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

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

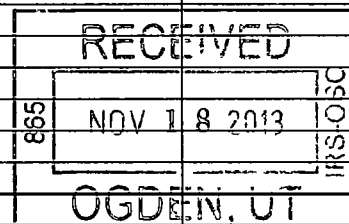
, 2012, and ending

, 20

Name of foundation WESTPORT FUND		A Employer identification number 44-6007971
Number and street (or P O box number if mail is not delivered to street address) 4225 LENORE LANE, NW		B Telephone number (see instructions) (202) 363-3463
City or town, state, and ZIP code WASHINGTON, DC 20008		C If exemption application is pending, check here ☐
G Check all that apply	☐ Initial return ☐ Final return ☒ Address 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) \$ 7,233,102.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____		

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	78.	78.		ATCH 1
4 Dividends and interest from securities	69,971.	69,971.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	425,552.			
b Gross sales price for all assets on line 6a	2,279,785.			
7 Capital gain net income (from Part IV, line 2)		425,552.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	495,601.	495,601.		
13 Compensation of officers, directors, trustees, etc.	2,500.	1,250.		1,250.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) ATCH 3	36,704.	14,682.		22,022.
c Other professional fees (attach schedule) *	6,075.	6,075.		
17 Interest				
18 Taxes (attach schedule) (see instructions) ATCH 5	3,652.	1,652.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	3,387.	1,693.		1,694.
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 6	338.	308.		30.
24 Total operating and administrative expenses. Add lines 13 through 23	52,656.	25,660.		24,996.
25 Contributions, gifts, grants paid	367,250.			367,250.
26 Total expenses and disbursements. Add lines 24 and 25	419,906.	25,660.	0	392,246.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	75,695.			
b Net investment income (if negative, enter -0-)		469,941.		
c Adjusted net income (if negative, enter -0-)				



Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	9,010.	38,140.	38,140.
	2 Savings and temporary cash investments	223,583.	1,086,213.	1,086,213.
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule) .			
	b Investments - corporate stock (attach schedule) ATCH 7	5,282,477.	4,466,412.	6,108,749.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	5,515,070.	5,590,765.	7,233,102.	
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)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds . .	5,515,070.	5,590,765.	
30 Total net assets or fund balances (see instructions)	5,515,070.	5,590,765.		
31 Total liabilities and net assets/fund balances (see instructions)	5,515,070.	5,590,765.		

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	5,515,070.
2 Enter amount from Part I, line 27a	2	75,695.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	5,590,765.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,590,765.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
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					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a					
b					
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	425,552.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	397,299.	7,758,832.	0.051206
2010	349,256.	6,952,670.	0.050233
2009	390,014.	6,022,476.	0.064760
2008	393,591.	8,103,765.	0.048569
2007	380,132.	8,384,324.	0.045338
2 Total of line 1, column (d)			2 0.260106
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 0.052021
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 7,288,868.
5 Multiply line 4 by line 3			5 379,174.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,699.
7 Add lines 5 and 6			7 383,873.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 392,246.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	4,699.
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	4,699.
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	4,699.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	11,035.	
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	11,035.	
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	6,336.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☒ 6,336. 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☒ \$ _____ (2) On foundation managers ☒ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ MD, MO, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		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 ▶ GAIL HARMON Telephone no ▶ 202-363-3463			
	Located at ▶ 4225 LENORE LANE, NW WASHINGTON, DC ZIP+4 ▶ 20008			
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	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?**5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 8		2,500.	0	0

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	N/A	
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 N/A 	
2 	
All other program-related investments See instructions	
3 NONE 	
Total. Add lines 1 through 3	

Form **990-PF** (2012)

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	6,994,788.
b	Average of monthly cash balances	1b	405,078.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	7,399,866.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	7,399,866.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	110,998.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,288,868.
6	Minimum investment return. Enter 5% of line 5	6	364,443.

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	364,443.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	4,699.
b	Income tax for 2012. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,699.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	359,744.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	359,744.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	359,744.

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	392,246.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	392,246.
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	4,699.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	387,547.

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				359,744.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 <u>10</u> , 20 <u>09</u> , 20 <u>08</u>				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009 10,299.				
d From 2010 1,866.				
e From 2011 23,639.				
f Total of lines 3a through e	35,804.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>392,246.</u>				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				359,744.
e Remaining amount distributed out of corpus	32,502.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	68,306.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
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)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	68,306.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009 10,299.				
c Excess from 2010 1,866.				
d Excess from 2011 23,639.				
e Excess from 2012 32,502.				

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

NOT APPLICABLE

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			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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))

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

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 <i>Paid during the year</i>				
ATCH 9				
Total			3a	367,250.
b <i>Approved for future payment</i>				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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			14	78.	
4 Dividends and interest from securities			14	69,971.	
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	425,552.	
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)				495,601.	
13 Total. Add line 12, columns (b), (d), and (e)				495,601.	

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

[illegible]

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					674.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					115,072.	
754,390.		FIDELITY NSTCG SEE ATTACHMENT 3 793,391.					2011-2012 -39,001.	2012
1,409,370.		FIDELITY NLTCG SEE ATTACHMENT 3 1,060,842.					2005-2011 348,528.	2012
279.		PERSHING: 5460 SPDR GOLD TR					10/31/2005 279.	12/11/2012
TOTAL GAIN (LOSS)							<u>425,552.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FIDELITY PERSHING	68. 10.	68. 10.
TOTAL	<u>78.</u>	<u>78.</u>

ATTACHMENT 2

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FIDELITY PERSHING	35,523. 34,448.	35,523. 34,448.
TOTAL	<u>69,971.</u>	<u>69,971.</u>

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING/TAX SERVICES: GILBERT & WOLFAND, PC	36,704.	14,682.		22,022.
TOTALS	<u>36,704.</u>	<u>14,682.</u>		<u>22,022.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT FEES	6,075.	6,075.
TOTALS	6,075.	6,075.

ATTACHMENT 5

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN INCOME TAXES	1,652.	1,652.
SECTION 4940 TAXES	2,000.	
TOTALS	<u>3,652.</u>	<u>1,652.</u>

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK CHARGES	338.	308.	30.
TOTALS	338.	308.	30.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
5460 SPDR GOLD TR	256,782.	884,631.
18894.441 HARDING LOEVNER EMRG	848,128.	915,814.
7250 BERKSHIRE HATHAWAY	568,757.	650,325.
19537.851 FIDELITY SELECT GOLD	409,549.	722,510.
26504.822 FIDELITY LOW PRICED	708,176.	1,046,940.
7329.833 FIDELITY SEL ENERGY GLOBAL X FUNDS	256,947.	372,429.
MSCI JAPAN INDEX FD		
19700 VANGUARD SPECIALIZED	1,086,458.	1,173,529.
3350 VANGUARD WORLDS FDS	331,615.	342,571.
TOTALS	<u>4,466,412.</u>	<u>6,108,749.</u>

WESTPORT FUND

44-6007971

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 8

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
GAIL MCGREEVY HARMON 4225 LENORE LANE, NW WASHINGTON, DC 20008	DIRECTOR/PRESIDENT	2,500.	0	0
JEAN MCGREEVY GREEN 4225 LENORE LANE, NW WASHINGTON, DC 20008	DIRECTOR	0	0	0
ANNIE JAMES MCGREEVY 4225 LENORE LANE, NW WASHINGTON, DC 20008	DIRECTOR	0	0	0
EVE H. BOULD 4225 LENORE LANE, NW WASHINGTON, DC 20008	DIRECTOR	0	0	0
COLIN MCNAY 4225 LENORE LANE, NW WASHINGTON, DC 20008	DIRECTOR	0	0	0
PAM MCGREEVY 4225 LENORE LANE, NW WASHINGTON, DC 20008	DIRECTOR/SECRETARY	0	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 8 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
STUART GREEN 4225 LENORE LANE, NW WASHINGTON, DC 20008		0	0	0
		2,500.	0	0
GRAND TOTALS				

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
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SEE ATTACHMENT 9

NONE
501 (C) (3)

367,250.

