Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation: VINCENT FAMILY CHARITABLE FOUNDATION

A Employer identification number: 46-0711387

Number and street (or P O box number if mail is not delivered to street address) | Room/suite: 112 COUNTY HOME ROAD

B Telephone number: 617-482-1776

City or town, state, and ZIP code: THOMPSON, CT 06277-2814

C If exemption application is pending, check here ▶ [ ]

G Check all that apply: [X] 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 [X] 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) ▶$ 2,027,685.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

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

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

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	2,000,000.		N/A	
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,696.	2,696.		STATEMENT 1
	4 Dividends and interest from securities	16,514.	16,514.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	242.			
	b Gross sales price for all assets on line 6a 336.				
	7 Capital gain net income (from Part IV, line 2)		242.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	2,019,452.	19,452.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees STMT 3	1,525.	1,525.		0.
	17 Interest				
	18 Taxes STMT 4	557.	557.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	95.	95.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	2,177.	2,177.		0.
	25 Contributions, gifts, grants paid	0.			0.
	26 **Total expenses and disbursements.** Add lines 24 and 25	2,177.	2,177.		0.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	2,017,275.			
	b **Net investment income** (if negative, enter -0-)		17,275.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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223501 12-05-12 LHA **For Paperwork Reduction Act Notice, see instructions.** Form **990-PF** (2012)

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10030827 796485 21-230 2012.03030 VINCENT FAMILY CHARITABLE F 21-230_1

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		2,826.	2,826.
	2 Savings and temporary cash investments		144,549.	144,549.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	0.	1,201,489.	1,215,201.
	c Investments - corporate bonds STMT 8	0.	263,060.	262,048.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	0.	402,918.	402,481.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	0.	2,014,842.	2,027,105.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	2,014,842.	
	30 **Total net assets or fund balances**	0.	2,014,842.	
	31 **Total liabilities and net assets/fund balances**	0.	2,014,842.	

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	0.
2	Enter amount from Part I, line 27a	2	2,015,124.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,015,124.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	282.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,014,842.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
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	96.		94.	242.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				242.

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 } 2 242.

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

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

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

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			
2010			
2009			
2008			
2007			

2	Total of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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 c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).			1	302.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	302.
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	302.
6 Credits/Payments:				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a			
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	346.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d			7	346.
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	44.
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 44. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ NONE

14 The books are in care of ▶ ROBERT A VINCENT Telephone no ▶617-482-1776

Located at ▶112 COUNTY HOME ROAD, THOMPSON, CT ZIP+4 ▶06277-2814

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

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

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

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2012)

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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	754,081.
b	Average of monthly cash balances	1b	80,266.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	834,347.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	834,347.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	12,515.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	821,832.
6	**Minimum investment return** Enter 5% of line 5	6	41,092.

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	41,092.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 302.		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	302.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	40,790.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	40,790.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	40,790.

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

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				40,790.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 0.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				40,790.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 11

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

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

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
	(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	545.	
4 Dividends and interest from securities			14	16,514.	
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	242.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		17,301.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	17,301.

(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).

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Robert A. Vincent | Aug. 21, 2013 | Trustee

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
MARGARET ATKINS MUNRO E.A.	Margaret A. Munro	05/14/13		P00220540

Firm's name ▶ TAXPANACEA ASSOCIATES LLC | Firm's EIN ▶ 45-3795828

Firm's address ▶ P O BOX 68 ESSEX JUNCTION, VT 05453-0068 | Phone no. 802-878-1055

Form **990-PF** (2012)

223622 12-05-12

Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012

Name of the organization	Employer identification number
VINCENT FAMILY CHARITABLE FOUNDATION	46-0711387

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year ▶ $ ______________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
VINCENT FAMILY CHARITABLE FOUNDATION	46-0711387

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ROBERT A. VINCENT 112 COUNTY HOME ROAD THOMPSON, CT 06277-2814	$ 2,000,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
VINCENT FAMILY CHARITABLE FOUNDATION	46-0711387

