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

2012

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

BANK OF AMERICA CLIENT FOUNDATION
P.O. BOX 40200, MC FL9-100-10-19
JACKSONVILLE, FL 32203-0200A Employer identification number
59-6142753B Telephone number (see the instructions)
941-952-2697C If exemption application is pending, check here. ☐D 1 Foreign organizations, check here. ☐2 Foreign organizations meeting the 85% test, check here and attach computation. ☐E If private foundation status was terminated under section 507(b)(1)(A), check here. ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ☐

Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationFair market value of all assets at end of year
(from Part II, column (c), line 16)

\$ 16,346,446.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis.)

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 (att sch)

2 ☒ If the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 1,332,739.

7 Capital gain net income (from Part IV, line 2)

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/(loss) (att sch)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11.

13 Compensation of officers, directors, trustees, etc.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) SEE ST 1

c Other prof fees (attach sch) SEE ST 2

17 Interest

18 Taxes (attach schedule)(see instrs) SEE STM 3

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

SEE STATEMENT 4

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid PART XV.

26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

914 gne

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
ASSETS	1	Cash — non-interest-bearing			
	2	Savings and temporary cash investments	1,263,076.	1,897,403.	1,897,403.
	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 sch) . ▶			
		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 (attach schedule)..... STATEMENT 5	759,228.	758,564.	874,154.
	b	Investments — corporate stock (attach schedule) . STATEMENT 6.	7,613,688.	7,297,893.	8,956,463.
	c	Investments — corporate bonds (attach schedule) . STATEMENT 7	4,191,391.	4,142,714.	4,341,688.
	11	Investments — land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule) . ▶				
12	Investments — mortgage loans				
13	Investments — other (attach schedule) STATEMENT 8 ..	252,842.	266,940.	276,738.	
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)	14,080,225.	14,363,514.	16,346,446.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & 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. <input checked="" type="checkbox"/>				
	24	Unrestricted	14,080,225.	14,363,514.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds ..			
	28	Paid-in or capital surplus, or land, building, and equipment fund .			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	14,080,225.	14,363,514.	
	31	Total liabilities and net assets/fund balances (see instructions)	14,080,225.	14,363,514.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	14,080,225.
2	Enter amount from Part I, line 27a.	2	282,303.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	1,651.
4	Add lines 1, 2, and 3	4	14,364,179.
5	Decreases not included in line 2 (itemize). ▶ SEE STATEMENT 10	5	665.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30 ..	6	14,363,514.

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 shares MLC Company)

(b) How acquired
P — Purchase
D — Donation(c) Date acquired
(month, day, year)(d) Date sold
(month, day, year)

1 a SALES OF PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b CAPITAL GAIN DIVIDENDS			
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 1,267,499.		721,656.	545,843.
b			
c			
d			
e			

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			545,843.
b			65,240.
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	611,083.
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 If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	-2,519.

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 (column (b) divided by column (c))
2011	661,728.	16,239,632.	0.040748
2010	504,856.	15,470,818.	0.032633
2009	573,667.	14,247,326.	0.040265
2008	806,812.	14,096,105.	0.057237
2007	825,262.	15,588,168.	0.052942

2 Total of line 1, column (d)	2	0.223825
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	0.044765
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	15,941,605.
5 Multiply line 4 by line 3	5	713,626.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,577.
7 Add lines 5 and 6.	7	723,203.
8 Enter qualifying distributions from Part XII, line 4	8	659,210.

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary — see instrs)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1 19,154.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2 0.
3 Add lines 1 and 2		3 19,154.
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 19,154.
6 Credits/Payments:		
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a 11,604.	
b Exempt foreign organizations — tax withheld at source	6 b	
c Tax paid with application for extension of time to file (Form 8868)	6 c	
d Backup withholding erroneously withheld	6 d	
7 Total credits and payments. Add lines 6a through 6d	7 11,604.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9 7,550.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 the instructions for definition)? <i>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.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV.</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) FL		
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? <i>If 'No,' attach explanation.</i> SEE STATEMENT 11.		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)? <i>If 'Yes,' complete Part XIV.</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions).....	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions).....	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?..... Website address..... ▶ N/A	13	X	
14	The books are in care of ▶ <u>AMY R. LYNCH</u> Telephone no. ▶ <u>860-657-7015</u> Located at ▶ <u>200 GLASTONBURY BLVD, STE 200 GLASTONBURY CT</u> ZIP + 4 ▶ <u>06033-4056</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here..... N/A ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year..... ▶ 15 N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?.....	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ▶				

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

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

	Yes	No
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here..... ▶ <input type="checkbox"/>	1 b	X
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?.....	1 c	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?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years ▶ 20 __, 20 __, 20 __, 20 __		
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.).....	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 __, 20 __, 20 __, 20 __		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b 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.).....	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?.....	4 a	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?.....	4 b	X

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Form 990-PF (2012)

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)?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? ... ☐ Yes ☒ No

If 'Yes' to 6b, file Form 8870.