TOTAL CONTRIBUTIONS PAID

367,250.

WESTPORT FUND

2012 990 PF

Part XV Grants and Contributions Paid During the Year

EIN: 44-6007971

Name and Address	Status	Purpose	Paid Amount
Alexander Youth Network 6220 Thermal Road Charlotte, NC 28211	501(c)(3)	General Support	500.00
Total Alexander Youth Network			500.00
Alternatives For Battered Women PO Box 39601 Rochester NY 14604	501(c)(3)	General Support	500.00
Total Alternatives For Battered Women			500.00
Alzheimer's Association PO Box 96001 Washington DC 20090	501(c)(3)	General Support	1,000.00
Total Alzheimer's Association			1,000.00
American Autoimmune Related Diseases 22100 Gratiot Avenue East Detroit, MI 48021	501(c)(3)	General Support	500.00
Total American Autoimmune Related Diseases			500.00
American College of Surgeons Fdtn 633 N. Saint Clair Street Chicago, IL 60611-3211	501(c)(3)	General Support	500.00
Total American College of Surgeons Fdtn			500.00
American Red Cross PO Box 4002018 Des Moines, IA 50340-2018	501(c)(3)	General Support	500.00
Total American Red Cross			500.00
American Red Cross (NY) Greater Rochester Chapter 50 Prince Street Rochester NY 14607	501(c)(3)	General Support	500.00
Total American Red Cross (NY)			500.00
Appleton-Whittell Research Ranch HC 1 Box 44 Research Ranch Road Elgin, AZ 85611	501(c)(3)	General Support	500.00
Total Appleton-Whittell Research Ranch			500.00
Arbor Day Foundation 100 Arbor Avenue Nebraska City NE 68410	501(c)(3)	General Support	500.00
Total Arbor Day Foundation			500.00
Arizona Community Foundation 2201 E. Camelback Road Suite 405B Phoenix, AZ 85016	501(c)(3)	General Support	500.00
Total Arizona Community Foundation			500.00
Arizona Land & Water Trust 3127 N. Cherry Avenue Tucson AZ 85719	501(c)(3)	General Support	500.00
Total Arizona Land & Water Trust			500.00
Arizona Public Media PO Box 210067 Tucson, AZ 85721	501(c)(3)	General Support	2,000.00
Total Arizona Public Media			2,000.00

WESTPORT FUND
2012 990 PF

Part XV Grants and Contributions Paid During the Year

EIN: 44-6007971

Name and Address	Status	Purpose	Paid Amount
ASPCA 424 E. 92 Street New York NY 10128	501(c)(3)	General Support	2,000.00
Total ASPCA			2,000.00
Autism Speaks 1060 State Road, 2nd Floor Princeton, NJ 08540	501(c)(3)	General Support	250.00
Total Autism Speaks			250.00
Boys and Girls Club of Rochester, Inc. 500 Genesee Street Rochester, NY 14611	501(c)(3)	General Support	250.00
Total Boys and Girls Club of Rochester, Inc.			250.00
Brain & Behavioral Research Foundation 60 Cutter Mill Road, Suite 404 Great Neck, NY 11021	501(c)(3)	General Support	3,000.00
Total Brain & Behavioral Research Foundation			3,000.00
Bravo! Vail Valley Music Festival 2271 North Frontage Rd West Suite C Vail, CO 81657	501(c)(3)	General Support	500.00
Total Bravo! Vail Valley Music Festival			500.00
Breast Cancer Coalition of Rochester 840 University Avenue Rochester, NY 14607	501(c)(3)	General Support	500.00
Total Breast Cancer Coalition of Rochester			500.00
Brennan Center 161 Ave of the Americas NY, NY 10013	501(c)(3)	General Support	1,000.00
Total Brennan Center			1,000.00
Bright Beginnings, Inc. 128 M Street, NW Washington, DC 20001	501(c)(3)	General Support	1,000.00
Total Bright Beginnings, Inc.			1,000.00
Bright Future Foundation PO Box 2558 Avon CO 81620	501(c)(3)	General Support	500.00
Total Bright Future Foundation			500.00
BROC- Community Action 60 Center Street Rutland VT 05701	501(c)(3)	General Support	500.00
Total BROC- Community Action			500.00
Brookline Greenspace Alliance PO Box 470514 Brookline MA 02447	501(c)(3)	General Support	500.00
Total Brookline Greenspace Alliance			500.00
Brookline Music School 25 Kennard Road Brookline, MA 02445	501(c)(3)	General Support	2,000.00
Total Brookline Music School			2,000.00
Bryn Mawr College 101 N. Merion Avenue Bryn Mawr, PA 19010-2899	501(c)(3)	General Support	500.00

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Part XV Grants and Contributions Paid During the Year

EIN: 44-6007971

Name and Address	Status	Purpose	Paid Amount
Total Bryn Mawr College			500.00
Buzzards Bay Coalition	501(c)(3)	General Support	
114 Front Street New Bedford, MA 02740			500.00
			<u>3,500.00</u>
Total Buzzards Bay Coalition			4,000.00
Carter Center	501(c)(3)	General Support	
1 Copenhill 453 Freedom Parkway Atlanta, GA 30307			500.00
			<u>2,250.00</u>
Total Carter Center			2,750.00
Catamount Trail Association	501(c)(3)	General Support	
1 Mill Street Suite 350 Burlington, VT 05401			500.00
			<u>500.00</u>
Total Catamount Trail Association			500.00
Center for Biological Diversity	501(c)(3)	General Support	
PO Box 710 Tucson, AZ 85702-0710			1,000.00
			<u>500.00</u>
Total Center for Biological Diversity			1,500.00
Center for Reproductive Rights	501(c)(3)	General Support	
120 Wall Street 14th Floor New York NY 10005			1,000.00
			<u>1,000.00</u>
Total Center for Reproductive Rights			1,000.00
Center for Science in the Public Interest	501(c)(3)	General Support	
1220 L Street NW Suite 300 Washington DC 20005			500.00
			<u>500.00</u>
Total Center for Science in the Public Interest			500.00
Charlotte Country Day School	501(c)(3)	General Support	
1440 Carmel Road Charlotte, NC 28226-5096			500.00
			<u>500.00</u>
Total Charlotte Country Day School			500.00
Chesapeake Bay Foundation	501(c)(3)	General Support	
6 Herndon Avenue Annapolis, MD 21403			5,000.00
			<u>5,000.00</u>
Total Chesapeake Bay Foundation			5,000.00
Chesapeake Charter School Alliance	501(c)(3)	General Support	
20945 Great Mills Road Lexington Park, MD 20653			1,000.00
			<u>1,000.00</u>
Total Chesapeake Charter School Alliance			1,000.00
Chestnut Hill School	501(c)(3)	General Support	
428 Hammond Street Chestnut Hill, MA 02467			1,000.00
			<u>1,000.00</u>
Total Chestnut Hill School			1,000.00
Children's Hospital Trust	501(c)(3)	General Support	
401 Park Drive, Suite 602 Boston, MA 02215			1,000.00
			<u>1,000.00</u>
Total Children's Hospital Trust			1,000.00

