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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation
HOCHE-SCOFIELD FOUNDATION-EQUITY

A Employer identification number
22-2519554

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
P O BOX 1802

B Telephone number (see instructions)
888- 866-3275

City or town, state, and ZIP code
PROVIDENCE, RI 02901-1802

C If exemption application is pending, check here . . . . . ▶ ☐

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)* ▶ $ 16,647,444.

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) (see instructions))*	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc , received (attach schedule)				
2 Check ▶ ☒ if the foundation is **not** required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	414,953.	414,728.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,623,341.			
b Gross sales price for all assets on line 6a 12,538,971.				
7 Capital gain net income (from Part IV, line 2)		1,623,341.		
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)	1,500.	1,552.		STMT 6
12 **Total** Add lines 1 through 11	2,039,794.	2,039,621.		
13 Compensation of officers, directors, trustees, etc	94,800.	56,880.		37,920.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 7	26,190.	2,744.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STMT 8	125.	521.		125.
24 **Total operating and administrative expenses** Add lines 13 through 23	121,115.	60,145.		38,045.
25 Contributions, gifts, grants paid	684,831.			684,831.
26 **Total expenses and disbursements** Add lines 24 and 25	805,946.	60,145.		722,876.
27 Subtract line 26 from line 12.				
a **Excess of revenue over expenses and disbursements**	1,233,848.			
b **Net investment income** (if negative, enter -0-)		1,979,476.		
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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	NONE		
	2 Savings and temporary cash investments	185,188.	394,102.	394,102.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶	NONE		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)	NONE		
	b Investments - corporate stock (attach schedule) STMT 9	14,135,198.	15,669,586.	16,253,342.
	c Investments - corporate bonds (attach schedule)	NONE		
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶ (attach schedule)	NONE		
	12 Investments - mortgage loans	NONE		
	13 Investments - other (attach schedule)	500,000.		
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶ (attach schedule)			
	15 Other assets (describe ▶)	NONE		
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	14,820,386.	16,063,688.	16,647,444.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27 Capital stock, trust principal, or current funds	14,820,386.	16,063,688.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	NONE		
	30 **Total net assets or fund balances** (see instructions)	14,820,386.	16,063,688.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	14,820,386.	16,063,688.	

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	14,820,386.
2	Enter amount from Part I, line 27a	2	1,233,848.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	12,518.
4	Add lines 1, 2, and 3	4	16,066,752.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11	5	3,064.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	16,063,688.

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	PUBLICLY TRADED SECURITIES			
b	OTHER GAINS AND LOSSES			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	12,547,811.		10,915,630.	1,632,181.
b	-8,840.			-8,840.
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(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				1,632,181.
b				-8,840.
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	1,623,341.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	728,107.	16,204,210.	0.044933
2010	1,062,590.	15,496,942.	0.068568
2009	736,949.	14,092,405.	0.052294
2008	1,029,527.	16,299,487.	0.063163
2007	897,982.	18,815,757.	0.047725

2	**Total** of line 1, column (d)	2	0.276683
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.055337
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	16,237,633.
5	Multiply line 4 by line 3	5	898,542.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	19,795.
7	Add lines 5 and 6	7	918,337.
8	Enter qualifying distributions from Part XII, line 4	8	722,876.

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	39,590.
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	39,590.
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	39,590.
6	*Credits/Payments*		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 18,066.		
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	18,066.
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	21,524.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ **Refunded** ▶	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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ _____ (2) On foundation managers ▶ $ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	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?	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)*

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 ▶ US TRUST FIDUCIARY TAX SERVICES Telephone no ▶ (888)866-3275 Located at ▶ PO BOX 1802, PROVIDENCE, RI ZIP+4 ▶ 02901-1802			
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?	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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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)	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.)*	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)? (see instructions)	☐ Yes	☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?			5b	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes	☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes	☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			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?			7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BANK OF AMERICA 915 MAIN STREET, HARTFORD, CT 06103	TRUSTEE 1	70,653		-0-
SUMNER TILTON 370 MAIN ST, WORCESTER, MA 01608-1723	CO-TRUSTEE 1	8,049.		
HENRY B DEWEY, ESQ 44 FRONT STREET ROOM 790, WORCESTER, MA	CO-TRUSTEE 1	8,049.		
WARNER S. FLETCHER 370 MAIN STREET, 12TH FLOOR, WORCESTER, MA 01608-1779	CO-TRUSTEE 1	8,049.		

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		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
1 NONE	
2	
3	
4	

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

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

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	16,160,371.
b	Average of monthly cash balances	1b	324,536.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	16,484,907.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	16,484,907.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	247,274.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	16,237,633.
6	**Minimum investment return.** Enter 5% of line 5	6	811,882.

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	811,882.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	39,590.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	39,590.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	772,292.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	772,292.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	772,292.

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	722,876.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	722,876.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	722,876.