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BANK OF AMERICA, N.A. P.O. BOX 40200 JACKSONVILLE, FL 32203-0200	TRUSTEE 1.00	145,105.	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. ... ☐ 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 (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 ▶		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.

1	BOYS AND GIRLS CLUBS OF SARASOTA FREDERIC W. AND MARGARET E. KURTZ FUND PER GRANT. TO SUPPORT SCHOOL YEAR SCHOLARSHIP.	37,500.
2	BIG BROTHERS BIG SISTERS OF THE SUNCOAST FREDERIC W. AND MARGARET E. KURTZ FUND PER GRANT. TO SUPPORT THE DECISIONS TO WIN PROGRAM.	30,000.
3	SEE STATEMENT 12 	25,000.
4	CHILD PROTECTION CENTER INC. VIRGINIA WHITE CLARK MEMORIAL FUND TO SUPPORT THE SEXUAL ABUSE TREATMENT PROGRAM.	25,000.

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.

1	N/A	
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3.		0

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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.....	1 a	14,834,671.
b Average of monthly cash balances.....	1 b	1,349,700.
c Fair market value of all other assets (see instructions).....	1 c	
d Total (add lines 1a, b, and c).....	1 d	16,184,371.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).....	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets.....	2	0.
3 Subtract line 2 from line 1d.....	3	16,184,371.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions).....	4	242,766.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.....	5	15,941,605.
6 Minimum investment return. Enter 5% of line 5.....	6	797,080.

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	797,080.
2 a Tax on investment income for 2012 from Part VI, line 5.....	2 a	19,154.
b Income tax for 2012. (This does not include the tax from Part VI.).....	2 b	
c Add lines 2a and 2b.....	2 c	19,154.
3 Distributable amount before adjustments. Subtract line 2c from line 1.....	3	777,926.
4 Recoveries of amounts treated as qualifying distributions.....	4	
5 Add lines 3 and 4.....	5	777,926.
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	777,926.

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.....	1 a	659,210.
b Program-related investments — total from Part IX-B.....	1 b	
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).....	3 a	
b Cash distribution test (attach the required schedule).....	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.....	4	659,210.
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	
6 Adjusted qualifying distributions. Subtract line 5 from line 4.....	6	659,210.

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.....				777,926.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only.....			0.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007.....	75,856.			
b From 2008.....	111,776.			
c From 2009.....				
d From 2010.....				
e From 2011.....				
f Total of lines 3a through e.....	187,632.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 659,210.				
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.....				659,210.
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).)	118,716.			118,716.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5.....	68,916.			
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 instructions.....			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013.....				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).....	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).....	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.....	68,916.			
10 Analysis of line 9:				
a Excess from 2008.....	68,916.			
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)**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

Tax year

Prior 3 years

(a) 2012

(b) 2011

(c) 2010

(d) 2009

(e) Total

b 85% of line 2a.

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

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

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

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

a 'Assets' alternative test – enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c 'Support' alternative test – enter:

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

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

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

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

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 13

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines:

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

Part XVI Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE SUPPLEMENTAL SCHEDULE			GENERAL	569,763.
Total			3 a	569,763.
b Approved for future payment				
Total			3 b	

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) Exclu- sion code	(d) Amount		
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	443,758.	
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	611,083.	
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)				1,054,841.	
13	Total. Add line 12, columns (b), (d), and (e)					13 1,054,841.

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

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

[illegible]

BANK OF AMERICA CLIENT FOUNDATION

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STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND TAX PREP FEES	\$ 6,993.	\$ 6,993.		
TOTAL	<u>\$ 6,993.</u>	<u>\$ 6,993.</u>		<u>\$ 0.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ASSET MANAGEMENT FEES.	\$ 33.	\$ 33.		
GRANTMAKING FEES	31,065.			\$ 31,065.
TOTAL	<u>\$ 31,098.</u>	<u>\$ 33.</u>		<u>\$ 31,065.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	\$ 16,175.			
FOREIGN TAXES	3,064.	\$ 3,064.		
TOTAL	<u>\$ 19,239.</u>	<u>\$ 3,064.</u>		<u>\$ 0.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LICENSES AND FEES	\$ 340.			\$ 340.
TOTAL	<u>\$ 340.</u>	<u>\$ 0.</u>		<u>\$ 340.</u>

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STATEMENT 5
FORM 990-PF, PART II, LINE 10A
INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS

<u>U.S. GOVERNMENT OBLIGATIONS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
GOVERNMENT OBLIGATIONS	COST	\$ 758,564.	\$ 874,154.
		\$ 758,564.	\$ 874,154.
	TOTAL	\$ 758,564.	\$ 874,154.