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
VINCENT FAMILY CHARITABLE FOUNDATION	46-0711387

Part III *Exclusively* religious, charitable, etc , individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of $1,000 or less for the year. (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

SOURCE	AMOUNT
FIDELITY INVESTMENT	2,696.
LESS: ACCRUED INTEREST PAID ON PURCHASE OF BONDS	<1,691.>
LESS: AMORTIZATION OF BOND PREMIUM	<460.>
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	545.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DOMESTIC DIVIDENDS	10,531.	0.	10,531.
FOREIGN DIVIDENDS	5,983.	0.	5,983.
TOTAL TO FM 990-PF, PART I, LN 4	16,514.	0.	16,514.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIDELITY INVESTMENTS	1,525.	1,525.		0.
TO FORM 990-PF, PG 1, LN 16C	1,525.	1,525.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	557.	557.		0.
TO FORM 990-PF, PG 1, LN 18	557.	557.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES	95.	95.		0.
TO FORM 990-PF, PG 1, LN 23	95.	95.		0.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 6

DESCRIPTION	AMOUNT
ACCRUED INTEREST PAID IN CURRENT YEAR DEDUCTED IN SUBSEQUENT YEAR	282.
TOTAL TO FORM 990-PF, PART III, LINE 5	282.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
APPLE INC	21,628.	18,626.
BARD INC	24,323.	24,435.
BERKSHIRE HATHAWAY INC CL B NEW	27,106.	26,910.
CISCO SYS INC	34,924.	35,859.
COLGATE- PALMOLIVE CO	18,497.	18,295.
DEVON ENERGY CORP NEW	31,247.	27,321.
DIRECTV COM USD0.01	27,315.	26,334.
E M C CORP MASS	18,542.	17,837.
EXXON MOBIL CORP	26,572.	25,965.
FAIRFAX FINANCIAL HLDGS LTD SUB VTG COM NPV ISIN# CA 3039011026 SEDOL # 2566	44,746.	43,212.
FIDELITY NATL FINL INC	9,397.	11,775.
GOLDMAN SACHS GROUP INC	17,850.	19,134.
GOOGLE INC CL A	17,201.	17,685.
HCC INS HLDGS INC	17,753.	19,535.
ISHARES TR RUSSELL 2000 GROWTH INDEX FD	18,259.	19,062.
JPMORGAN CHASE & CO ALERIAN MLP INDEX ETN BASED ON WAP CALLABLE DUE 05/24/20	31,023.	29,807.
JOHNSON & JOHNSON	44,644.	45,565.
LOCKHEED MARTIN CORP	36,936.	36,916.
MCCORMICK & CO INC NON VTG	15,489.	15,883.
MICROSOFT CORP	39,755.	35,524.

NOVARTIS AG ADR	8,869.	9,495.
PEPSICO INC	17,632.	17,108.
POWERSHARES EXCHANGE TRADED FDS TST INDIA PORTFOLIO ISIN # US73935L1008 SEDO	18,864.	19,737.
SPDR GOLD TR GOLD SHS	99,897.	97,212.
SPDR INDEX SHS FDS SPDR S&P EMERGNG MKT DIVIDEND ETF	84,016.	89,642.
SPDR INDEX SHS FDS SPDR S&P EMERGNG LATIN AMER ETF	17,728.	18,575.
SPDR INDEX SHS FDS S&P INTL SMALL CAP ETF	38,924.	41,252.
SANOFI SPONSORED ADR	16,152.	17,768.
STATE STREET CORP	18,070.	19,979.
STRYKER CORP COM	27,984.	28,780.
TJX COMPANIES INC	17,236.	16,980.
TRAVELERS COS INC	44,632.	46,683.
WALMART STORES INC	16,836.	15,352.
WELLS FARGO & CO NEW	18,165.	18,286.
WHIRLPOOL CORP	17,955.	22,894.
WILEY JOHN & SONS INC A COM	32,285.	28,224.
WISDOMTREE EMERG MKT EQUITY INCOME FUND	83,289.	88,644.
WISDOMTREE EMERG MKT LOCAL DEBT FD	99,748.	102,910.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,201,489.	1,215,201.