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				772,292.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2012				
a From 2007 NONE				
b From 2008 131,684.				
c From 2009 46,797.				
d From 2010 298,311.				
e From 2011 NONE				
f **Total** of lines 3a through e	476,792.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 722,876.				
a Applied to 2011, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				722,876.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	49,416.			49,416.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	427,376.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	427,376.			
10 Analysis of line 9.				
a Excess from 2008 82,268.				
b Excess from 2009 46,797.				
c Excess from 2010 298,311.				
d Excess from 2011 NONE				
e Excess from 2012 NONE				

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a 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).)

N/A

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.

N/A

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

SEE STATEMENT 13

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines.

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 STATEMENT	NONE	SEE ATTACH	SEE ATTACHED	684,831.
Total ▶ **3a**				684,831.
b *Approved for future payment*				
Total ▶ **3b**				



Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	414,953.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,623,341.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b WELLS FARGO & CO N			1	1,500.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				2,039,794.	
13 **Total.** Add line 12, columns (b), (d), and (e)					13 2,039,794.

(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). (See instructions.)
	NOT APPLICABLE

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

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

Karen J Kisiel — Signature of officer or trustee

04/23/2013 — Date

SVP Tax — Title

BANK OF AMERICA, N.A.

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶ | Firm's EIN ▶

Firm's address ▶ | Phone no.

HOCHE-SCOFIELD FOUNDATION-EQUITY 22-2519554

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ASTON MONTAG & CALDWELL GROWTH FUND CL I	9,251.	9,251.
AT&T INC BD	2,750.	2,750.
AT&T INC SR UNSECD NT	690.	690.
ABBOTT LABORATORIES	334.	334.
AIR PRODUCTS AND CHEMICALS INC	566.	566.
ALLERGAN INCORPORATED	79.	79.
AMERICAN TOWER CORP COM	194.	194.
ANADARKO PETROLEUM CORP	108.	108.
APPLE INC COM	1,047.	1,047.
ARCELORMITTAL SA LUXEMBOURG SR UNSECD NT	3,874.	3,874.
ARTISAN INTERNATIONAL FUND	6,675.	6,675.
ARTISAN INTL VALUE FUND	6,093.	6,093.
ARTIO GLOBAL HIGH INCOME FUND CL I	9,221.	8,996.
AUTOMATIC DATA PROCESSING INC	400.	400.
BP CAPITAL MARKETS PLC CO GTD BD UNITED	1,938.	1,938.
BNP PARIBAS / BNP PARIBAS US CO GTD MTN	508.	508.
BANK ONE CORP SUB NT	1,313.	1,313.
BECTON DICKINSON & COMPANY	298.	298.
BLACKROCK INC CL A	377.	377.
BOFA CASH RESERVES CAPITAL CLASS	124.	124.
BRANDYWINE OPER PARTNERSHIP LP CO GTD NT	5,625.	5,625.
CIGNA CORPORATION	30.	30.
CAPITAL ONE FINL CORP SUB NT	4,613.	4,613.
CATERPILLAR INCORPORATED	305.	305.
CATERPILLAR FINL SVCS CORP MTN	12,546.	12,546.
CELANESE CORP DEL SER A COM	132.	132.
CHEVRON CORP SR NT	8,346.	8,346.
CHEVRONTEXACO CORP COM	405.	405.
CHUBB CORPORATION	410.	410.
CISCO SYSTEMS INCORPORATED	753.	753.
CISCO SYS INC SR UNSECD NT	3,713.	3,713.
CITIGROUP INC NEW COM	24.	24.

HOCHE-SCOFIELD FOUNDATION-EQUITY 22-2519554

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CITIGROUP INC 05/05/2004 5.125% 05/05/20	4,877.	4,877.
CITIGROUP INC GLOBAL SR NT	345.	345.
COACH INC COM	808.	808.
COCA COLA CO COM	802.	802.
COCA COLA ENTERPRISES INC SR UNSECD NT	938.	938.
COLUMBIA MULTI-ADVISOR INT'L EQUITY FUND	13,094.	13,094.
COLUMBIA MID CAP VALUE FUND CLASS Z SHAR	1,595.	1,595.
COLUMBIA DIVIDEND INCOME FUND CLASS Z SH	8,991.	8,991.
CONOCOPHILLIPS GTD NT	8,625.	8,625.
CORNING INC	243.	243.
COSTCO WHSL CORP NEW COM	526.	526.
CREDIT SUISSE FIRST BOSTON USA INC GLOBA	43.	43.
CULLEN FROST BANKERS INC COM	344.	344.
DEERE & COMPANY	343.	343.
DIAMOND OFFSHORE DRILLING INC COM	567.	567.
DIRECTV HLDGS LLC / DIRECTV FING INC CO	3,750.	3,750.
DISNEY WALT CO	747.	747.
DOMINION RES INC DEL NT	2,565.	2,565.
DOVER CORPORATION	572.	572.
EATON VANCE LARGE-CAP VALUE FUND CL I	22,497.	22,497.
EMERSON ELEC CO	394.	394.
ENERGY TRANSFER PARTNERS L P UNSECD SR N	1,751.	1,751.
EXELON CORP COM	617.	617.
EXXON MOBIL CORPORATION	747.	747.
FPL GROUP CAP INC CO GTD NT	9,000.	9,000.
FEDERAL HOME LN MTG CORP SER 4000 CL PD	299.	299.
FEDERAL HOME LN MTG CORP REFERENCE NT	13,784.	13,784.
FEDERAL NATL MTG ASSN POOL #AJ1954	1,509.	1,509.
FEDERAL NATL MTG ASSN POOL #AK7348	2,722.	2,722.
FEDERAL NATL MTG ASSN NT	472.	472.
GENERAL DYNAMICS CORP	423.	423.
GENERAL ELEC CAP CORP MTN	4,750.	4,750.
GOLDMAN SACHS GROUP INC	494.	494.