STATEMENT 6
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

<u>CORPORATE STOCKS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
COMMON STOCK	COST	\$ 7,297,893.	\$ 8,956,463.
	TOTAL	\$ 7,297,893.	\$ 8,956,463.

STATEMENT 7
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

<u>CORPORATE BONDS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
FIXED-INCOME FUNDS	COST	\$ 4,142,714.	\$ 4,341,688.
	TOTAL	\$ 4,142,714.	\$ 4,341,688.

STATEMENT 8
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

<u>OTHER PUBLICLY TRADED SECURITIES</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
COMMODITIES	COST	\$ 210,000.	\$ 213,456.
PUBLIC REAL ESTATE INVESTMENT TRUSTS	COST	56,940.	63,282.
	TOTAL	\$ 266,940.	\$ 276,738.

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**STATEMENT 9
FORM 990-PF, PART III, LINE 3
OTHER INCREASES**

OTHER NONTAXABLE RECEIPTS TOTAL \$ 1,651.
\$ 1,651.

**STATEMENT 10
FORM 990-PF, PART III, LINE 5
OTHER DECREASES**

TAX COST ADJUSTMENTS TOTAL \$ 665.
\$ 665.

**STATEMENT 11
FORM 990-PF, PART VII-A, LINE 8B
COPIES OF FORM 990-PF TO STATE OFFICIALS**

FILING A COPY IS NOT REQUIRED PER FLORIDA STATUTE 220.03.

**STATEMENT 12
FORM 990-PF, PART IX-A, LINE 3
SUMMARY OF DIRECT CHARITABLE ACTIVITIES**

<u>DIRECT CHARITABLE ACTIVITIES</u>	<u>EXPENSES</u>
THE MINISTRY OF CARING INC.	\$ 25,000.
FREDERIC W. AND MARGARET E. KURTZ FUND PER GRANT.	
TO SUPPORT THE GENERAL OPERATION OF THE MARY MOTHER OF HOPE HOUSES 1 AND II.	

**STATEMENT 13
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION**

NAME OF GRANT PROGRAM: BANK OF AMERICA CLIENT FOUNDATION
NAME: SEE ATTACHED GRANT GUIDELINES
CARE OF:
STREET ADDRESS:
CITY, STATE, ZIP CODE:
TELEPHONE:
E-MAIL ADDRESS:
FORM AND CONTENT: SEE ATTACHED GRANT GUIDELINES
SUBMISSION DEADLINES: SEE ATTACHED GRANT GUIDELINES
RESTRICTIONS ON AWARDS: SEE ATTACHED GRANT GUIDELINES

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FORM 990-PF

PAGE 6, PART VIII, LINE 1, COLUMN B:

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

2012

FEDERAL WORKSHEETS

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BANK OF AMERICA CLIENT FOUNDATION

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AVERAGE MONTHLY FAIR MARKET VALUE OF SECURITIES
FORM 990-PF, PART X, LINE 1A

SECURITY	JANUARY	FEBRUARY	MARCH	APRIL	MAY	JUNE	JULY	AUGUST	SEPTEMBER	OCTOBER	NOVEMBER	DECEMBER
----------	---------	----------	-------	-------	-----	------	------	--------	-----------	---------	----------	----------

SECURITIES	14,467,510	14,678,941	14,986,152	15,104,587	14,827,745	14,686,312	14,753,663	14,813,606	14,961,405	15,040,846	14,987,248	14,708,042
------------	------------	------------	------------	------------	------------	------------	------------	------------	------------	------------	------------	------------

AVERAGES	<u>14,467,510</u>	<u>14,678,941</u>	<u>14,986,152</u>	<u>15,104,587</u>	<u>14,827,745</u>	<u>14,686,312</u>	<u>14,753,663</u>	<u>14,813,606</u>	<u>14,961,405</u>	<u>15,040,846</u>	<u>14,987,248</u>	<u>14,708,042</u>
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TOTALS 178,016,057