FORM 990-PF — CORPORATE BONDS — STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BUNGE LTD FIN CORP SR NT 3.2% 06/15/2017	25,829.	26,091.
DIRECTV HLDGS LLC/DIRECTV 3.8% 3/15/2022	25,910.	25,791.
EBAY INC SR NT 3.25% 10/15/20	26,957.	26,964.
GOLDMAN SACHS GRP INC MTN BE 4.2% 07/15/2014	25,977.	25,778.
JOHNSON CONTROLS INC NOTE 2.6% 12/01/2016	26,272.	26,045.
KELLOGG CO NT 3.25% 05/21/2018	27,436.	27,233.
ROYAL BK SCOTLAND GROUP PLC	24,889.	24,624.
STRYKER CORP NOTE 2% 09/30/2016	25,924.	26,032.
SYMANTEC CORP NOTE 4.2% 09/15/2020	26,574.	26,264.
TOYOTA MOTOR CREDIT CORP MTN	27,292.	27,226.
TOTAL TO FORM 990-PF, PART II, LINE 10C	263,060.	262,048.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
DOUBLE LINE TOTAL REFUND BOND FD CL I	COST	243,893.	241,902.
EATON VANCE FLOATING RATE CLASS I	COST	80,681.	81,114.
FIDELITY FLOATING RATE HIGH INCOME	COST	60,839.	60,869.
POTLATCH CORP NEW COM	COST	17,505.	18,596.
TOTAL TO FORM 990-PF, PART II, LINE 13		402,918.	402,481.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT A VINCENT 112 COUNTY HOME RD THOMPSON , CT 06277-2814	TRUSTEE 0.10	0.	0.	0.
SUSAN S VINCENT 112 COUNTY HOME RD THOMPSON, CT 06277-2814	TRUSTEE 0.10	0.	0.	0.
JARED R VINCENT 355 HARBOR ROAD SHELBURNE, VT 05482	TRUSTEE 0.10	0.	0.	0.
LYLE N VINCENT 75A WILLOW STREET BROOKLYN, NY 10022	TRUSTEE 0.10	0.	0.	0.
KRISTEN B VINCENT 355 HARBOR ROAD SHELBURNE, VT 05482	TRUSTEE 0.10	0.	0.	0.
DONG W VINCENT 75A WILLOW STREET BROOKLYN, NY 10022	TRUSTEE 0.10	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF PART XV - LINE 1A STATEMENT 11

LIST OF FOUNDATION MANAGERS

NAME OF MANAGER
ROBERT A VINCENT
SUSAN S VINCENT

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	SPDR GOLD TR GOLD SHS	P	08/29/12	09/12/12
b	SPDR GOLD TR GOLD SHS	P	08/29/12	10/08/12
c	SPDR GOLD TR GOLD SHS	P	09/27/12	11/19/12
d	SPDR GOLD TR GOLD SHS	P	08/29/12	11/19/12
e	SPDR GOLD TR GOLD SHS	P	09/27/12	11/19/12
f	SPDR GOLD TR GOLD SHS	P	09/27/12	11/19/12
g	SPDR GOLD TR GOLD SHS	P	10/16/12	11/19/12
h	SPDR GOLD TR GOLD SHS	P	08/29/12	12/11/12
i	SPDR GOLD TR GOLD SHS	P	09/27/12	12/11/12
j	LONG-TERM CAPITAL GAIN DISTRIBUTIONS			
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	13.		12.	1.
b	15.		14.	1.
c	12.		12.	0.
d	14.		13.	1.
e	11.		11.	0.
f	4.		4.	0.
g	13.		13.	0.
h	10.		11.	<1.>
i	4.		4.	0.
j				240.
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				1.
b				1.
c				0.
d				1.
e				0.
f				0.
g				0.
h				<1.>
i				0.
j				240.
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	242.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