HOCHE-SCOFIELD FOUNDATION-EQUITY 22-2519554

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GOLDMAN SACHS GROUP INC SR NT	1,845.	1,845.
HARTFORD FINANCIAL SVCS GRP	290.	290.
HESS CORP COM	160.	160.
HEWLETT PACKARD CO SR NT	2,129.	2,129.
HOME DEPOT INC SR NT	2,625.	2,625.
HONEYWELL INTERNATIONAL INC	390.	390.
HUMANA INC	203.	203.
HUNT J B TRANSPORT SERVICES INC COM	238.	238.
INTERNATIONAL BUSINESS MACHS	1,095.	1,095.
INTUIT INC	300.	300.
ISHARES RUSSELL MIDCAP VALUE INDEX FUND	7,154.	7,154.
ISHARES RUSSELL 2000 GROWTH INDEX FUND	4,407.	4,407.
J P MORGAN CHASE & CO COM	1,185.	1,185.
JPMORGAN CHASE & CO SR UNSECD NT	2,375.	2,375.
JPMORGAN CHASE & CO NT	365.	365.
JOHNSON & JOHNSON	485.	485.
JOY GLOBAL INC 00	105.	105.
KELLOGG CO SR UNSECD NT	20.	20.
KEYCORP UNSECD MEDIUM TERM SR NT	3,825.	3,825.
KRAFT FOODS INC CL A COM	454.	454.
KRAFT FOODS INC SR UNSECD NT	3,094.	3,094.
LLOYDS TSB BK PLC BK GTD NT UNITED KINGD	3,841.	3,841.
MFS VALUE FUND CL I	7,560.	7,560.
MCDONALDS CORP	691.	691.
MCKESSON HBOC INC	400.	400.
MERCK & CO INC 03/01/1998 6.40% 03/01/20	4,800.	4,800.
MICROSOFT CORPORATION	1,330.	1,330.
NATIONAL OILWELL VARCO INC COM	156.	156.
NISSAN AUTO LEASE TR 2010-B ASSET BKD NT	817.	817.
NORDSTROM INCORPORATED	439.	439.
OCCIDENTAL PETROLEUM CORPORATION	1,726.	1,726.
OCEANEERING INTL INC COM	288.	288.
PIMCO HIGH YIELD FUND	29,384.	29,384.

HOCHE-SCOFIELD FOUNDATION-EQUITY 22-2519554

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PNC BK CORP	1,046.	1,046.
PNC FDG CORP SR NT	2,719.	2,719.
PARKER HANNIFIN CORPORATION	575.	575.
PEPSICO INCORPORATED	1,792.	1,792.
PHILIP MORRIS INTL INC COM	4,342.	4,342.
PIMCO COMMODITY REALRETURN STRATEGY FUND	14,323.	14,323.
PIMCO EMERGING MKT CURRENCY FUND INSTL	2,085.	2,085.
PRICE T ROWE GROUP INC COM	561.	561.
PROCTER & GAMBLE CO COM	459.	459.
PRUDENTIAL JENNISON MID-CAP GROWTH FUND	2,983.	2,983.
QUALCOMM INC	711.	711.
QUESTAR CORP	697.	697.
RIO TINTO PLC SPONSORED ADR	1,228.	1,228.
ROHM & HAAS CO SR UNSECD NT	4,500.	4,500.
ROWE T PRICE INTL FUNDS INC INTL BD FUND	3,575.	3,575.
ROYAL DUTCH SHELL PLC SPONSORED ADR CL A	1,792.	1,792.
SCHLUMBERGER LIMITED	483.	483.
SEMPRA ENERGY	1,290.	1,290.
SEMPRA ENERGY SR UNSECD NT	1,000.	1,000.
SMUCKER J M CO COM NEW	376.	376.
STANLEY BLACK & DECKER INC COM	444.	444.
TJX COMPANIES INCORPORATED NEW	892.	892.
TARGET CORP	328.	328.
TARGET CORP NT	8,813.	8,813.
TELEFONICA EMISIONES S A U CO GTD SR NT	2,138.	2,138.
TEXAS INSTRS INC	179.	179.
THERMO ELECTRON CORP	202.	202.
3M CO COM	369.	369.
TIME WARNER INC NEW CO GTD DEB	3,050.	3,050.
TIME WARNER CABLE INC CO GTD SR UNSEC NT	3,250.	3,250.
TRANSATLANTIC HLDGS INC SR NT	4,000.	4,000.
UNITED PARCEL SERVICE CL B	624.	624.
UNITED STATES TREAS BD DTD 08/15/11 3.75	13,296.	13,296.