NUMBER OF MONTHS

12AVERAGE MONTHLY FAIR MARKET VALUE 14,834,671

2012

FEDERAL WORKSHEETS

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AVERAGE MONTHLY CASH BALANCES
FORM 990-PF, PART X, LINE 1B

CASH BAL.	JANUARY	FEBRUARY	MARCH	APRIL	MAY	JUNE	JULY	AUGUST	SEPTEMBER	OCTOBER	NOVEMBER	DECEMBER
SECURITIES	1,213,747	1,172,943	1,121,319	1,154,917	1,253,053	1,339,850	1,440,044	1,462,427	1,499,242	1,468,345	1,412,212	1,658,298
AVERAGES	1,213,747	1,172,943	1,121,319	1,154,917	1,253,053	1,339,850	1,440,044	1,462,427	1,499,242	1,468,345	1,412,212	1,658,298
TOTALS	16,196,397	NUMBER OF MONTHS										12
AVERAGE MONTHLY CASH BALANCES	1,349,700											

SUPPLEMENTAL SCHEDULE
FORM 990-PF, PART XV, 3a
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR
2012

RECIPIENT	ADDRESS	GRANTS & CONTRIBUTIONS PAID
AMERICAN HEART ASSOCIATION	SARASOTA COUNTY, FL	5,000.00
ANIMAL RESCUE COALITION INC	SARASOTA COUNTY, FL	14,000.00
AUTISM SOCIETY OF DELAWARE INC	SUSSEX COUNTY, DE	15,000.00
BBBS OF THE SUNCOAST INC	SARASOTA COUNTY, FL	30,000.00
BOY SCOUTS OF AMERICA	SARASOTA COUNTY, FL	1,582.00
BOYS AND GIRLS CLUBS OF SARASOTA	SARASOTA COUNTY, FL	37,500.00
CANCER SUPPORT COMMUNITY OF FLORIDA	SARASOTA COUNTY, FL	25,000.00
CHILD PROTECTION CENTER INC	SARASOTA COUNTY, FL	25,000.00
CIRCUS SARASOTA	SARASOTA COUNTY, FL	17,000.00
COMMUNITY FOUNDATION OF SARASOTA COUNTY	SARASOTA COUNTY, FL	20,000.00
DELAWARE GUIDANCE SERVICES	NEW CASTLE COUNTY, DE	10,000.00
EASTER SEALS OF SW FLORIDA	SARASOTA COUNTY, FL	30,736.00
EDUCATION FOUNDATION OF SARASOTA	SARASOTA COUNTY, FL	25,000.00
EMBRACING OUR DIFFERENCES	SARASOTA COUNTY, FL	10,000.00
FAMILY PROMISE OF NORTHER NEW CASTLE CNTY	NEW CASTLE COUNTY, DE	15,000.00
FAMILY NETWORK ON DISABILITIES	MANATEE COUNTY, FL	10,000.00
FIRST CONGREGATIONAL CHURCH	SARASOTA COUNTY, FL	21,205.00
FLORIDA CENTER FOR EARLY CHILDHOOD	SARASOTA COUNTY, FL	10,000.00
FLORIDA SHERIFFS YOUTH RANCHES	MANATEE COUNTY, FL	3,810.00
FLORIDA STUDIO THEATRE INC	SARASOTA COUNTY, FL	15,000.00
FOOD BANK OF DELAWARE	NEW CASTLE COUNTY, DE	15,000.00
FOUNDATION FOR DREAMS INC	SARASOTA COUNTY, FL	15,000.00
GIRLS INC OF SARASOTA COUNTY	SARASOTA COUNTY, FL	18,000.00
ITN SARASOTA	SARASOTA COUNTY, FL	10,000.00
JUVENILE FACILITY FOUNDATION	SARASOTA COUNTY, FL	315.00
LATIN AMERICA COMMUNITY CENTER	SARASOTA COUNTY, FL	15,000.00
MIRACLE LEAGUE OF MANASOTA INC	SARASOTA COUNTY, FL	10,000.00
NAMI DELAWARE	NEW CASTLE COUNTY, DE	5,000.00
NATIONAL MULTIPLE SCLEROSIS SOC OF DEL	NEW CASTLE COUNTY, DE	15,000.00
PINES OF SARASOTA FOUNDATION, INC	SARASOTA COUNTY, FL	8,235.00
SALVATION ARMY	SARASOTA COUNTY, FL	1,580.00
SARASOTA ORCHESTRA	SARASOTA COUNTY, FL	10,080.00
SOCIETY FOR THE INCREASE OF THE MINISTRY	HARTFORD COUNTY, CT	6,400.00
SOUTHEASTERN GUIDE DOGS INC	SARASOTA COUNTY, FL	10,000.00
THE IVY LEAGUE CLUB	SARASOTA COUNTY, FL	6,720.00
THE MINISTRY OF CARING INC	NEW CASTLE COUNTY, DE	25,000.00
THE PLAYERS THEATRE	SARASOTA COUNTY, FL	10,200.00
THE UPSIDE DOWN FOUNDATION	SARASOTA COUNTY, FL	10,000.00
UNIVERSITY OF PENNSYLVANIA	PHILADELPHIA, PA	22,400.00
WOMENS' RESOURCE CENTER	SARASOTA COUNTY, FL	15,000.00
TOTAL		569,763.00