223591
05-01-12

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

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

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

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

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

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

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

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

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	VINCENT FAMILY CHARITABLE FOUNDATION	46-0711387
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O box, see instructions. 112 COUNTRY HOME ROAD	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions THOMPSON, CT 06277-2814	

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

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

- The books are in the care of ▶ ROBERT A VINCENT 112 COUNTRY HOME ROAD - THOMPSON, CT 06277-2814

  Telephone No ▶ 617-482-1776 FAX No ▶ N/A
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2013 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 2012 or

▶ [ ] tax year beginning ______________ , and ending ______________

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$	346.
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	$	0.
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	$	346.

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

LHA **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).

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
File by the due date for filing your return See instructions	VINCENT FAMILY CHARITABLE FOUNDATION	46-0711387
	Number, street, and room or suite no. If a P O box, see instructions 112 COUNTY HOME ROAD	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions THOMPSON, CT 06277-2814	

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 ▶ ROBERT A VINCENT 112 COUNTY HOME ROAD - THOMPSON, CT 06277-2814

Telephone No ▶ 617-482-1776 FAX No ▶ N/A

● If the organization does not have an office or place of business in the United States, check this box ▶ [ ]

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

4 I request an additional 3-month extension of time until NOVEMBER 15, 2013.

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

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

7 State in detail why you need the extension
ALL INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN IS NOT AVAILABLE AT THIS TIME.

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	$ 346.
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	$ 346.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

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

Signature ▶ Margaret ... Title ▶ ENROLLED AGENT Date ▶ 8/14/2013

Form 8868 (Rev. 1-2013)

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01-21-13

10030827 796485 21-230 2012.03030 VINCENT FAMILY CHARITABLE F 21-230_1

VINCENT FAMILY CHARITABLE FOUNDATION

Prepared by:
Goulston & Storrs, P.C.
400 Atlantic Avenue
Boston, Massachusetts 02110
(617) 482-1776
www.goulstonstorrs.com

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VINCENT FAMILY CHARITABLE FOUNDATION

I, Robert A. Vincent, of Thompson, Connecticut, hereby make this Declaration of Trust as of July 10, 2012, known as the Vincent Family Charitable Foundation, and I, as Grantor, and Susan S. Vincent of Thompson, Connecticut ("Susan"), Jared R. Vincent of Telluride, Colorado, Lyle N. Vincent of New York, New York, Kristen Brush Vincent of Telluride, Colorado, Dong Wang Vincent of New York, New York and I, as Trustees, agree that any property transferred to the Trustees shall be held by them in accordance with the following provisions.

ARTICLE 1

OPERATION OF THE TRUST FOR CHARTIABLE PURPOSES

1.1. Trust is Exclusively for Charitable Purposes. The Trustees shall operate the trust in furtherance of Charitable Purposes (hereinafter defined) and may distribute in furtherance of Charitable Purposes such amounts of the net income and principal, including the whole thereof, at such times and in such proportions as the Trustees determine. No property shall be received and accepted by the Trustees unless the same may be administered and distributed in accordance with the provisions of this Declaration of Trust in furtherance of Charitable Purposes. The term "Charitable Purposes" means those religious, charitable, scientific, literary, or educational purposes described in each of Sections 170(c)(2)(B), 501(c)(3), 2055(a), 2106(a), and 2522(a) of the Code.

1.2. Qualification of Trust Under Section 501(c)(3) of the Code. No part of the net earnings of this trust shall inure or be payable to or for the benefit of any private shareholder or individual. No substantial part of the activities of this trust shall be the carrying on of propaganda or otherwise attempting to influence legislation. No part of the activities of this trust shall be the participation in, or intervention in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

1.3. Private Foundation Provisions Required Under Section 508(c) of the Code. During such periods, if any, as this trust shall constitute a private foundation within the meaning of Section 509 of the Code, then notwithstanding anything contained in this trust to the contrary:

1.3.1. The Trustees shall make distributions from this trust for each taxable year at such time and in such manner as not to subject this trust to the tax on undistributed income imposed by Section 4942 of the Code.