WESTPORT FUND
2012 990 PF

Part XV Grants and Contributions Paid During the Year

EIN: 44-6007971

Name and Address	Status	Purpose	Paid Amount
Children's Literacy Foundation 1536 Loomis Hill Road Waterbury Center VT 05677	501(c)(3)	General Support	500.00
Total Children's Literacy Foundation			500.00
Christopher and Dana Reeve Foundation 636 Morris Turnpike Suite 3A Short Hills NJ 07078	501(c)(3)	General Support	250.00
Total Christopher and Dana Reeve Foundation			250.00
Cobblestones LLC 85 River Street Suite 7 Waltham MA 02453	501(c)(3)	General Support	1,000.00
Total Cobblestones LLC			1,000.00
Community Food Bank of So. AZ P.O. Box 26727 Tucson, AZ 85726	501(c)(3)	General Support	3,000.00
Total Community Food Bank of So. AZ			3,000.00
Community Foundation for the National Capital Region 1201 15th Street, NW # 420 Washington, DC 20005	501(c)(3)	General Support	7,750.00
Total Community Fndtn for the National Cap. Region			7,750.00
Community Homes of Patagonia PO Box 1063 Patagonia, AZ 85624	501(c)(3)	General Support	500.00
Total Community Homes of Patagonia			500.00
Cornell University 130 E Seneca St #400 Ithaca, NY 14850	501(c)(3)	General Support	1,000.00
Total Cornell University			1,000.00
Crisis Nursery of Greater Rochester 201 Genesee Park Blvd. Rochester NY 14619	501(c)(3)	General Support	500.00
Total Crisis Nursery of Greater Rochester			500.00
Cure Alzheimer's Fund 34 Washington Street Suite 200 Wellesley Hills MA 02481	501(c)(3)	General Support	1,000.00
Total Cure Alzheimer's Fund			1,000.00
Cyclic Vomiting Syndrome Association 10520 W. Bluemound Road Suite 106 Milwaukee, WI 53326	501(c)(3)	General Support	1,000.00
Total Cyclic Vomiting Syndrome Association			1,000.00
Dana-Farber Cancer Institute P.O. Box 849168 Boston, MA 02284-9168	501(c)(3)	General Support	500.00

WESTPORT FUND
2012 990 PF

Part XV Grants and Contributions Paid During the Year

EIN: 44-6007971

Name and Address	Status	Purpose	Paid Amount
Total Dana-Farber Cancer Institute			500.00
Dartmouth Alumni Fund	501(c)(3)	General Support	
6066 Development Office Hanover, NH 03755-3555			500.00
Total Dartmouth Alumni Fund			500.00
Dartmouth College	501(c)(3)	General Support	
6066 Development Office Hanover, NH 03755-3555			2,000.00
Total Dartmouth College			2,000.00
Davidson College	501(c)(3)	General Support	
Box 7170 Davidson NC 28035			2,000.00
Total Davidson College			2,000.00
Della Lamb Community Services	501(c)(3)	General Support	
500 Woodland Avenue Kansas City, MO 64106-9908			500.00
Total Della Lamb Community Services			500.00
Discovery Place, Inc.	501(c)(3)	General Support	
301 N. Tryon Street Charlotte, NC 28202			500.00
Total Discovery Place, Inc.			500.00
Divorce Recovery, Inc.	501(c)(3)	General Support	
1051 N. Columbus Blvd #103 Tucson, AZ 85711			1,000.00
Total Divorce Recovery, Inc.			1,000.00
Doctors Without Borders	501(c)(3)	General Support	
PO Box 5030 Hagerstown MD 21741-5030			3,000.00
			500.00
			500.00
Total Doctors Without Borders			4,000.00
Duke University	501(c)(3)	General Support	
Box 90581 Durham, NC 27708-0581			1,000.00
Total Duke University			1,000.00
E-Tech International	501(c)(3)	General Support	
231 Las Mananitas Santa Fe, NM 87501			1,000.00
Total E-Tech International			1,000.00
Eagle Valley Land Trust	501(c)(3)	General Support	
PO Box 3016 Edwards CO 81632			1,000.00
Total Eagle Valley Land Trust			1,000.00
Edwards Interfaith Chapel	501(c)(3)	General Support	
PO Box 1828 Edwards CO 81632			500.00
Total Edwards Interfaith Chapel			500.00

WESTPORT FUND
2012 990 PF

Part XV Grants and Contributions Paid During the Year

EIN: 44-6007971

Name and Address	Status	Purpose	Paid Amount
Epiphany School 154 Centre Street Dorchester, MA 02124	501(c)(3)	General Support	500.00
Total Epiphany School			500.00
Episcopal Church of the Transfiguration PO Box 1000 Vail, CO 81658	501(c)(3)	General Support	1,000.00
Total Episcopal Church of the Transfiguration			1,000.00
Episcopal Community Services 11 East 40th Street Kansas City MO 64111	501(c)(3)	General Support	3,000.00
Total Episcopal Community Services			3,000.00
Equality Now, Inc. PO Box 20646 Columbus Circle Station New York, NY 10023	501(c)(3)	General Support	500.00
			1,000.00
			1,000.00
Total Equality Now, Inc.			2,500.00
Feeding America P.O. Box 96749 Washington, DC 20090-6749	501(c)(3)	General Support	2,000.00
Total Feeding America			2,000.00
FINCA International Inc. PO Box 98048 Washington, DC 20090	501(c)(3)	General Support	1,000.00
Total FINCA International Inc.			1,000.00
Flood Brook Student Activities Coop PO Box 547 Londonderry, VT 05148	501(c)(3)	General Support	1,000.00
Total Flood Brook Student Activities Coop			1,000.00
Flower City Habitat For Humanity 755 Culver Road Rochester, NY 14609	501(c)(3)	General Support	1,000.00
Total Flower City Habitat For Humanity			1,000.00
Food & Water Watch Ben Schumin 1616 P Street NW, Suite 300 Washington DC 20036	501(c)(3)	General Support	1,000.00
Total Food & Water Watch			1,000.00
Foodlink 1999 Mt. Read Blvd Rochester, NY 14615	501(c)(3)	General Support	1,000.00
Total Foodlink			1,000.00
Friends of Charlotte Mecklenburg Lib. 310 North Tryon Street Charlotte, NC 28202	501(c)(3)	General Support	500.00
Total Friends of Charlotte Mecklenburg Lib.			500.00
Friends of Dartmouth Rugby 6066 Development Office Hanover, NH 03755	501(c)(3)	General Support	500.00