HOCHE-SCOFIELD FOUNDATION-EQUITY 22-2519554

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
UNITED STATES TREAS NT DTD 01/18/11 1.00	871.	871.
UNITED STATES TREAS NT DTD 05/02/11 2.00	278.	278.
UNITED STATES TREAS NT DTD 08/15/11 2.12	4,167.	4,167.
UNITED STATES TREAS NT DTD 11/30/11 0.87	2,269.	2,269.
UNITED STATES TREAS NTS DTD 02/15/12 2.0	155.	155.
UNITED STATES TREAS NT DTD 05/15/12 1.75	2,158.	2,158.
UNITED STATES TREAS NT DTD 10/15/12 0.25	2.	2.
UNITED TECHNOLOGIES CORP	1,519.	1,519.
VANGUARD FTSE EMERGING MKTS ETF	23,794.	23,794.
VERIZON COMMUNICATIONS	1,550.	1,550.
VERIZON COMMUNICATIONS INC SR UNSECD NT	2,250.	2,250.
VICTORY SMALL CO OPPTY FUND CL I SHS	8,003.	8,003.
WAL-MART STORES INC SR NT	521.	521.
WELLS FARGO COMPANY	1,420.	1,420.
WELLS FARGO & CO NEW 10/16/2003 4.95% 10	1,893.	1,893.
WELLS FARGO & CO NEW UNSECD MEDIUM TERM	1,063.	1,063.
WHOLE FOODS MKT INC COM	224.	224.
BANK OF AMERICA MONEY MARKET SAVINGS ACC	249.	249.
ACCENTURE PLC CL A COM	1,101.	1,101.
TE CONNECTIVITY LTD COM	373.	373.
TYCO INTL LTD NEW F COM	819.	819.
TOTAL	414,953.	414,728.

HOCHE-SCOFIELD FOUNDATION-EQUITY 22-2519554

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
WELLS FARGO & CO NEW 10/16/2003 4.95% 10	1,500.	1,500.
POWERSHARES DB COMMODITY INDEX TRACKING		52.
TOTALS	1,500.	1,552.

HOCHE-SCOFIELD FOUNDATION-EQUITY 22-2519554

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	269.	269.
EXCISE TAX - PRIOR YEAR	7,426.	
EXCISE TAX ESTIMATES	16,020.	
FOREIGN TAXES ON QUALIFIED FOR	1,420.	1,420.
FOREIGN TAXES ON NONQUALIFIED	1,055.	1,055.
TOTALS	26,190.	2,744.

HOCHE-SCOFIELD FOUNDATION-EQUITY 22-2519554

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER CHARITABLE EXPENSES	125.		125.
PARTNERSHIP EXPENSES		521.	
TOTALS	125.	521.	125.

HOCHE-SCOFIELD FOUNDATION-EQUITY 22-2519554

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	
SEE ATTACHED STATEMENT	
TOTALS	

HOCHE-SCOFIELD FOUNDATION-EQUITY 22-2519554

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

DESCRIPTION	AMOUNT
SALES ADJUSTMENT	91.
ROUNDING	1.
REFUND OF FOREIGN TAX WITHHELD	372.
PARTNERSHIP TRANSACTION ADJUSTMENT	8,840.
ACCRUED INTEREST YEAR END ADJUSTMENT	3,214.
TOTAL	12,518.

STATEMENT 10

HOCHE-SCOFIELD FOUNDATION-EQUITY 22-2519554

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

DESCRIPTION	AMOUNT
INCOME ADJUSTMENT	2,732.
SALES GAIN/LOSS ADJUSTMENT	225.
ACCRUED INTEREST PAID CARRYOVER ADJUSTMENT	107.
TOTAL	3,064.