1.3.2. The Trustees shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code; nor retain any excess business holdings as defined in Section 4943(c) of the Code; nor make any investments in such manner as to incur tax liability under Section 4944 of the Code; nor make any taxable expenditures as defined in Section 4945(d) of the Code.

1.4. Termination of Trust. The trust shall continue until the Trustees terminate it by distributing all of its assets, which action may be taken by the Trustees in their discretion at any time. On such termination, the trust fund as then constituted shall be distributed to or for the use of such organization(s) then described in Section 501(c)(3) of the Code (hereinafter defined) and exempt from tax under Section 501(a) of the Code, in such amounts and for such Charitable Purposes, as the Trustees shall then select and determine.

1.5. Conversion of Trust to Charitable Corporation. The Trustees are authorized and empowered to form and organize a non-profit corporation limited to any purpose provided for in this Declaration of Trust, such corporation to be organized under the laws of any state or under the laws of the United States as may be determined by the Trustees; such corporation when organized shall have the power to administer and control the affairs and property and to carry out the uses, objects and purposes of this trust. Upon the creation and organization of such corporation, the Trustees are authorized and empowered to convey, transfer and deliver to such corporation all the property and assets to which this trust may be or become entitled. The charter, by-laws and other provisions for the organization and management of such corporation and its affairs and property shall be such as the Trustees shall determine, consistent with the provisions of this Declaration of Trust.

ARTICLE 2

TRUST IS IRREVOCABLE BUT MAY BE AMENDED

This trust shall be irrevocable but may be amended from time to time by written instrument, signed by the Trustees, and acknowledged by any of the Trustees, provided that no amendment shall authorize the Trustees to conduct the affairs of this trust in any manner or for any purpose contrary to the provisions of Section 501(c)(3) of the Code or change the provisions of this Article 2. Notwithstanding anything contained herein to the contrary, the Trustees are authorized and empowered to execute such amendments as may be necessary or appropriate to enable this trust to secure and maintain exemption from taxes as an organization described in Section 501(c)(3) of the Code. All instruments amending this Declaration of Trust shall be noted upon or kept attached to the executed original of this Declaration of Trust held by the Trustees.

ARTICLE 3

PROVISIONS RELATING TO TRUSTEESHIP

3.1. Appointment of Successor Trustees. So long as at least one Trustee is serving hereunder, no vacancy shall be deemed to exist. If there is a vacancy in the trusteeship, successor Trustees may be appointed (i) by me or, (ii) in the event of my incapacity or after my death, by Susan or, (iii) in the event of Susan's incapacity or after her death, by the Trustees then serving or, (iv) if none, by a majority of the then governing committee of Goulston & Storrs, a Professional Corporation, of Boston, Massachusetts, or its successors.

3.2. Appointment of Additional Trustees. The Trustees may appoint additional Trustees.

3.3. Resignation. Any Trustee may resign by notifying me or, in the event of my incapacity or after my death, Susan or, in the event of Susan's incapacity or after her death, any other Trustee. Any Trustee who shall be incapacitated and therefore unable to perform his or her duties shall be deemed to have resigned, and such resignation shall take effect without the need for any action by such Trustee.

3.4. Removal. I shall have the right to remove any Trustee. In the event of my incapacity or after my death, Susan may remove any Trustee.

3.5. Delegation of Duties. Any Trustee may, from time to time, delegate his or her powers and duties (including discretionary powers) to any other Trustee or any other person not otherwise prohibited from exercising such power. Such delegation may include designating any person to sign any documents or checks, withdrawals and other instruments by or on behalf of any trust, to make remittances or other transfers of funds or other assets, and to perform any other act specified in said instrument.