WESTPORT FUND
2012 990 PF

Part XV Grants and Contributions Paid During the Year

EIN: 44-6007971

Name and Address	Status	Purpose	Paid Amount
Total Friends of Dartmouth Rugby			500.00
Friends of Dartmouth Skiing	501(c)(3)	General Support	
6066 Development Office Hanover, NH 03755			500.00
Total Friends of Dartmouth Skiing			500.00
Friends of Patagonia Library	501(c)(3)	General Support	
346 Duquesne, PO Box 415 Patagonia, AZ 85624			1,000.00
Total Friends of Patagonia Library			1,000.00
Genesee Valley Arts Foundation, Inc.	501(c)(3)	General Support	
75 Woodbury Boulevard Rochester, NY 14607			2,500.00
Total Genesee Valley Arts Foundation, Inc.			2,500.00
George Eastman House	501(c)(3)	General Support	
900 East Avenue Rochester, NY 14607			250.00
Total George Eastman House			250.00
Georgetown Day School	501(c)(3)	General Support	
4530 MacArthur Boulevard, NW Washington DC 20007			1,000.00
Total Georgetown Day School			1,000.00
Gilda's Club Of Rochester NY	501(c)(3)	General Support	
255 Alexander St Rochester NY 14607			500.00
Total Gilda's Club Of Rochester NY			500.00
Global Heritage Fund	501(c)(3)	General Support	
625 Emerson St. Suite 200 Palo Alto, CA 94301			1,000.00
Total Global Heritage Fund			1,000.00
Goddard College	501(c)(3)	General Support	
123 Pitkin Road Plainfield, VT 05667			500.00
Total Goddard College			500.00
Golisano Children's Hospital	501(c)(3)	General Support	
300 East River Road Box 278996 Rochester, New York 14627			250.00
Total Golisano Children's Hospital			250.00
Good Samaritan Project	501(c)(3)	General Support	
3030 Walnut Kansas City, MO 64108			2,500.00
Total Good Samaritan Project			2,500.00
Grace Cottage Foundation	501(c)(3)	General Support	
PO Box 1 Townshend, VT 05353			500.00
Total Grace Cottage Foundation			500.00
Green Mountain Club	501(c)(3)	General Support	

WESTPORT FUND
2012 990 PF

Part XV Grants and Contributions Paid During the Year

EIN: 44-6007971

Name and Address	Status	Purpose	Paid Amount
4711 Waterbury-Stowe Road Waterbury Center, VT 05677			<u>500.00</u>
Total Green Mountain Club			500.00
Habitat for Humanity (CO)	501(c)(3)	General Support	
455 Nottingham Ranch Road PO Box 4149 Avon CO 81620			<u>5,500.00</u>
Total Habitat for Humanity (CO)			5,500.00
Habitat for Humanity Charlotte	501(c)(3)	General Support	
PO Box 220287 Charlotte, NC 28222			<u>500.00</u>
Total Habitat for Humanity Charlotte			500.00
Harvard School of Public Health	501(c)(3)	General Support	
124 Mount Auburn Street, 4th Fl. Cambridge, MA 02138			<u>500.00</u>
Total Harvard School of Public Health			500.00
Harvard University	501(c)(3)	General Support	
124 Mount Auburn Street Cambridge, MA 02138			8,000.00
			<u>1,000.00</u>
Total Harvard University			9,000.00
Harvesters Community Food Network	501(c)(3)	General Support	
Food Network PO Box 412233 Kansas City MO 64141			4,900.00
			<u>2,000.00</u>
Total Harvesters Community Food Network			6,900.00
Heifer International	501(c)(3)	General Support	
PO Box 8058 Little Rock, AR 72203			<u>1,000.00</u>
Total Heifer International			1,000.00
Hill House	501(c)(3)	General Support	
127 Mount Vernon Street Boston, MA 02108			<u>500.00</u>
Total Hill House			500.00
Historic Saint Mary's City Foundation	501(c)(3)	General Support	
PO Box 39 St. Mary's City, MD 20686			<u>1,634.00</u>
Total Historic Saint Mary's City Foundation			1,634.00
Hospice & Palliative Care Charlotte Reg.	501(c)(3)	General Support	
1420 East Seventh Street			<u>500.00</u>
Total Hospice & Palliative Care Charlotte Reg.			500.00
Humane Farming Association	501(c)(3)	General Support	
PO Box 3577 San Rafael, CA 94912			<u>3,000.00</u>
Total Humane Farming Association			3,000.00
Humane Society of Greater KC	501(c)(3)	General Support	
5445 Parallel Parkway Kansas City KS 66104			<u>2,000.00</u>

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Part XV Grants and Contributions Paid During the Year

EIN: 44-6007971

Name and Address	Status	Purpose	Paid Amount
Total Humane Society of Greater KC			2,000.00
Humane Society of Rochester & Monroe Cty	501(c)(3)	General Support	
County at Lollypop Farm 99 Victor Road Fairport, NY 14450			500.00
Total Humane Society of Rochester & Monroe Cty			500.00
Innocence Project	501(c)(3)	General Support	
40 Worth St., Suite 701 New York, NY 10013			1,000.00
Total Innocence Project			1,000.00
International Campaign to Ban Landmines	501(c)(3)	General Support	
c/o HRW 1630 Conn. Ave NW Ste 500 Washington, DC 20009			250.00
Total International Campaign to Ban Landmines			250.00
International Relations Council	501(c)(3)	General Support	
911 Main Street Suite 2226 Kansas City MO 64105			500.00
Total International Relations Council			500.00
International Rescue Committee	501(c)(3)	General Support	
PO Box 6068 Albert Lea, MN 56007-9847			500.00
Total International Rescue Committee			500.00
Kansas City Ballet	501(c)(3)	General Support	
500 W. Pershing Road Kansas City MO 64108			1,000.00
Total Kansas City Ballet			1,000.00
Kansas City Chorale	501(c)(3)	General Support	
5601 Wyandotte Street Suite 412 Kansas City MO 64113			500.00
Total Kansas City Chorale			500.00
Kansas City Free Health Clinic	501(c)(3)	General Support	
3515 Broadway Kansas City, MO 64111			28,200.00
Total Kansas City Free Health Clinic			28,200.00
Kansas State University Foundation	501(c)(3)	General Support	
2323 Anderson Avenue Suite 500 Manhattan, KS 66502			2,500.00
Total Kansas State University Foundation			2,500.00
Kansas University Endowment Assn.	501(c)(3)	General Support	
PO Box 928 Lawrence, KS 66044-0928			1,500.00
Total Kansas University Endowment Assn.			1,500.00
KCPT - Channel 19	501(c)(3)	General Support	
125 E. 31st Street Kansas City, MO 64108			1,000.00
Total KCPT - Channel 19			1,000.00
Keeping Track	501(c)(3)	General Support	
PO Box 444 Huntington, VT 05462			500.00
Total Keeping Track			500.00

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EIN: 44-6007971

Name and Address	Status	Purpose	Paid Amount
Kansas University School of Business	501(c)(3)	General Support	
PO Box 928 Lawrence KS 66044-0928			1,000.00
Total Kansas University School of Business			1,000.00
Literacy Project	501(c)(3)	General Support	
PO Box 608 Edwards, CO 81645			500.00
Total Literacy Project			500.00
Loaves and Fishes	501(c)(3)	General Support	
PO Box 11234 Charlotte, NC 28220			1,500.00
Total Loaves and Fishes			1,500.00
Londonderry Volunteer Rescue Squad	501(c)(3)	General Support	
6068 Route 100 Londonderry, VT 05148			500.00
Total Londonderry Volunteer Rescue Squad			500.00
Lyric Opera Of Kansas City	501(c)(3)	General Support	
1725 Holmes St. Kansas City, MO 64108			1,000.00
Total Lyric Opera Of Kansas City			1,000.00
Matthews HELP Center	501(c)(3)	General Support	
PO Box 91 Matthews, NC 28106			1,500.00
Total Matthews HELP Center			1,500.00
Medical College of Wisconsin	501(c)(3)	General Support	
8701 Watertown Plank Road Milwaukee WI 53226			1,000.00
Total Medical College of Wisconsin			1,000.00
Michael J. Fox Fdtn for Parkinson Res.	501(c)(3)	General Support	
Church Street Station P.O. Box 4777 New York NY 10163			1,000.00
Total Michael J. Fox Fdtn for Parkinson Res.			1,000.00
Milton Academy	501(c)(3)	General Support	
170 Centre Street Milton, MA 02186			500.00
			500.00
Total Milton Academy			1,000.00
Mountain Valley Medical Clinic	501(c)(3)	General Support	
P.O. Box 310 Londonderry, VT 05148			500.00
Total Mountain Valley Medical Clinic			500.00
MSPCA - Angell	501(c)(3)	General Support	
350 South Huntington Avenue Boston MA 02130			500.00
Total MSPCA - Angell			500.00
Museum of Fine Arts, Boston	501(c)(3)	General Support	
Boston Avenue of the Arts 465 Huntington Avenue Boston MA 02115			500.00
Total Museum of Fine Arts, Boston			500.00

