
OTHER PROPERTY EXPENSES	644.	
- SUBTOTAL - 1		37,239.
TOTAL RENTAL EXPENSES		37,239.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B		37,511.

FORM 990-PF — OTHER INCOME — STATEMENT 5

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY INCOME K-1'S	<38,291.>	<38,291.>	
ROYALTIES FROM K-1'S	1,733.	1,733.	
OTHER DEDUCTIONS K-1'S	<63,072.>	<63,072.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<99,630.>	<99,630.>	

FORM 990-PF — LEGAL FEES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	378,969.	351,906.		25,000.
TO FM 990-PF, PG 1, LN 16A	378,969.	351,906.		25,000.

FORM 990-PF — ACCOUNTING FEES — STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL SERVICE	1,485.	0.		1,485.
ACCOUNTING	43,688.	0.		43,688.
TO FORM 990-PF, PG 1, LN 16B	45,173.	0.		45,173.

FORM 990-PF TAXES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	13,749.	0.		13,749.
FOREIGN TAXES	9,139.	9,139.		0.
TO FORM 990-PF, PG 1, LN 18	22,888.	9,139.		13,749.

FORM 990-PF OTHER EXPENSES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUTOMOBILE	95.	0.		0.
COMPUTER	7,327.	0.		0.
DUES AND SUBSCRIPTIONS	1,068.	1,068.		0.
GRANT RELATED EXPENSES	66,150.	0.		66,150.
INVESTMENT EXPENSES	53,838.	53,838.		0.
MEALS & ENTERTAINMENT	1,810.	0.		1,810.
BANK CHARGE	336.	0.		0.
POSTAGE	1,527.	0.		1,527.
STORAGE	1,868.	0.		0.
SUPPLIES	2,080.	0.		0.
TELEPHONE	3,938.	0.		3,938.
STATE FEES	500.	0.		0.
NONDEDUCTIBLE EXPENSES K-1S	727.	727.		0.
MISCELLANEOUS	306.	0.		0.
APPRAISAL FEE	3,000.	3,000.		0.
OFFICE EXPENSE	385.	0.		0.
WEBSITE	25,858.	0.		0.
MANAGEMENT FEE (RENTAL)	14,000.	14,000.		0.
REAL ESTATE TAXES	4,335.	4,335.		0.
REPAIRS	2,325.	2,325.		0.
UTILITIES	12,220.	12,220.		0.
INSURANCE	3,035.	3,035.		0.
LANDSCAPING	400.	400.		0.
CLEANING	200.	200.		0.
ALARM	80.	80.		0.
OTHER PROPERTY EXPENSES	644.	644.		0.
TO FORM 990-PF, PG 1, LN 23	208,052.	95,872.		73,425.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES-SCHWAB	4,917,217.	7,258,226.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,917,217.	7,258,226.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BRENTWOOD - BANK OF AMERICA	0.	0.
EATON VANCE-BANK OF AMERICA	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	0.	0.

FORM 990-PF	MORTGAGE LOANS	STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORTGAGE LOANS	2,163,873.	2,163,873.
TOTAL TO FORM 990-PF, PART II, LINE 12	2,163,873.	2,163,873.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 13

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE EQUIPMENT	4,819.	4,604.	215.
COMPUTER	1,069.	960.	109.
COMPUTER	2,344.	1,669.	675.
APPLE WEB STORE	881.	627.	254.
DELL	806.	574.	232.
ZEFF PHOTO SUPPLY-CAMARA	1,440.	1,025.	415.
ZEFF PHOTO SUPPLY-CAMARA	398.	283.	115.
BEST BUY - NETBOOK	227.	162.	65.
APPLE WEB STORE	874.	615.	259.
TOTAL TO FM 990-PF, PART II, LN 14	12,858.	10,519.	2,339.