HÖCHE-SCOFIELD FOUNDATION-EQUITY 22-2519554

GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES	
PARTNERSHIPS, TRUSTS, S CORPORATIONS	-8,840.00
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)	-8,840.00

HOCHE-SCOFIELD FOUNDATION-EQUITY 22-2519554
FORM 990PF, PART XV - LINES 2a - 2d

RECIPIENT NAME:
AUDREY KLEIN-LEACH
FORM, INFORMATION AND MATERIALS:
APPLICATION AVAILABLE FROM THE FOUNDATION ALONG WITH REQUIRED INFO.
SUBMISSION DEADLINES:
FOUR TIMES A YEAR
RESTRICTIONS OR LIMITATIONS ON AWARDS:
TAX EXEMPT ORGANIZATIONS IN WORCESTER COUNTY

FEDERAL FOOTNOTES

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

HOCHE-SCOFIELD FOUNDATION-EQUITY
22-2519554
Balance Sheet
12/31/2012

Bank of America

Cusip	Asset	Units	Basis	Market Value
	Cash/Cash Equivalent	394102 040	394,102 04	394,102 04
00078H281	ASTON MONTAG & CALDWELL	26799 100	715,000 00	641,838 45
00206RAJ1	AT&T INC	50000 000	51,000 00	59,564 50
00206RBA9	AT&T INC	25000 000	29,077 75	30,003 00
00206RBC5	AT&T INC	15000 000	15,424 20	15,176 10
009158106	AIR PRODS & CHEMS INC	775 000	63,920 51	65,115 50
037833100	APPLE INC	145 000	45,764 64	77,165 07
04314H204	ARTISAN INTERNATIONAL FUND	24298 282	580,000 00	597,494 75
04314H881	ARTISAN INTL VALUE FUND	19781 719	580,000 00	600,968 62
053015103	AUTOMATIC DATA PROCESSING INC	1013 000	60,257 90	57,670 09
05565QBH0	BP CAPITAL MARKETS PLC	50000 000	52,307 00	53,267 50
06423AAS2	BANK ONE CORP	25000 000	26,547 00	25,085 00
071813109	BAXTER INTL INC	1004 000	59,388 10	66,926 64
075887109	BECTON DICKINSON & CO	603 000	46,590.80	47,148 57
09247X101	BLACKROCK INC	251 000	45,286 68	51,884 21
097100853	BOFA CASH RESERVES	77050 820	77,050 82	77,050 82
105340AK9	BRANDYWINE OPER PARTNERSHIP LP	75000 000	84,282 75	84,205 50
14040HAN5	CAPITAL ONE FINL CORP	75000 000	81,993 00	85,801 50
149123101	CATERPILLAR INC	587 000	51,959.36	52,600 19
166751AJ6	CHEVRON CORP	150000 000	156,402 00	178,945 50
171232101	CHUBB CORP	1000 000	75,185 00	75,320 00
17275RAE2	CISCO SYS INC	75000 000	77,770 50	88,786 50
172967CK5	CITIGROUP INC	63000 000	63,429 03	66,367 98
189754104	COACH INC	1082 000	64,415 57	60,061 82
191216100	COCA COLA CO	1572 000	60,262 62	56,985 00
19765N245	COLUMBIA DIVIDEND INCOME FUND	46793 194	715,000 00	690,199 61
19765Y688	COLUMBIA SELECT LARGE CAP	50980 084	511,330 24	706,583 96
20825CAR5	CONOCOPHILLIPS	150000 000	148,335 00	184,488 00
219350105	CORNING INC	2700 000	33,169 50	34,074 00
22541LAM5	CREDIT SUISSE FIRST BOSTON USA	50000 000	52,401 50	52,227 00
229899109	CULLEN / FROST BANKERS INC	717 000	41,368 46	38,911 59
244199105	DEERE & CO	745 000	57,450.68	64,382 90
25271C102	DIAMOND OFFSHORE DRILLING INC	648 000	43,594 20	44,038 08
25459HBA2	DIRECTV HLDGS LLC / DIRECTV FING	75000 000	79,209 00	84,133 50