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Name and Address	Status	Purpose	Paid Amount
Myrtle Street Playground	501(c)(3)	General Support	
74 Joy Street Boston, MA 02114			500.00
Total Myrtle Street Playground			500.00
National Coalition Against Censorship	501(c)(3)	General Support	
19 Fulton Street Suite 407 New York, NY 10038			2,250.00
Total National Coalition Against Censorship			2,250.00
National Council on Alcohol & Drug Depend	501(c)(3)	General Support	
633 East 63rd Street Kansas City, MO 64110-3301			600.00
Total National Council on Alcohol & Drug Depend			600.00
National Partnership for Women & Families	501(c)(3)	General Support	
1875 Connecticut Avenue, NW Suite 650 Washington DC 20009			1,000.00
Total National Partnership for Women & Families			1,000.00
National Women's Law Center	501(c)(3)	General Support	
11 Dupont Circle, NW Suite 800 Washington DC 20036			2,500.00
Total National Women's Law Center			2,500.00
Natural Resources Defense Council	501(c)(3)	General Support	
40 West 20th Street New York, NY 10011			1,000.00
			1,000.00
Total Natural Resources Defense Council			2,000.00
Nature Conservancy	501(c)(3)	General Support	
4245 N. Fairfax Drive Suite 100 Arlington, VA 22203			500.00
			1,000.00
Total Nature Conservancy			1,500.00
Neighborhood Counseling Center	501(c)(3)	General Support	
5535 Balboa Boulevard, Suite 221 Encino, CA 91316			3,000.00
Total Neighborhood Counseling Center			3,000.00
New England Nordic Ski Association	501(c)(3)	General Support	
49 Pineland Dr, Suite 301 A New Gloucester, ME 04260			500.00
Total New England Nordic Ski Association			500.00
New Hampshire Public Radio	501(c)(3)	General Support	
2 Pillsbury Street 6th Floor Concord, NH 03301			500.00
Total New Hampshire Public Radio			500.00
Northeast Wilderness Trust	501(c)(3)	General Support	
P.O. Box 405 Bristol, VT 05443			500.00
Total Northeast Wilderness Trust			500.00
Nurse-Family Partnership	501(c)(3)	General Support	
c/o Fund Development 1900 Grant Street, Suite 400 Denver, CO 80203			500.00
Total Nurse-Family Partnership			500.00

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EIN: 44-6007971

Name and Address	Status	Purpose	Paid Amount
Operation USA	501(c)(3)	General Support	
7421 Beverly Blvd. Los Angeles, CA 90036			500.00
Total Operation USA			500.00
Orion Society	501(c)(3)	General Support	
187 Main Street Great Barrington MA 01230			500.00
Total Orion Society			500.00
Park School	501(c)(3)	General Support	
171 Goddard Avenue Brookline, MA 02445			500.00
			500.00
			500.00
			1,000.00
Total Park School			2,500.00
Partners In Health	501(c)(3)	General Support	
P.O. Box 845578 Boston, MA 02284-5578			2,000.00
			500.00
Total Partners In Health			2,500.00
Patagonia Community Radio Inc.	501(c)(3)	General Support	
PO Box 271 Patagonia, AZ 85624			500.00
Total Patagonia Community Radio Inc.			500.00
Patagonia Creative Arts Association	501(c)(3)	General Support	
PO Box 1248 Patagonia, AZ 85624			500.00
Total Patagonia Creative Arts Association			500.00
Patagonia Educational Endowment Fund/POOL	501(c)(3)	General Support	
PO Box 295 Patagonia, AZ 85624-0295			500.00
Total Patagonia Educational Endowment Fund/POOL			500.00
Patagonia Family Health Center AMIGOS	501(c)(3)	General Support	
PO Box 645 Patagonia, AZ 85624			1,500.00
Total Patagonia Family Health Center AMIGOS			1,500.00
Patagonia Players	501(c)(3)	General Support	
PO Box 856 Patagonia, AZ 85624			500.00
Total Patagonia Players			500.00
Patagonia Volunteer Fire and Rescue	501(c)(3)	General Support	
PO Box 497 Patagonia, AZ 85624			1,000.00
Total Patagonia Volunteer Fire and Rescue			1,000.00
PBHA	501(c)(3)	General Support	
Phillips Brooks House Association Harvard Yard Cambridge, MA 02138			1,000.00

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Name and Address	Status	Purpose	Paid Amount
Total PBHA			1,000.00
Peace Action Education Fund	501(c)(3)	General Support	
8630 Fenton Street Suite 524 Silver Spring, MD 20910			250.00
Total Peace Action Education Fund			250.00
Pembroke Hill School	501(c)(3)	General Support	
400 W. 51st Street Kansas City, MO 64112			500.00
Total Pembroke Hill School			500.00
Peru Congregational Church	501(c)(3)	General Support	
PO Box 212 Peru VT 05152			500.00
Total Peru Congregational Church			500.00
Pittsford Community Library Foundation	501(c)(3)	General Support	
c/o Pittsford Federal Credit Union PO Box 346 Pittsford, NY 14534			500.00
Total Pittsford Community Library Foundation			500.00
Pittsford Volunteer Ambulance	501(c)(3)	General Support	
40 Tobey Road Pittsford, NY 14534			250.00
Total Pittsford Volunteer Ambulance			250.00
Pittsford Volunteer Fire Association	501(c)(3)	General Support	
8 Monroe Avenue Pittsford, NY 14534			250.00
Total Pittsford Volunteer Fire Association			250.00
Planned Parenthood -Kansas & Mid-Missouri	501(c)(3)	General Support	
4401 W. 109th Street, Suite 200 Overland Park, KS 66211			1,000.00
			1,500.00
Total Planned Parenthood -Kansas & Mid-Missouri	501(c)(3)	General Support	2,500.00
Planned Parenthood Federation of America			
434 West 33rd Street New York, NY 10001			2,250.00
	501(c)(3)	General Support	500.00
Total Planned Parenthood Federation of America			2,750.00
Planned Parenthood League of MA	501(c)(3)	General Support	
1055 Commonwealth Avenue Boston, MA 02215			500.00
Total Planned Parenthood League of MA			500.00