NOTE

NO RECIPIENT IS AN INDIVIDUAL

THERE ARE NO RELATIONSHIPS TO ANY FOUNDATION MANAGERS OR SUBSTANTIAL CONTRIBUTORS

ALL RECIPIENTS ARE 501(c)(3) ORGANIZATIONS AND NONE ARE PRIVATE FOUNDATIONS

ALL GRANTS ARE FOR GENERAL PROGRAM SUPPORT OR CAPITAL PROJECTS

FORM 990-PF PART XV

TIN 59-6142753



THE BANK OF AMERICA CLIENT FOUNDATION



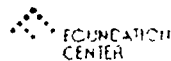
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Welcome

In 1961, Sarasota, Florida, Bank and Trust Company (now Bank of America) formed the Bank of America Client Foundation to support charitable endeavors in the local area. The Foundation is set up with funds from several donors with varying interests. The Foundation typically makes grants to local Sarasota organizations with a successful track record.

Support is given to arts, community, natural science, historic preservation, education, and human service organizations.

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THE BANK OF AMERICA CLIENT FOUNDATION



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Funding Guidelines

Fields of Interest:

- Arts
- Community
- Natural Science
- Historic Preservation
- Education
- Human Services

Geographic Restrictions:

Sarasota County, Florida and Delaware.

Grant Information:

In 2007, the Foundation distributed 23 grants totaling \$745,298. The majority of grants were one year in duration and ranged in size from \$10,000 to \$60,000.

Application Deadlines: April 15th; September 15th

Online applications must be date/time stamped no later than 11:59 p.m. on the due date. If the deadline falls on a weekend or holiday, the deadline is advanced to the next business day. All information required must be complete at time of submittal. Applicants are encouraged to submit applications in advance of the deadline.

Notification Dates:

Applicants will be notified in writing of the acceptance or rejection of their request within three to four months of the application deadline.

Restrictions:

Organizations considered for funding must be classified as qualified public charities under Section 501(c)(3) of the Internal Revenue Code. The Foundation does not make grants to individuals. In addition, the Foundation generally does not provide funding for: general operating expenses; endowment or annual giving campaigns, debt reduction or financing, conferences, seminars, workshops, travel, surveys or advertising; individual schools; or child care facilities.

Requirements:

After a grant is made, the grantee organization is required to complete a final report of grant expenditures with financial and programmatic information. Future grant requests will not be considered if reports on previous grants are not completed.



THE BANK OF AMERICA CLIENT FOUNDATION



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Reporting Requirements

Final Report of Grant Expenditure

A final report of grant expenditure must be completed and returned to the Bank of America Client Foundation office once funds have been expended. If the organization wishes to extend the grant period, it must secure permission to do so by writing to the Foundation at the address below.

The Bank of America Client Foundation*
c/o Maryann L. Smith
Vice President, Senior Trust Officer
US Trust - Bank of America Private Wealth Management
50 Central Avenue, Suite 750
Mail Code FL4-234-07-01
Sarasota, FL 34236

Tel: (941) 951-4103
E-mail: maryann.l.smith@ustrust.com

*** PLEASE NOTE:** All correspondence should clearly identify
"Bank of America Client Foundation" in the address

Please include the following information in the Final Report of Grant Expenditure:

- Organization Name, address, email address and website address
- Name of Foundation
- Amount of Grant
- Description of Grant
- Name and telephone number of person administering the grant
- A financial accounting of how the funds were expended, in addition to copies of receipts and invoices over \$1,000. This should be presented in the form of your budget as shown in the original grant request. It should include Income and Expenses both Projected and Actual.
- Outcomes Measurement is a tool all agencies should use to ensure effectiveness of their programs. You must refer to the outcomes as listed in the grant contract and explain how this grant did or did not meet the outcomes

Program/project goal: A broad statement that describes what you accomplished with the funding

Outputs: Direct products of program/project operation (e.g. number of classes taught, number of participants)

Outcomes: Benefit to participants during or after participation in the program/project.