3.6. Form of Action. Any appointment of a Trustee or delegation of one or more powers or duties of a Trustee shall be by a written instrument. Any appointment of a Trustee or delegation shall not take effect until the appointee or delegate shall give his or her acceptance thereto. Any revocation of a delegation of one or more powers or duties of a Trustee shall be by written instrument and shall not take effect until delivered to the delegate. Any removal of a Trustee shall not take effect until such Trustee is notified by written instrument. Any resignation of a Trustee shall be by a written instrument and shall not take effect until delivered as provided in Section 3.3.

3.7. Majority Action. The Trustees shall act by majority vote, except as provided below, and any instrument signed by such majority shall constitute the valid act of the Trustees.

3.8. Compensation and Bond. The Trustees shall be entitled to reasonable compensation to be paid from the trust property. No Trustee shall be required to give a bond for the performance of his or her duties or to furnish surety on any bond.

3.9. Liability. Unless due to his or her own willful default or gross negligence, no Trustee shall be liable for his or her acts or omissions or those of any co-Trustee or prior Trustee. No Trustee shall be liable for the failure to demand or contest an accounting of any fiduciary, to seek redress of any breach of any fiduciary duty, or to require delivery of any property from a fiduciary unless such failure is due to the Trustee's own willful default or gross negligence.

3.10. Indemnification. Each Trustee shall be indemnified and held harmless to the extent of the property held hereunder for any liability incurred by such Trustee while acting hereunder except for liabilities incurred by such Trustee through such Trustee's own willful default or gross negligence.

3.11. Trustee's Certificate and Trust Disclosure. A written instrument signed by any Trustee hereunder as to the identity of the Trustees or as to any other facts or matters relating to the trust or its management shall be conclusive as to all facts stated in such instrument in favor of any person relying thereon, and no one dealing with any Trustee shall be held to see to the application of any money or property transferred to or upon the order of such Trustee. In addition, the Trustees may record the trust instrument and any resignation, removal, appointment, acceptance, amendment or revocation in the registry of deeds for the county or district where any real estate held by the Trustees is situated.

3.12. Trustee Discretion. Subject to the distribution requirements in Section 1.3, the determination of the Trustees as to whether or not to make any discretionary payments under this instrument, the amount of each payment, and the exercise of any other discretionary power shall not be reviewable.

ARTICLE 4

TRUSTEES' POWERS

In addition to and intentionally as an expansion of their common law and statutory powers, and in any case, not in limitation thereof, the Trustees shall have and may exercise the following powers :

4.1. To invest and reinvest in any property, both real and personal, regardless of whether any particular investment would otherwise be proper for Trustees and regardless of the extent of diversification of the assets in the trust, including, but not limited to, stocks, and other securities (taxable or tax-exempt), derivatives (such as calls, puts and options), common trust funds, mutual funds of any type, money market funds, bank accounts (whether or not in a state or federally insured financial institution), real estate (wherever located), partnerships, limited liability companies, joint ventures and other unincorporated entities.

4.2. To retain any property for whatever period they deem advisable in the form in which the Trustees receive the same or any form into which the same may be converted.

4.3. To sell and to grant options to purchase all or any part of the trust property, both real and personal, at any time at public or private sale, for such consideration, whether or not the highest possible consideration, and upon such terms, including credit, as they deem advisable, and to execute, acknowledge and deliver deeds or other instruments in connection therewith, with or without covenants, warranties and representations. No purchaser shall be held to see to the application of the purchase money.

4.4. To enter into leases or other contracts, which need not be fully performed during the duration of the trust hereunder. To improve any real estate at any time held by them, including the power to demolish, alter or repair buildings, alter boundary lines, and to change, impose or delete restrictions or conditions on such real estate.

4.5. To execute any deeds, mortgages, releases, discharges of mortgages, assignments or extensions of mortgages, promissory notes, leases or other documents, which the Trustees may deem advisable.