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Name and Address	Status	Purpose	Paid Amount
Planned Parenthood of No. New England 128 Lakeside Avenue, Suite 301	501(c)(3)	General Support	500.00
Total Planned Parenthood of No. New England			500.00
Planned Parenthood of North Carolina 4822 Albemarle Road Suite 103 Charlotte, NC 28205	501(c)(3)	General Support	1,000.00
Total Planned Parenthood of North Carolina			1,000.00
Planned Parenthood of Rochester Syracuse Region 114 University Avenue Rochester, NY 14605	501(c)(3)	General Support	2,000.00
Total Planned Parenthood of Rochester			2,000.00
Planned Parenthood of Southern Arizona 5651 N. 7th St. Phoenix, AZ 85014	501(c)(3)	General Support	1,000.00
Total Planned Parenthood of Southern Arizona			1,000.00
Planned Parenthood of the Rocky Mountains 7155 E 38th Avenue Denver, CO 80207	501(c)(3)	General Support	2,500.00
Total Planned Parenthood of the Rocky Mountains			2,500.00
Pluta Cancer Center 125 Red Creek Drive Rochester NY 14623	501(c)(3)	General Support	250.00
Total Pluta Cancer Center			250.00
Population Services International 1120 19th Street, NW Suite 600 Washington DC 20036	501(c)(3)	General Support	2,300.00
			3,000.00
			20,500.00
Total Population Services International			25,800.00
Posse Foundation Inc. 1319 F Street, N.W., Suite 604 Washington, DC 20004	501(c)(3)	General Support	5,000.00
Total Posse Foundation Inc.			5,000.00
Potomac River Association Box 76 Valley Lee, MD 20692	501(c)(3)	General Support	500.00
Total Potomac River Association			500.00
Primavera Foundation 151 W. 40th Street Tucson, AZ 85713	501(c)(3)	General Support	2,000.00
Total Primavera Foundation			2,000.00
Rochester Arts & Lectures	501(c)(3)	General Support	

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EIN: 44-6007971

Name and Address	Status	Purpose	Paid Amount
121 Fitzhugh St N Rochester, NY 14614			<u>250.00</u>
Total Rochester Arts & Lectures			250.00
Rochester Broadway Theatre League	501(c)(3)	General Support	
885 East Main Street Rochester NY 14605			<u>250.00</u>
Total Rochester Broadway Theatre League			250.00
Rochester Chamber Orchestra	501(c)(3)	General Support	
123 Inglewood Drive Rochester NY 14619			<u>250.00</u>
Total Rochester Chamber Orchestra			250.00
Rochester Hearing and Speech Center	501(c)(3)	General Support	
1000 Elmwood Ave, Ste 400 Rochester, NY 14620			<u>250.00</u>
Total Rochester Hearing and Speech Center			250.00
Rochester Museum and Science Center	501(c)(3)	General Support	
657 East Avenue Rochester, NY 14607			<u>1,000.00</u>
Total Rochester Museum and Science Center			1,000.00
Rochester Philharmonic Orchestra, Inc.	501(c)(3)	General Support	
108 East Avenue Rochester NY 14604			<u>3,000.00</u>
Total Rochester Philharmonic Orchestra, Inc.			3,000.00
Ronald McDonald House Charities of Rochester, NY	501(c)(3)	General Support	
333 Westmoreland Drive Rochester, New York 14620			<u>500.00</u>
Total Ronald McDonald House Charities of Rochester, NY			500.00
Rose Brook Center	501(c)(3)	General Support	
P.O. Box 320599 Kansas City, MO 64132			<u>2,500.00</u>
Total Rose Brook Center			2,500.00
Roundup River Ranch	501(c)(3)	General Support	
P.O. Box 8589 Avon, CO 81620			<u>1,500.00</u>
Total Roundup River Ranch			1,500.00
Rural Vermont	501(c)(3)	General Support	
15 Barre Street Suite 2 Montpelier, VT 05602			<u>500.00</u>
Total Rural Vermont			500.00
Salvation Army	501(c)(3)	General Support	
Kansas And W. Missouri Div. HQ 3637 Broadway Kansas City MO 64111			<u>1,500.00</u>
Total Salvation Army			1,500.00
Salvation Army (CO)	501(c)(3)	General Support	
PO Box 2183 Edwards CO 81632			<u>2,500.00</u>
Total Salvation Army (CO)			2,500.00

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Name and Address	Status	Purpose	Paid Amount
Salvation Army (NY) 70 Liberty Pole Way P.O. Box 41210 Rochester, NY 14604-4310	501(c)(3)	General Support	1,000.00
Total Salvation Army (NY)			1,000.00
Samuel U. Rogers Community Health Center 825 Euclid Kansas City, Missouri 64124	501(c)(3)	General Support	500.00
Total Samuel U. Rogers Community Health Center			500.00
Save the Scenic Santa Ritas 8987 E. Tanque Verde #309-157 Tucson, AZ 85749	501(c)(3)	General Support	6,000.00
Total Save the Scenic Santa Ritas			6,000.00
Seneca Park Zoo Society 2222 St. Paul Street Rochester, NY 14621	501(c)(3)	General Support	500.00
Total Seneca Park Zoo Society			500.00
Senior Citizens of Patagonia, Inc. PO Box 1121 100 Quiroga St. Patagonia, AZ 85624	501(c)(3)	General Support	1,000.00
Total Senior Citizens of Patagonia, Inc.			1,500.00
Sierra Club Foundation 85 Second Street, 2nd Floor San Francisco, CA 94105	501(c)(3)	General Support	2,250.00
Total Sierra Club Foundation			2,250.00
Sky Island Alliance PO Box 41165 Tucson, AZ 85717	501(c)(3)	General Support	500.00
Total Sky Island Alliance			500.00
So Others Might Eat 71 O Street, NW Washington DC 20001	501(c)(3)	General Support	1,000.00
Total So Others Might Eat			1,000.00
Sonoita Crossroads Community Forum Box 1274 Sonoita, AZ 85637	501(c)(3)	General Support	500.00
Total Sonoita Crossroads Community Forum			500.00
Sonoran Institute 44 E. Broadway, Suite 350 Tucson, AZ 85701	501(c)(3)	General Support	1,000.00
Total Sonoran Institute			1,000.00
Southern Methodist University PO Box 750402 Dallas TX 75275-0402	501(c)(3)	General Support	500.00
Total Southern Methodist University			500.00
Southern Poverty Law Center 400 Washington Avenue Montgomery, AL 36104	501(c)(3)	General Support	500.00

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Name and Address	Status	Purpose	Paid Amount
Total Southern Poverty Law Center			500.00
St. Mary's College of Maryland Fdtn	501(c)(3)	General Support	
18952 E. Fisher Road St. Mary's City, MD 20686			20,516.00
			<u>1,000.00</u>
Total St. Mary's College of Maryland Fdtn			21,516.00
St. Mary's Episcopal Church	501(c)(3)	General Support	
258 Concord Street Newton Lower Falls MA 02462			<u>1,500.00</u>
Total St. Mary's Episcopal Church			1,500.00
Studio Theater	501(c)(3)	General Support	
1501 14th Street, NW Washington DC 20005			<u>1,600.00</u>
Total Studio Theater			1,600.00
Swift Eagle Charitable Foundation	501(c)(3)	General Support	
PO Box 1977 Avon CO 81620			<u>500.00</u>
Total Swift Eagle Charitable Foundation			500.00
Tenacity	501(c)(3)	General Support	
38 Everett Street, Suite 50 Brighton, MA 02134			<u>1,000.00</u>
Total Tenacity			1,000.00
Texas Wesleyan School of Law	501(c)(3)	General Support	
1515 Commerce Street Fort Worth, Texas 76102			<u>1,000.00</u>
Total Texas Wesleyan School of Law			1,000.00
The Collaborative	501(c)(3)	General Support	
P.O. Box 32 S. Londonderry, VT 05155			<u>500.00</u>
Total The Collaborative			500.00
The Loft Cinema	501(c)(3)	General Support	
3233 E Speedway Blvd Tucson, AZ 85716			<u>250.00</u>
Total The Loft Cinema			250.00
The Strong	501(c)(3)	General Support	
One Manhattan Square Rochester NY 14607			<u>1,000.00</u>
Total The Strong			1,000.00
Threshold	501(c)(3)	General Support	
57 Central Park Rochester, NY 14605			<u>1,500.00</u>
Total Threshold			1,500.00
Tobey Hospital	501(c)(3)	General Support	
43 High Street Wareham, MA 02571			<u>500.00</u>
Total Tobey Hospital			500.00
TOSTAN	501(c)(3)	General Support	