- Provide an explanation of changes you are making or considering as a result of analyzing your outcomes measurement data.
- A candid assessment of the strengths and weaknesses of the project. This evaluation will help us as a Foundation improve our grantmaking
- Publicity generated from or for your organization about this award, if applicable (enclose newspaper clippings, newsletter articles, photos, etc.)

Completing this Final Report is a very important responsibility of a grantee. An incomplete, late, or missing report may delay opportunities to apply for grants in the future.



THE BANK OF AMERICA CLIENT FOUNDATION



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Contact Information

All correspondence should be directed to:

The Bank of America Client Foundation*
c/o Maryann L. Smith
Vice President, Senior Trust Officer
US Trust - Bank of America Private Wealth Management
50 Central Avenue, Suite 750
Mail Code FL4-234-07-01
Sarasota, FL 34236

Tel: (941) 951-4103

E-mail: maryann.l.smith@ustrust.com

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Application Procedure

New Online Application Instructions

The Bank of America Client Foundation application is now available online. Deadlines are April 15 and September 15. Applicants will be notified of grant decisions by letter within 3 to 4 months after the deadline.

Follow the link below to access the online grant application for this trust. Please print out the guidelines for the Bank of America Client Foundation before going into the online application. This will provide you with a reference if a question arises.

[APPLY NOW](#)

Follow the link below to return
to an application in progress.

[RETURN](#)

A list of [Frequently Asked Questions](#) is available.

The application is comprised of the following sections:

1. Instructions
2. About Your Organization
3. Your Grant Request
4. Monitoring & Evaluation
5. Organization Financials
6. Contact Information & Acknowledgment
7. Attachments

What file formats will be accepted for attachments?

PDF, Word, or Excel are all acceptable electronic formats. Please do not send materials other than what is requested. Please note that each attachment must not exceed 25 megabytes.

What if I do not have the required attachments in electronic form?

We prefer electronic attachments. If you do not have the documents electronically, you may scan the information into a PDF file. If you do not have a scanner at your organization, you may use the services of a copy shop or a public library to scan your documents.

If you do not have documentation prepared at this time, click "Save and Finish Later" to hold the application until you are ready. You cannot submit the application and send the attachments later. Applications that do not include the required attachments cannot be processed.

Online applications must be date/time stamped no later than 11:59 p.m. on the due date. We do encourage, however, that you submit your online application before the deadline date. If you find that you must mail in some of the attachments, please be sure to leave ample time for your attachments to reach us by the published deadline. All correspondence and any material that could not be attached to the online application should be clearly marked "Bank of America Client Foundation" in the address and sent to:

The Bank of America Client Foundation
c/o Renee Ambruster, CTFA
Senior Vice President
US Trust
Bank of America Private Wealth Management
1605 Main Street, Suite 800
Sarasota, FL 34234

- HOME
- FUNDING GUIDELINES
- APPLICATION PROCEDURES
- REPORTING
- RECENT GRANTS
- CONTACT

Required Documentation

Please use 3 1/2" x 11" paper using the number and letter sequence shown below for identification purposes. Each copy of items 1-10 are to be paper clipped together (no staples). Please do not bind copies or put them in folders. If a question is not applicable to your grant request, please list the number of the question and state "N/A".

These materials must be submitted on or before April 15th or September 15th to

The Bank of America Client Foundation*
c/o Renee Armbruster, CTF
Senior Vice President
US Trust
Bank of America Private Wealth Management
1605 Main Street, Suite 800
Sarasota, FL 34236

* PLEASE NOTE: All correspondence should clearly identify "Bank of America Client Foundation" in the address.

- Items 1-11 (See [10] copies)
- Items 1-4 should be no more than five (5) pages each
- Item 10 can be a separate page

- Items 12-20 (One [1] copy)

1. Legal name of organization (name on IRS exemption letter)
2. Physical address and mailing address
3. Contact person, title (including e-mail address, if available)
4. Telephone number
5. Fax number and web site address
6. Amount of money requested for this grant application and total cost of the project
7. Using no more than three (3) sentences, describe how grant funds will be used
8. Mission of organization, primary goals, and recent major accomplishments of the organization
9. Project description (description must, at a minimum, address the following):
 - A. Number of clients to be served by this grant
 - B. The community need met by the proposal
 - C. What other local agencies or services address the same problem(s) and how they do so—a
12. If applicable, letters of agreement from collaborating organization(s)
13. Quotations from three separate sources for any individual item or system over \$1,000 requested in the grant and outlined in the budget
14. Amount of your agency's endowment, if any. AND amount of endowment of affiliated organization and/or foundation, if any
15. Where applicable, the percent of your annual budget that goes to your national affiliate. Will any percent of THIS grant go to your national affiliate?
16. Copy of your organization's audit or statement of income and expenses for the previous two years AND most recent year if applicable
17. Current annual agency budget with year to date actual and variance (revenue and expenses). Include a year's budget if available
18. A copy of the organization's most recent 501(c)(3) determination letter which is the IRS letter of exemption from federal income tax (proof of sales tax exemption certificate) or other proof of federal tax-exempt status
19. A list of the Board of Directors (their addresses and occupations)
20. A letter signed by the President/Chairman of the Board authorizing submission of the proposal