HOCHE-SCOFIELD FOUNDATION-EQUITY
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Cusip	Asset	Units	Basis	Market Value
291011104	EMERSON ELEC CO	1210 000	60,482 21	64,081 60
29273RAR0	ENERGY TRANSFER PARTNERS L P	50000 000	51,748 50	61,217 00
3007229Y3	EXCELSIOR MULTI-STRATEGY HEDGE	565 044	507,226 85	520,895 42
30231G102	EXXON MOBIL CORP	1311 000	117,367 28	113,467 05
302570BD7	FPL GROUP CAP INC	150000 000	152,256 00	177,021 00
3137ALY78	FEDERAL HOME LN MTG CORP	65634 980	66,327 22	66,994 28
3137EACD9	FEDERAL HOME LN MTG CORP	410000 000	437,582 08	427,302 00
3138ATE48	FEDERAL NATL MTG ASSN	32294 150	33,934 09	34,663 57
3138ECEW9	FEDERAL NATL MTG ASSN	92333 750	95,652 00	98,721 40
31398AZV7	FEDERAL NATL MTG ASSN	25000 000	26,417 78	26,115 50
36962G6K5	GENERAL ELEC CAP CORP	15000 000	15,023 85	15,009 75
36962GK86	GENERAL ELEC CAP CORP	100000 000	100,808 00	106,759 00
38141GFM1	GOLDMAN SACHS GROUP INC	30000 000	32,706 90	35,243 10
428236BQ5	HEWLETT PACKARD CO	20000 000	20,022 40	19,826 20
437076AR3	HOME DEPOT INC	50000 000	55,224 50	52,313 00
438516106	HONEYWELL INTL INC	952 000	56,410 76	60,423 44
459200101	INTERNATIONAL BUSINESS MACHS	403 000	42,751 05	77,194 65
464287473	ISHARES RUSSELL MIDCAP VALUE	13110 000	654,979 87	658,646 40
464287648	ISHARES RUSSELL 2000 GROWTH	5235 000	510,693 01	498,947 85
46625HHB9	JPMORGAN CHASE & CO	50000 000	50,241 00	50,721 50
46625HHN3	JPMORGAN CHASE & CO	25000 000	26,585 50	26,340 25
46625HJE1	JPMORGAN CHASE & CO	50000 000	50,280 00	51,489 00
478160104	JOHNSON & JOHNSON	795 000	54,056 03	55,729 50
487836BD9	KELLOGG CO	5000 000	5,643 35	5,569 70
49326EED1	KEYCORP	75000 000	74,964 00	87,375 75
50075NBB9	KRAFT FOODS INC	75000 000	77,891 25	81,713 25
50076Q106	KRAFT FOODS GROUP INC	1036 000	46,395 60	47,106 92
552983694	MFS VALUE FUND	27510 581	715,000 00	700,419 39
55616XAF4	MACYS RETAIL HLDGS INC	25000 000	27,392 00	26,646 75
580135101	MCDONALDS CORP	898 000	81,070 80	79,212 58
582839106	MEAD JOHNSON NUTRITION CO	586 000	38,503 22	38,611 54
589331AD9	MERCK & CO INC DTD 3/1/98 6 40%	75000 000	74,914 50	103,824 00
609207105	MONDELEZ INTL INC	1564 000	41,475 69	39,808 80
641069406	NESTLE S A	1043.000	65,229 22	67,911.82

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Cusip	Asset	Units	Basis	Market Value
65475GAC7	NISSAN AUTO LEASE TR 2010-B	22488 880	22,547 74	22,504 62
66987V109	NOVARTIS A G	1123 000	67,209 75	71,085 90
674599105	OCCIDENTAL PETE CORP DEL	970 000	80,343 85	74,311 70
68389XAP0	ORACLE CORP	40000 000	40,501 60	40,360 40
693390841	PIMCO HIGH YIELD FD	51686 669	478,618 56	498,259 49
693476BH5	PNC FDG CORP	75000 000	77,966 25	79,395 75
713448108	PEPSICO INC	922 000	52,529 05	63,092 46
718172109	PHILIP MORRIS INTL INC	851 000	40,698 48	71,177 64
722005667	PIMCO COMMODITY REALRETURN	63585 910	480,146 24	422,210 44
73935S105	POWERSHARES DB COMMODITY	10545 000	299,993 73	292,940 10
742718109	PROCTER & GAMBLE CO	816 000	55,647 12	55,398 24
74441C808	PRUDENTIAL JENNISON MID-CAP	20480 948	690,000 00	663,992 33
747525103	QUALCOMM INC	985 000	59,148 76	60,931 71
771195104	ROCHE HLDG LTD	1127 000	55,295 96	56,636 26
775371AV9	ROHM & HAAS CO	75000 000	82,376 25	88,850 25
806857108	SCHLUMBERGER LTD	920 000	60,644 18	63,754 71
816851AQ2	SEMPRA ENERGY	50000 000	49,859 50	50,756 50
832696405	SMUCKER J M CO	723 000	62,838 11	62,351 52
872540109	TJX COS INC NEW	1453 000	30,102 31	61,679 85
87612E106	TARGET CORP	911 000	59,110 24	53,903 87
87612EAN6	TARGET CORP	150000 000	156,769 50	176,952.00
87938WAN3	TELEFONICA EMISIONES S A U	35000 000	34,687 45	36,417.50
88579Y101	3M CO	626 000	58,546 65	58,124 10
887317AH8	TIME WARNER INC	50000 000	51,961 50	60,536 00
88732JAW8	TIME WARNER CABLE INC	65000 000	67,592 85	75,682 10
88732JBD9	TIME WARNER CABLE INC	35000.000	35,407 75	34,133 75
893521AB0	TRANSATLANTIC HLDGS INC	50000 000	51,169 50	66,585 00
911312106	UNITED PARCEL SVC INC	719 000	51,771 60	53,011 87
912810QS0	UNITED STATES TREAS BD	350000 000	363,878 90	411,358 50
912810QX9	UNITED STATES TREAS BD	35000 000	33,064 06	33,797 05
912828PJ3	UNITED STATES TREAS NT	50000 000	51,541 02	51,469 00
912828RU6	UNITED STATES TREAS NT	260000 000	258,832 03	263,676 40
912828SV3	UNITED STATES TREAS NT	320000 000	323,158 60	322,774 40
912828TJ9	UNITED STATES TREAS NT	10000.000	9,978 52	9,934 40