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Name and Address	Status	Purpose	Paid Amount
2121 Decatur Place NW Washington DC 20008			1,000.00
			<u>1,000.00</u>
Total TOSTAN			2,000.00
Trinity Montessori School, Inc.			
100 Golden Flyer Dr. Rochester, NY 14618			<u>500.00</u>
Total Trinity Montessori School, Inc.			500.00
Truman Medical Center Charitable Fdtn	501(c)(3)	General Support	
2310 Holmes, Ste. 735 Kansas City, MO 64108			<u>2,500.00</u>
Total Truman Medical Center Charitable Found.			2,500.00
Trust for Public Land	501(c)(3)	General Support	
101 Montgomery Street, Ste 900 San Francisco, CA 94104			<u>500.00</u>
Total Trust for Public Land			500.00
Trustees of Phillips Academy	501(c)(3)	General Support	
180 Main Street Andover MA 01810			<u>500.00</u>
Total Trustees of Phillips Academy			500.00
Trustees of Reservations	501(c)(3)	General Support	
572 Essex Street Beverly, MA 01915			<u>1,000.00</u>
Total Trustees of Reservations			1,000.00
Tucson Audobon Society	501(c)(3)	General Support	
300 E University Ave, #120 Tucson, AZ 85705			<u>500.00</u>
Total Tucson Audobon Society			500.00
Tucson Interfaith HIV-Aids Network	501(c)(3)	General Support	
2660 North 1st Avenue Tucson, AZ 85719			<u>500.00</u>
Total Tucson Interfaith HIV-Aids Network			500.00
Turning Point Shelter	501(c)(3)	General Support	
PO Box 952 Monroe NC 28111			<u>13,000.00</u>
Total Turning Point Shelter			13,000.00
U.S. Fund for UNICEF	501(c)(3)	General Support	
125 Maiden Lane New York, NY 10038			<u>250.00</u>
Total U.S. Fund for UNICEF			250.00
UMKC - KCUR FM89.3	501(c)(3)	General Support	
4825 Troost, Suite 202 Kansas City, MO 64110			<u>1,000.00</u>
Total UMKC - KCUR FM89.3			1,000.00
United Way of Eagle River Valley	501(c)(3)	General Support	
PO Box 1833 Eagle, CO 81631			<u>500.00</u>
Total United Way of Eagle River Valley			500.00
United Way Of Greater Kansas City	501(c)(3)	General Support	
1080 Washington Street Kansas City, MO 64105			<u>1,000.00</u>
Total United Way Of Greater Kansas City			1,000.00
University of Rochester	501(c)(3)	General Support	
300 East River Road P.O. Box 270032			250.00
Rochester NY 14627			<u>2,000.00</u>
Total University of Rochester			2,250.00

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Name and Address	Status	Purpose	Paid Amount
University of the Pacific	501(c)(3)	General Support	
3601 Pacific Avenue Stockton CA 95211			1,000.00
Total University of the Pacific			1,000.00
Vail Mountain School	501(c)(3)	General Support	
3000 Booth Falls Road Vail, CO 81657			6,000.00
Total Vail Mountain School			6,000.00
Vail Valley Foundation	501(c)(3)	General Support	
PO Box 309 Vail, CO 81658			1,250.00
Total Vail Valley Foundation			1,250.00
Vail Valley Medical Center Foundation	501(c)(3)	General Support	
Office of Development P.O. Box 1529 Vail, CO 81658			1,000.00
Total Vail Valley Medical Center Foundation			1,000.00
Vermont Land Trust	501(c)(3)	General Support	
8 Bailey Avenue Montpelier, VT 05602			500.00
Total Vermont Land Trust			500.00
Vermont Public Radio	501(c)(3)	General Support	
365 Troy Avenue Colchester, VT 05446			500.00
Total Vermont Public Radio			500.00
Vermont Ski Museum	501(c)(3)	General Support	
PO Box 1511 One South Main Street Stowe VT 05672			1,000.00
Total Vermont Ski Museum			500.00
Walking Mountains	501(c)(3)	General Support	
P.O. Box 9469 Avon, CO, 81620			750.00
Total Walking Mountains			750.00
Washington Performing Arts Society	501(c)(3)	General Support	
2000 L Street, NW Suite 510 Washington DC 20036			1,000.00
Total Washington Performing Arts Society			1,000.00
Water for People	501(c)(3)	General Support	
6666 West Quincy Avenue Denver CO 80235			1,000.00
Total Water for People			1,000.00
Wayne State Foundation	501(c)(3)	General Support	
1111 Main Street Wayne NE 68787			1,000.00
Total Wayne State Foundation			1,000.00
Wayside Waifs	501(c)(3)	General Support	
3901 Martha Truman Road Kansas City, MO 64137			2,500.00
Total Wayside Waifs			2,500.00
WBJC-FM	501(c)(3)	General Support	
6776 Reistertown Road Suite 202 Baltimore, MD 21215			500.00
Total WBJC-FM			500.00
WBUR	501(c)(3)	General Support	
890 Commonwealth Avenue Third Floor Boston, MA 02215			500.00
			500.00

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EIN: 44-6007971

Name and Address	Status	Purpose	Paid Amount
Total WBUR			1,000.00
West River Sports Association	501(c)(3)	General Support	
PO Box 685 Londonderry, VT 05148			1,000.00
			<u>1,000.00</u>
Total West River Sports Association			2,000.00
WETA	501(c)(3)	General Support	
3939 Campbell Avenue Arlington, VA 22206			500.00
			<u>500.00</u>
Total WETA			500.00
WFAE 90.7 FM	501(c)(3)	General Support	
8801 J M Keynes Dr. Suite 91 Charlotte, NC 28262			500.00
			<u>1,000.00</u>
Total WFAE 90.7 FM			1,500.00
Women's Foundation of Colorado	501(c)(3)	General Support	
1901 East Asbury Avenue Denver, CO 80208			500.00
			<u>500.00</u>
Total Women's Foundation of Colorado			500.00
World Wildlife Fund	501(c)(3)	General Support	
1250 24th Street NW PO Box 97180 Washington DC 20090			2,000.00
			<u>2,000.00</u>
Total World Wildlife Fund			2,000.00
Writers and Books, Inc.	501(c)(3)	General Support	
740 University Avenue Rochester, NY 14607-1259			2,000.00
			<u>2,000.00</u>
Total Writers and Books, Inc.			2,000.00
WXXI Public Broadcasting Council	501(c)(3)	General Support	
P.O. Box 20570 Rochester, NY 14602			1,000.00
			<u>1,000.00</u>
Total WXXI Public Broadcasting Council			<u>1,000.00</u>
TOTAL			<u><u>367,250.00</u></u>

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T.
► Information about Schedule D (Form 1041) and its separate instructions is at
www.irs.gov/form1041.