FORM 990-PF	OTHER ASSETS		STATEMENT 14
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
EXCHANGE	1,464.	2,872.	2,872.
INVESTMENT REAL ESTATE	1,308,636.	1,310,169.	1,310,169.
TO FORM 990-PF, PART II, LINE 15	1,310,100.	1,313,041.	1,313,041.

FORM 990-PF ELECTION UNDER REGULATIONS SECTION 53.4942(A)-3(D)(2) TO TREAT EXCESS QUALIFYING DISTRIBUTIONS AS DISTRIBUTIONS OUT OF CORPUS STATEMENT 15

PURSUANT TO REG. 53.4942(A)-3(D), FOR 2012, THE FOUNDATION ELECTS TO TREAT $847,931 AS BEING DISTRIBUTED OUT OF CORPUS.

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Boston,

October 21, 2013

APPLICATION For
the lawful use of the herein-described building and other structure, application is hereby made for a permit to erect a private-public-business-garage to accommodate up to 184 vehicle parking garage. and also for a license to use the land on which such structure to be situated for the KEEPING-STORAGE- of: 3,680 gallons of gas in the tanks of 184 vehicles and (1) 575 gallons of diesel fuel for diesel fuel generators.

Location of land: 175 Causeway Street wd 3
Owner of land: Beverly- Boston Limited Partnership
Address: c/o Boston Development Group 93 Union Street, Newton, Ma 02459.
Dimensions of land: Ft. front see plan Ft. deep see plan Area sq. ft. see plan sf Number of buildings or structures on land, the use of which requires land to be licensed: one Manner of keeping. In the tanks of 184 vehicles. and 1- 575 gallons of diesel fuel in generator system.

Boston Development Group
93 Union Street
Newton, Ma 02459

City of Boston. In Public Safety Commission, November 20, 2013. In the foregoing petition, it is hereby ORDERED, that notice be given by the petitioner to all persons interested that this Committee will on Wednesday the 20 day of November at 10:00 a.m, consider the expediency of granting the prayer of said petition when any person objecting thereto may appear and be heard; said notice to be given by the publication of a copy of said petition and this order of notice thereon in the Boston Herald and by mailing by prepaid registered mail, not less than 7 days prior to such hearing, a copy to every owner of record of each parcel of land abutting on the parcel of land on which the building proposed to be erected for, or maintained as, a garage is to be or is situated. Hearing to be held at 1010 Massachusetts Ave., Boston, MA 02118.
Gary P. Moccia, Chairman,
Roderick J. Fraser Jr.,
Thomas Tinlin,
COMMITTEE ON LICENSES
A true copy.
Attest: Brigid Kenny, Secretary
COMMITTEE ON LICENSES

October 30, November 6 & 13

U-Haul Company of Boston Self- storage facility operator's sale for non-payment of storage charges pursuant of the power of sale contained in M.G.L., Chapter 105-A, Section 4, and for the satisfaction of the facility operators lien. The following property will be sold at public auction at 10:00 AM on November 20,2013, on the premises of Uhaul Moving and Storage of Hyde Park 150 Fairmount Ave Hyde Park,Massachusetts 02136. All household furniture, trucks, books, tools, clothes, appliances, antiques, bric-a-brac and miscellany held for accounts of; Eric Tapia Rm#10,Lakeema Rochelle Rm#103,Gregory Fredrick Rm#113,Gary Jones Rm#115,Yohanna Baez-Delara Rm#12,Rhonda Greene Rm#139,Nicole Vilcina Rm#140,Emanuel M Rivers Rm#143,Rose Dihigo Rm#249,Deborah Tynes Rm#252,Pierre Saintfort Rm#256,Glenys Guillen Rm#262,Tonya Byrd Rm#276,Jeanmarie Augustin Rm#A124,Ana Cruz Rm#A126,Nancy Reyes Rm#A127,Kristopher Mark Rm#A135,Fabienne Pierre-Mike Rm#A142,Patricia Johnson Rm#A143,Victor Pena Rm#A149,Deborah Ifill Rm#A151,Ronnie Etienne Rm#L2,Diane Walcott Rm#L5.