Note #1: If applicable is a foundation

statement of how your approach differs from or augments these services

- D. Plan for output measurement: the direct product of program operation (e.g. # of classes taught, # of participants served)
- E. Plan for outcomes measurement: the benefit to participants during or after participating in the program
- F. A timetable and/or work plan for the project
- G. If your project/program will cost more than you are requesting from us, indicate how you will fund the balance. Show any in-kind support, other grants applied for and/or funds already received on your project budget.
- H. If the program is ongoing, indicate a plan for continuing to fund the project after the initial grant period is over

- 10. A line item budget for the project in which you are applying. Include both revenue and expenses.

- Source/Source
Person
- Source/Source
Person

- 11. Board members have a personal responsibility to contribute financially to the organization. During the current fiscal year, how many board members have contributed? What percentage of the board has contributed? What is the dollar range of gifts and total amount contributed?

supporting a non-profit organization. Item # 8 should be answered for both foundation and organization. Items # 15, 16, 17 and 18 should be for both the foundation and the organization.

Note #2: All correspondence should clearly identify "Bank of America Client Foundation" in the address.

FORM 990-PF
PART II, BALANCE SHEET
SCHEDULE OF INVESTMENTS
EIN 59-6142753

BANK OF AMERICA CLIENT FOUNDATION
CALENDAR YEAR 2012

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	TOTAL - ALL FUNDS		
	TOTAL	PRINCIPAL	INCOME
	COST	MARKET	GAIN/LOSS
INVESTMENTS			
CASH EQUIVALENTS			
CASH, INCOME	0	0	0
CASH, PRINCIPAL	0	0	0
MONEY MARKET FUNDS, INCOME	379,058	379,058	0
MONEY MARKET FUNDS, PRINCIPAL	1,518,345	1,518,345	0
TOTAL CASH EQUIVALENTS	1,897,403	1,897,403	0
FIXED INCOME			
GOVERNMENT & AGENCY OBLIGATIONS	758,564	874,154	115,590
CORPORATE BONDS	3,749,110	3,956,231	207,121
MUNICIPAL BONDS	0	0	0
FIXED-INCOME FUNDS	318,604	314,187	(4,417)
FOREIGN BONDS	75,000	71,270	(3,730)
TOTAL FIXED INCOME	4,901,278	5,215,842	314,564
EQUITIES			
COMMON STOCK-DOMESTIC	5,443,741	7,190,063	1,746,322
COMMON STOCK-HUGHES-BURNETT INC	1,854,152	1,766,400	(87,752)
MUTUAL FUNDS	0	0	0
REAL ESTATE	56,940	63,282	6,342
CONVERTIBLE PREFERRED STOCK & BONDS	0	0	0
TOTAL EQUITIES	7,354,833	9,019,745	1,664,912
OTHER ASSETS			
COMMODITIES	210,000	213,456	3,456
INTEREST IN WORTHLESS SECURITIES	0	0	0
TOTAL OTHER ASSETS	210,000	213,456	3,456
TOTAL INVESTMENTS	14,363,514	16,346,446	1,982,932