4.6. With respect to any corporation, association or other entity the securities of which are held by the Trustees, (a) to participate in person or by proxy (with or without power of substitution) or pursuant to a voting trust in any meeting of stockholders, directors or securities holders of any kind; (b) to execute waivers of notice of the time, place and purposes of any meeting; (c) to consent to any action by such entity without a meeting and to execute formal instruments of consent; (d) to participate in any type of reorganization, recapitalization, merger, consolidation, liquidation, dissolution or other action; (e) to exercise subscription or conversion rights; (f) to serve or to designate an employee or representative to serve as an officer or director of any such entity and to vote any securities for the election of such person; (g) to deposit any securities with any voting trust and to pay expenses in connection therewith; and (h) to take any other action as owners with respect to securities held hereunder.

4.7. To hold any securities or other property, both real and personal, in the name of such nominee as they shall select, without disclosing the fact that such property is held in a fiduciary capacity, and to indemnify any such nominee against any loss resulting from holding such property as nominee.

4.8. To keep any trust property at any place within or without the United States or with a depository or custodian at any such place.

4.9. To appoint, employ, and remove others in connection with the administration of the trust including officers, an advisory board, legal counsel, investment advisors (including on a discretionary basis), brokers, accountants and agents, to pay them reasonable compensation in addition to the Trustees' compensation, notwithstanding the fact that a Trustee may receive a direct or indirect financial benefit as a result of such employment or may be affiliated with any one or more of them, and to determine the extent to which the Trustees should rely upon the information or advice provided by any such persons.

4.10. To inspect and evaluate any asset received or purchased (or contemplated to be received or purchased) for the purpose of determining the status of such asset with respect to any federal, state or local law relating to protection of the environment or human health ("environmental law"); to purchase insurance on any such asset to cover liability and damage due to violation of any environmental law; to take any action necessary to deal with any actual or threatened violation of any environmental law with regard to such asset; to refuse to accept in trust any asset if the Trustees determine that the asset is or could be in violation of any environmental law; and to settle or compromise any and all claims asserted under any environmental law against any trust or against the Trustees. All costs and damages incurred under this subparagraph, including, without limitation, costs of inspections and evaluations, insurance premiums, claims, fees, fines and penalties ("environmental costs"), shall be charged against the trust to which such expenses relate. With respect to any assets received from me or my estate, each Trustee shall be indemnified and held harmless by me and my estate from and against all personal liability for any environmental costs arising from the violation of any

5.5. Counterparts. This instrument may be executed in any number of counterpart copies, each of which counterpart copies shall be deemed an original for all purposes.

5.6. Titles. The titles of all Articles and Sections hereunder are inserted for reference only and do not affect the interpretation of this trust.

5.7. Sealed Instrument. This trust shall take effect as a sealed instrument.

IN WITNESS WHEREOF, Robert A. Vincent has hereunto set his hand and seal as Grantor, and Robert A. Vincent, Susan S. Vincent, Jared R. Vincent, Lyle N. Vincent, Kristen Brush Vincent and Dong Wang Vincent have hereunto set their hands and seals as Trustees, the day and year first above written.

____

Robert A. Vincent, Grantor and Trustee

____

Susan S. Vincent, Trustee

____

Jared R. Vincent, Trustee

____

Lyle N. Vincent, Trustee

____

Kristen Brush Vincent, Trustee

Dong Wang Vincent

Dong Wang Vincent, Trustee

State of Massachusetts

County of Worcester, ss.

On this 31st day of July, 2012, before me, the undersigned notary public, personally appeared Robert A. Vincent, who is personally known to me ~~or who has produced~~ ____________________ ~~as satisfactory identification~~ that he is the person whose name is signed on the preceding document, and acknowledged that he signed such document voluntarily for its stated purpose.

Lorraine A Lupien
Notary Public
My Commission Expires: Feb 17, 2017

LORRAINE A. LUPIEN
Notary Public
Massachusetts
Commission Expires Feb 17, 2017