Sale per order of U-Haul Co. of Boston, Tel (617)623-5600. Terms: Cash. Units sold by entirely. Lic. # 350.

Nov 6, 13

LAWRENCE AND LILLIAN SOLOMON FUND, INC.
Notice is hereby given that the annual report, Form 990PF, at the above Foundation for the year 2012 is available for inspection at the principal office of the Foundation, 10 Laurel Avenue, Wellesley, MA 02481, (781) 431-1440, during business hours by any citizen who so requests within 180 days of the date of the publication of this notice Name of principal manager: David M. Solomon.

Nov 6

Notice
Auction Sale according to all laws of unredeemed average pledges of the Goldmine 234 Broadway Chelsea 9.30 am and the Liberty Sales 272-274 Broadway Chelsea 10 00am Monday, Nov. 25, 2013 Richard Veadar Auction MA lic #2057

County Registry of Deeds at Book 547
undersigned is the present holder by a
Registration Systems, Inc. to Washingto
and recorded with said registry on Janua
and by assignment from JP Morgan Chas
and other assets of Washington Mututal
Federal Deposit Insurance Corporation, a
to U.S. BANK, N.A. AS TRUSTEE FOR CSI
and recorded with said registry on Octob
for breach of the conditions of said mort
ing, the same will be sold at Public Au
2013, on the mortgaged premises locate
Street, West Roxbury (Boston), Suffolk C
premises described in said mortgage,

TO WIT:

The land, with the buildings and impro
Street in the part of Boston called West
as Lot 27 in Block 18 as shown on a pl
Registry of Deeds at the end of Book 22C
Northeasterly by Casper Street, 50.00 fe
on said plan, 100.00 feet; Southwesterl
feet; Northwesterly by Lot 28 as shown
5,000 square feet of land according to s
deed recorded with Suffolk County Regis
These premises will be sold and conveye
rights, rights of way, restrictions, easem
nature of liens, improvements, public a
tax titles, tax liens, water and sewer li
ments or liens or existing encumbrance
applicable, having priority over said m
such restrictions, easements, improvem
in the deed.

TERMS OF SALE:

A deposit of Ten Thousand ($10,000.0
will be required to be paid by the purcha
balance is to be paid by certified or ban
150 California Street, Newton, Massach
610389, Newton Highlands, Massachu
days from the date of sale. Deed will b
upon receipt in full of the purchase price
tained in said mortgage shall control in the

Other terms, if any, to be announced at t

U.S. Bank National Association, as Trus
Through Certificates, Series 2004-8 a/
CSFB 2004-8
Present holder of said mortgage

By its Attorneys,
HARMON LAW OFFICES, P.C.
150 California Street
Newton, MA 02458
(617) 558-0500
200908-0624 - PRP