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Cusip	Asset	Units	Basis	Market Value
912828TM2	UNITED STATES TREAS NT	50000 000	49,873 05	49,953 00
912828TV2	UNITED STATES TREAS NT	20000 000	20,298 43	20,165 60
922042858	VANGUARD MSCI EMERGING MKTS	23690 000	1,000,079 64	1,054,915 70
92343VAY0	VERIZON COMMUNICATIONS INC	75000 000	74,525 25	79,860 75
92646A815	VICTORY SMALL CO OPPTY FUND	14814 924	500,000 00	480,299.84
92826C839	VISA INC	316 000	47,242 51	47,899 28
949746101	WELLS FARGO & CO	2883 000	62,078 85	98,540 94
94974BET3	WELLS FARGO & CO	50000 000	53,312 50	52,719 00
962166104	WEYERHAEUSER CO	1558 000	39,298 37	43,343 56
G1151C101	ACCENTURE PLC	901 000	53,328 34	59,916 50
H84989104	TE CONNECTIVITY LTD	1775 000	63,181 13	65,888 00
		Totals	16,063,688 04	16,647,444 44

Posting Date	Amount	Distribution	Relationship to substantial contributor	Purpose	Foundation Status of Recipient
1/13/2012	-5958 45	WORCESTER POLYTECHNIC INSTITUTE	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
1/13/2012	-5958 45	MUSIC WORCESTER INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
1/13/2012	-5958 45	WORCESTER ART MUSEUM	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
1/13/2012	-5958 45	TRUSTEES OF CLARK UNIVERSITY	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
2/15/2012	-5958 45	WORCESTER POLYTECHNIC INSTITUTE	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
2/15/2012	-5958 45	MUSIC WORCESTER INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
2/15/2012	-5958 45	WORCESTER ART MUSEUM	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
2/15/2012	-5958 45	TRUSTEES OF CLARK UNIVERSITY	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
3/15/2012	-5958 45	MUSIC WORCESTER INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
3/15/2012	-5958 45	WORCESTER POLYTECHNIC INSTITUTE	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
3/15/2012	-5958 45	WORCESTER ART MUSEUM	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
3/15/2012	-5958 45	TRUSTEES OF CLARK UNIVERSITY	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
3/28/2012	-2000	BOYS AND GIRLS CLUB OF WEBSTER	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
3/28/2012	-6000	OAK HILL COMMUNITY DEVELOPMENT	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
3/28/2012	-5000	VNA CARE NETWORK, INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
3/28/2012	-1000	CENTER FOR WOMEN & ENTERPRISE	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
3/28/2012	-5000	CHILDREN'S FRIEND, INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
3/28/2012	-10000	COMMUNITY HEALTHLINK, INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
3/28/2012	-4000	FRIENDLY HOUSE, INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
3/28/2012	-12500	MASSACHUSETTS COLLEGE OF	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
3/28/2012	-8000	WORCESTER STATE FOUNDATION	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
3/28/2012	-8500	FAMILY HEALTH CENTER OF	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
3/28/2012	-5000	C H A N G E INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
3/28/2012	-10000	BECKER COLLEGE	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
3/28/2012	-5000	RACHEL'S TABLE	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
3/28/2012	-5000	UNITED WAY OF CENTRAL MASS	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
4/13/2012	-6100 79	WORCESTER POLYTECHNIC INSTITUTE	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
4/13/2012	-6100 79	MUSIC WORCESTER INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
4/13/2012	-6100 79	WORCESTER ART MUSEUM	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
4/13/2012	-6100 79	TRUSTEES OF CLARK UNIVERSITY	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
5/15/2012	-6100 79	WORCESTER POLYTECHNIC INSTITUTE	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
5/15/2012	-6100 79	MUSIC WORCESTER INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
5/15/2012	-6100 79	WORCESTER ART MUSEUM	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
5/15/2012	-6100 79	TRUSTEES OF CLARK UNIVERSITY	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
6/15/2012	-6100 79	WORCESTER POLYTECHNIC INSTITUTE	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
6/15/2012	-6100 79	MUSIC WORCESTER INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
6/15/2012	-6100 79	WORCESTER ART MUSEUM	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
6/15/2012	-6100 79	TRUSTEES OF CLARK UNIVERSITY	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
6/21/2012	-58504	CITY OF WORCESTER	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
6/25/2012	-5000	BOYS & GIRLS CLUB OF WORCESTER	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
6/25/2012	-3000	VSA ARTS OF MASSACHUSETTS	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
6/25/2012	-5000	WORCESTER EDUCATION COLLABORATIV	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
6/25/2012	-2000	WORCESTER INTERFAITH	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
6/25/2012	-5000	TENACITY	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
6/25/2012	-3000	BOY SCOUTS OF AMERICA, MOHEGAN	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
6/25/2012	-5000	DISMAS HOUSE OF MASSACHUSETTS	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
6/25/2012	-2000	EASTER SEALS OF MASSACHUSETTS	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
6/25/2012	-2000	STRAIGHT AHEAD MINISTRIES	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
6/25/2012	-7000	WORCESTER YOUTH CENTER (WYC)	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
6/25/2012	-10000	YOUTH OPPORTUNITIES UPHELD (YOU)	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY

6/25/2012	-5000	UNITED WAY OF CENTRAL MASS	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
6/25/2012	-10000	WORCESTER POLYTECHNIC INSTITUTE	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
7/13/2012	-6170 2	WORCESTER POLYTECHNIC INSTITUTE	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
7/13/2012	-6170 2	MUSIC WORCESTER INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
7/13/2012	-6170 2	WORCESTER ART MUSEUM	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
7/13/2012	-6170 2	TRUSTEES OF CLARK UNIVERSITY	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
8/15/2012	-6170 2	WORCESTER POLYTECHNIC INSTITUTE	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
8/15/2012	-6170 2	MUSIC WORCESTER INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
8/15/2012	-6170 2	WORCESTER ART MUSEUM	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
8/15/2012	-6170 2	TRUSTEES OF CLARK UNIVERSITY	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
9/14/2012	-6170 2	WORCESTER POLYTECHNIC INSTITUTE	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
9/14/2012	-6170 2	MUSIC WORCESTER INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
9/14/2012	-6170 2	WORCESTER ART MUSEUM	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
9/14/2012	-6170 2	TRUSTEES OF CLARK UNIVERSITY	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
9/26/2012	-5000	UNITED WAY OF CENTRAL MASS	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
9/26/2012	-5000	THE BOTTOM LINE	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
9/26/2012	-5000	LITERACY VOLUNTEERS OF GREATER	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
9/26/2012	-35000	WORCESTER COUNTY MECHANICS ASSOC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
9/26/2012	-25000	UNITED WAY OF CENTRAL MASS	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
10/15/2012	-6214 45	WORCESTER POLYTECHNIC INSTITUTE	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
10/15/2012	-6214 45	MUSIC WORCESTER INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
10/15/2012	-6214 45	WORCESTER ART MUSEUM	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
10/15/2012	-6214 45	TRUSTEES OF CLARK UNIVERSITY	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
11/15/2012	-6214 45	WORCESTER ART MUSEUM	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
11/15/2012	-6214 45	TRUSTEES OF CLARK UNIVERSITY	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
11/15/2012	-6214 45	WORCESTER POLYTECHNIC INSTITUTE	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
11/15/2012	-6214 45	MUSIC WORCESTER INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/14/2012	-6214 45	WORCESTER POLYTECHNIC INSTITUTE	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/14/2012	-6214 45	MUSIC WORCESTER INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/14/2012	-6214 45	WORCESTER ART MUSEUM	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/14/2012	-6214 45	TRUSTEES OF CLARK UNIVERSITY	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/27/2012	-5000	ATHOL AREA YMCA	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/27/2012	-5000	COMMUNITY HARVEST PROJECT, INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/27/2012	-5000	COMMUNITY LEGAL AID, INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/27/2012	-10000	GREATER WORCESTER LAND TRUST INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/27/2012	-5000	HABITAT FOR HUMANITY METROWEST/	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/27/2012	-4000	HOUSE OF PEACE & EDUCATION, INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/27/2012	-5000	LUTHERAN SOCIAL SERVICES OF NEW	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/27/2012	-7000	MAIN SOUTH COMMUNITY DEVELOPMENT	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/27/2012	-2500	MASSACHUSETTS AUDUBON SOCIETY -	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/27/2012	-5000	MSPCC - MASS SOCIETY FOR THE	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/27/2012	-5000	NEADS - NATIONAL EDUCATION FOR	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/27/2012	-15000	NATIVITY SCHOOL OF WORCESTER INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/27/2012	-2000	REGIONAL ENVIRONMENTAL COUNCIL,	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/27/2012	-10000	SEVEN HILLS FOUNDATION, INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/27/2012	-10000	SISTERS OF ST ANN - ANNA MARIA	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/27/2012	-7000	WORCESTER EAST SIDE COMMUNITY	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
12/27/2012	-4500	CENTER FOR NON-VIOLENT SOLUTIONS	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY
TOTAL	-684831				