OMB No 1545-0092

2012

Name of estate or trust

WESTPORT FUND

Employer identification number

44-6007971

Note: Form 5227 filers need to complete only Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS			ATCH 1		674.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-39,001.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back	5	-38,327.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS			ATCH 2		115,072.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	348,807.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back	12	463,879.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13 Net short-term gain or (loss)	13			-38,327.
14 Net long-term gain or (loss):				
a Total for year	14a			463,879.
b Unrecaptured section 1250 gain (see line 18 of the wrksh)	14b			
c 28% rate gain	14c			
15 Total net gain or (loss). Combine lines 13 and 14a	15			425,552.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 15, column (3) or b \$3,000 **16** ()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20 Add lines 18 and 19	20	
21 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-	21	
22 Subtract line 21 from line 20. If zero or less, enter -0-	22	
23 Subtract line 22 from line 17. If zero or less, enter -0-	23	
24 Enter the smaller of the amount on line 17 or \$2,400	24	
25 Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26, go to line 27 and check the "No" box ☐ No. Enter the amount from line 23	25	
26 Subtract line 25 from line 24	26	
27 Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27	
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29 Subtract line 28 from line 27	29	
30 Multiply line 29 by 15% (15)	30	
31 Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32 Add lines 30 and 31	32	
33 Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2012

Employer identification number

[illegible]

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 348,807.

FEDERAL CAPITAL GAIN DIVIDENDSATTACHMENT 1SHORT-TERM CAPITAL GAIN DIVIDENDS

PERSHING

674.

TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS

674.ATTACHMENT 2LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

FIDELITY
PERSHING73,999.
41,073.

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

115,072.

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

115,072.

WESTPORT FUND
2012 990 PF
Part IV Capital Gains and Losses
For Tax on Investment Income
EIN: 44-6007971

Open Date	Close Date	Security	Proceeds	Cost Basis	Short Term	Long Term
		21.4880 Fidelity Select				
4/4/2012	04-20-12	Energy	1,079.77	1,113.92	-34.15	
		99.1740 Fidelity Select				
12/9/2011	4/20/2012	Energy	4,983.49	4,985.47	-1.98	
		625 Global X Brazil Mid Cap				
11/3/2011	4/20/2012	ETF	10,564.07	9,580.50	983.57	
		500 Global X Brazil Mid Cap				
11/3/2011	4/20/2012	ETF	8,451.26	7,664.40	786.86	
		1,000 Global X Brazil Mid Cap				
11/3/2011	4/20/2012	ETF	16,902.52	15,328.80	1,573.72	
		1,000 Global X Brazil Mid Cap				
11/3/2011	4/20/2012	ETF	16,902.52	15,328.80	1,573.72	
		6,275 Global X Brazil Mid Cap				
11/4/2011	4/20/2012	ETF	106,063.31	94,942.01	11,121.30	
		2,800 Global X Brazil Mid Cap				
11/4/2011	4/20/2012	ETF	47,327.06	42,364.56	4,962.50	
		37,880 iShares Inc MSCI				
8/2/2011	8/1/2012	Japan Index Fd	337,897.13	403,001.53	-65,104.40	
		2,200 Global X Brazil Mid Cap				
11/4/2011	9/25/2012	ETF	34,504.24	33,286.44	1,217.80	
		5,000 Global X Brazil Mid Cap				
11/4/2011	9/25/2012	ETF	78,418.74	75,651.00	2,767.74	
		5,000 Global X Brazil Mid Cap				
11/4/2011	9/25/2012	ETF	78,418.74	75,651.00	2,767.74	
12/9/2011	10/31/2012	307.6360 Fidelity Select Gold	12,877.64	14,492.75	-1,615.11	
		TOTAL NET SHORT TERM CAPITAL LOSS	754,390.49	793,391.18	-39,000.69	
		7,143.0200 Fidelity Select				
5/13/2009	04-20-12	Energy	358,936.74	248,719.96		110,216.78
5/10/2011	10/31/2012	200 Vanguard Div App ETF	11,720.94	11,399.82		321.12
5/10/2011	10/31/2012	9,100 Vanguard Div App ETF	533,302.64	518,239.68		15,062.96
10/26/2005	10/31/2012	1,660 SPRD@ Gold Trust	277,286.99	78,069.14		199,217.85
4/7/2006	10/31/2012	7.3420 Fidelity Select Gold	307.34	271.3		36.04
4/7/2006	10/31/2012	785.6400 Fidelity Select Gold	32,886.89	29,029.40		3,857.49
4/7/2006	10/31/2012	697.5310 Fidelity Select Gold	29,198.65	25,773.77		3,424.88
12/8/2006	10/31/2012	433.5500 Fidelity Select Gold	18,148.40	15,958.99		2,189.41
4/13/2007	10/31/2012	76.0020 Fidelity Select Gold	3,181.44	2,772.57		408.87
4/13/2007	10/31/2012	326.9380 Fidelity Select Gold	13,685.63	11,926.69		1,758.94

WESTPORT FUND
2012 990 PF
Part IV Capital Gains and Losses
For Tax on Investment Income
EIN: 44-6007971

Open Date	Close Date	Security	Proceeds	Cost Basis	Short Term	Long Term
4/13/2007	10/31/2012	343.9220 Fidelity Select Gold	14,396.58	12,546.26		1,850.32
12/14/2007	10/31/2012	275.3840 Fidelity Select Gold	11,527.57	10,453.58		1,073.99
		1,005.1310 Fidelity Select				
12/14/2007	10/31/2012	Gold	42,074.79	38,154.76		3,920.03
		1,186.5110 Fidelity Select				
5/13/2009	10/31/2012	Gold	49,667.35	41,432.96		8,234.39
4/15/2011	10/31/2012	311.6990 Fidelity Select Gold	13,047.72	16,093.02		-3,045.30
TOTAL NET LONG TERM CAPITAL GAIN			1,409,369.67	1,060,841.90	0.00	348,527.77
GRAND TOTAL			2,163,760.16	1,854,233.08	-39,000.69	348,527.77

309,527.08

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

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

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

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

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

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

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

Enter filer's identifying number, see instructions

Type or print

File by the
due date for
filing your
return. See
instructions

Name of exempt organization or other filer, see instructions

WESTPORT FUND

Employer identification number (EIN) or

44-6007971

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

2901 BOSTON STREET

Social security number (SSN)

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

BALTIMORE, MD 21224

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

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

- The books are in the care of ► GAIL HARMON

Telephone No. ► 410 342-0870

FAX No. ►

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

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

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a \$	9,500.
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 \$	11,035.
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 \$	

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

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

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

• 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)

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions	Enter filer's identifying number, see instructions Employer identification number (EIN) or
	WESTPORT FUND	44-6007971
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
	2901 BOSTON STREET	
	City, town or post office, state, and ZIP code For a foreign address, see instructions	
	BALTIMORE, MD 21224	

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

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

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

• The books are in the care of **GAIL HARMON**

Telephone No **410 342-0870**

FAX No

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **11/15, 2013**

5 For calendar year **2012**, or other tax year beginning, 20, and ending, 20

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension **ADDITIONAL TIME IS NEEDED TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN.**

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 \$	9,500.
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 \$	11,035.
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 \$	

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 **A. Gail Harmon**

Title **CPA**

Date **7.22.13**

Form 8868 (Rev 1-2013)