The Lawrence and Lillian Solomon Foundation, Inc.		EIN 20-2631943		2012 Charitable Donations
Num	Date	Charitable Name	Amount	Address
3259	4/6/2012	Aid To Cancer Research	125	33 Wade St., Brighton, MA 02135
3265	4/11/2012	Amnesty International	10,000	5 Penn Plaza, New York, NY 10001
3209	2/28/2012	Boston Conservatory	500	PO Box 230193, Boston, MA 02123
3343	6/27/2012	Boston Conservatory	5,000	PO Box 230193, Boston, MA 02123
3375	7/26/2012	Boston Conservatory	75,000	PO Box 230193, Boston, MA 02123
3508	12/12/2012	Boston Conservatory	5,000	PO Box 230193, Boston, MA 02123
3189	2/7/2012	Boston Cyclist Union	1,000	PO Box 301394, Jamaica Plain, MA 02130
3263	4/6/2012	Boston Harbor Alliance	7,500	15 State St , Ste 1100, Boston, MA 02109
3264	4/6/2012	Boston Harbor Alliance	5,000	15 State St , Ste 1100, Boston, MA 02109
EFT	8/18/2012	Boston Harbor Island Alliance	1,000	15 State St , Ste 1100, Boston, MA 02109
3466	10/25/2012	Boston Harbor Island Alliance	10,000	15 State St , Ste 1100, Boston, MA 02109
3486	11/14/2012	Boston Harbor Island Alliance	1,000	15 State St , Ste 1100, Boston, MA 02109
3451	10/11/2012	Boston Landmarks Orchestra	5,000	168 Brattle Street, Cambridge, MA 02138
3192	2/7/2012	Boston Natural Areas Network, Inc	1,000	62 Summer St , Boston, MA 02110
3195	2/7/2012	Boston Preservation Alliance	1,000	45 School St , Boston, MA 02108
3300	5/4/2012	Charles River Boat Clean Up	10,000	26 Lakeview Rd , Framingham, MA 01701
3506	12/10/2012	Children's Hospital Boston	1,000	401 Park Drive, Suite 602, Boston, MA 02215
EFT	4/25/2012	City Parks Alliance	710	2121 Ward Court, NW 5th FL, Washington DC 20037
EFT	3/12/2012	Community Boating	100	21 David Mugar Way, Boston, MA 02114
3483	11/8/2012	Community Boating	2,500	21 David Mugar Way, Boston, MA 02114
3485	11/13/2012	Community Boating	600	21 David Mugar Way, Boston, MA 02114
3437	10/3/2012	Crohn's & Colitis Foundation Of America	10,000	280 Hillside Avenue, Newton, MA 02494
3258	4/4/2012	Emerald Necklace Conservancy	5,000	Two Brookline Place, Brookline, MA 02445
3308	5/17/2012	Emerald Necklace Conservancy	17,500	Two Brookline Place, Brookline, MA 02445
3190	2/7/2012	Franklin Park Coalition	1,000	PO Box 302333, Boston, MA 02130
3275	4/13/2012	Franklin Park Coalition	5,000	PO Box 302333, Boston, MA 02130
3151	1/13/2012	Friends Of The Esplanade Play Space, Inc.	15,000	200 Berkley St., Boston, MA 02116
3233	3/15/2012	Friends Of The Esplanade Play Space, Inc.	12,500	200 Berkley St , Boston, MA 02116
3181	1/24/2012	Friends Of The Public Garden	12,500	87 Mt Vernon Street, Boston, MA 02108
3301	5/4/2012	Friends Of The Public Garden	2,000	87 Mt Vernon Street, Boston, MA 02108
3432	9/26/2012	Friends Of The Public Garden	12,500	87 Mt Vernon Street, Boston, MA 02108
3293	5/2/2012	John Andrew Mazie Memorial Foundation	1,500	1502 Wisteria Way, Wayland, MA 01778
3193	2/7/2012	Livable Streets Alliance	2,000	70 Pacific Street, Cambridge, MA 02139+D55
3191	2/7/2012	MassBike	1,000	171 Milk St., Ste 33, Boston, MA 02109
3399	8/23/2012	Mazie Foundation For The Ride	5,000	1502 Wisteria Way, Wayland, MA 01778
3409	9/6/2012	Murder Victims Families For Human Rights	10,000	2161 Massachusetts Ave , Cambridge, MA 02140
3210	2/28/2012	New Repertory Theatre	125	200 Bexter Avenue, Watertown, MA 02472
3366	7/9/2012	New Repertory Theatre	25,000	200 Bexter Avenue, Watertown, MA 02472
3374	7/19/2012	Perkins School For The Blind	25,000	175 N Beacon St , Watertown, MA 02472
3414	9/12/2012	StandDown Texas Project	5,000	PO Box 13475, Austin, TX 78711
3386	8/3/2012	The Barry L. Price Rehabilitaion Center	10,000	One Washington St , Ste 400, Wellesley, MA 02481
3160	1/13/2012	The Esplande Association	12,500	376 Boylston St , Suite 503, Boston, MA 02116
3287	4/25/2012	The Esplande Association	12,500	376 Boylston St , Suite 503, Boston, MA 02116
3379	8/3/2012	The Esplande Association	828	376 Boylston St , Suite 503, Boston, MA 02116
3450	10/11/2012	The Esplande Association	10,000	376 Boylston St , Suite 503, Boston, MA 02116
3484	11/8/2012	The Esplande Association	7,000	376 Boylston St , Suite 503, Boston, MA 02116
3350	6/28/2012	The Fund For Parks & Recreation In Boston/ParkARTS	1,000	1010 Massachusetts Ave., 3rd fl, Boston, MA 02118
EFT	5/23/2012	The Mass 54	375	Mass Historical Society, 1154 Boylston St , Boston, MA 02215
EFT	8/18/2012	The Mass 54	250	Mass Historical Society, 1154 Boylston St , Boston, MA 02215
3333	6/25/2012	The Metropolitan Area Planning Counsel	3,500	60 Temple Place, Boston, MA 02111
3175	1/13/2012	VistaCare Hospice	1,000	2 Willow Street, Southborough, MA 01745
3194	2/7/2012	Walk Boston	2,000	Old City Hall, 45 School St, Boston, MA 02108
3295	5/2/2012	Wayland Community Fund	2,000	12 Claypit Hill Road, Wayland, MA 01745
		TOTAL CHARITABLE DONATIONS	373,613	

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

Application for Extension of Time To File an Exempt Organization Return

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

OMB No. 1545-1709

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

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

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

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

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

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

Type or print	Name of exempt organization or other filer, see instructions THE LAWRENCE AND LILLIAN SOLOMON FOUNDATION, INC.	Employer identification number (EIN) or 20-2631943
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 10 LAUREL AVENUE	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. WELLESLEY, MA 02481	

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

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

- The books are in the care of ▶ DAVID SOLOMON 10 LAUREL AVENUE - WELLESLEY, MA 02481
  Telephone No ▶ 781-431-2577 FAX No ▶ 781-239-2932
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2013, to file the exempt organization return for the organization named above The extension is for the organization's return for:
▶ [X] calendar year 2012 or
▶ [ ] tax year beginning ______________, and ending ______________.

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	$ 0.
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	$ 32,772.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 0.

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

- 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).

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: LAWRENCE AND LILLIAN SOLOMON FUND, INC.

Employer identification number (EIN) or: 20-2631943

Number, street, and room or suite no If a P.O. box, see instructions: 10 LAUREL AVENUE

City, town or post office, state, and ZIP code For a foreign address, see instr: WELLESLEY, MA 02481

U.S. Postal Service™ CERTIFIED MAIL™ RECEIPT

(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com®

OFFICIAL USE

Postage	$ 1.12
Certified Fee	3.10
Return Receipt Fee (Endorsement Required)	2.55
Restricted Delivery Fee (Endorsement Required)	
Total Postage & Fees	$6.77

Postmark Here AUG 15 2013

Sent To: DEPT OF THE TREASURY, IRS CENTER

Street, Apt No., or PO Box No: OGDEN, UT 84201-0045

City, State, ZIP+4

PS Form 3800, August 2006 See Reverse for Instructions

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

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month

- The books are in the care of ▶ DAVID SOLOMON 10 LAUREL AVENUE - WELLESLE

Telephone No ▶ 781-431-2577 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 NOVEMBER 15, 2013.

5 For calendar year 2012 , or other tax year beginning ______, and ending ______

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

CERTAIN ASSET BASIS INFORMATION HAS NOT BEEN DETERMINED. CERTAIN ASSETS ARE STILL BEING VALUED.

8a	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	8a	$ 0.
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.	8b	$ 32,772.
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	$ 0.

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 ▶ Title ▶ CPA Date ▶ 8/14/13

Copy for RG