Bank of America Client Foundation

CALENDAR YEAR 2012

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HOWARD C. ETESON

	TOTAL			INCOME		
	PRINCIPAL			INCOME		
	COST	MARKET	GAIN/LOSS			
INVESTMENTS						
CASH EQUIVALENTS						
CASH, INCOME	0.00	0.00				
CASH, PRINCIPAL	0.00	0.00				
MONEY MARKET FUNDS, INCOME	13,433.00	13,433.00	0.00			
MONEY MARKET FUNDS, PRINCIPAL	48,131.00	48,131.00	0.00			
TOTAL CASH EQUIVALENTS	61,564.00	61,564.00	0.00			
FIXED INCOME						
GOVERNMENT & AGENCY OBLIGATIONS	65,861.00	72,692.00	6,831.00			
CORPORATE BONDS	421,813.00	451,359.00	29,546.00			
FIXED-INCOME FUNDS	0.00	0.00	0.00			
FOREIGN BONDS			0.00			
TOTAL FIXED INCOME	487,674.00	524,051.00	36,377.00			
EQUITIES						
COMMON STOCK-DOMESTIC			0.00			
COMMON STOCK-FOREIGN	387,993.00	541,856.00	153,863.00			
MUTUAL FUNDS	0.00	0.00	0.00			
REAL ESTATE	0.00	0.00	0.00			
CONVERTIBLE PREFERRED STOCK/BONDS	4,590.00	5,109.00	519.00			
TOTAL EQUITIES	392,583.00	546,965.00	154,382.00			
OTHER ASSETS						
COMMODITIES			0.00			
INTEREST IN WORTHLESS SECURITIES	10,000.00	10,165.00	165.00			
TOTAL OTHER ASSETS	10,000.00	10,165.00	165.00			
TOTAL INVESTMENTS	951,821.00	1,142,745.00	190,924.00			
		0.00				

SUMMARY OF ACCOUNT ASSETS

AS OF 12/31/12

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BANK OF AMER CL FDN-ETESON-COMB

	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	ESTIMATED ANNUAL INCOME	CURRENT YIELD	UNREALIZED GAIN/LOSS
CASH AND CASH EQUIVALENTS						
INCOME CASH	13,433.35	13,433.35	1.176			
PRINCIPAL CASH	48,130.43	48,130.43	4.212			
TOTAL CASH AND CASH EQUIVALENTS	<u>61,563.78</u>	<u>61,563.78</u>	<u>5.387</u>	0.00	0.000	0.00
FIXED INCOME						
MUTUAL FUNDS-FIXED	487,674.31	524,051.21	45.859	15,117.12	2.885	36,376.90
EQUITIES						
CONSUMER DISCRETIONARY	23,982.91	34,948.88	3.058	768.19	2.198	10,965.97
CONSUMER STAPLES	27,852.96	44,925.38	3.931	1,518.79	3.381	17,072.42
ENERGY	31,347.54	59,921.73	5.244	1,873.60	3.127	28,574.19
FINANCIALS	37,719.29	40,639.49	3.556	973.98	2.397	2,920.20
HEALTH CARE	38,876.52	46,060.25	4.031	1,490.41	3.236	7,183.73
INDUSTRIALS	31,831.89	41,639.92	3.644	1,203.52	2.890	9,808.03
INFORMATION TECHNOLOGY	37,326.53	55,663.00	4.871	1,477.54	2.654	18,336.47
MATERIALS	11,226.10	17,094.61	1.496	440.86	2.579	5,868.51
TELECOMMUNICATION SERVICES	17,898.84	23,439.60	2.051	1,206.26	5.146	5,540.76
UTILITIES	18,607.85	17,783.69	1.556	850.98	4.785	-824.16
MUTUAL FUNDS-EQUITY	96,292.54	140,146.90	12.264	2,062.80	1.472	43,854.36
OTHER EQUITIES	15,030.40	19,593.20	1.715	429.00	2.190	4,562.80
TOTAL EQUITIES	<u>387,993.37</u>	<u>541,856.65</u>	<u>47.417</u>	<u>14,295.93</u>	<u>2.638</u>	<u>153,863.28</u>
BALANCED FUNDS						
MUTUAL FUNDS-BALANCED	10,000.00	10,164.56	0.889	844.30	8.306	154.56
ALTERNATIVE INVESTMENTS						
REAL ESTATE	4,589.58	5,108.83	0.447	178.52	3.494	519.25
ACCOUNT TOTAL	<u>951,821.04</u>	<u>1,142,745.03</u>	<u>100.000</u>	<u>30,435.87</u>	<u>2.663</u>	<u>190,923.99</u>

Bank of America Client Foundation

CALENDAR YEAR 2012

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	HARRY C. & ETTA A. McNAUGHT		
	TOTAL	PRINCIPAL	INCOME
INVESTMENTS	COST	MARKET	GAIN/LOSS
CASHEQUIVALENTS			
CASH, INCOME			
CASH, PRINCIPAL			
MONEY MARKET FUNDS, INCOME	1,350.00	1,350.00	0.00
MONEY MARKET FUNDS, PRINCIPAL	16,715.00	16,715.00	0.00
TOTAL CASH EQUIVALENTS	18,065.00	18,065.00	0.00
FIXED INCOME			
GOVERNMENT & AGENCY OBLIGATIONS			
CORPORATE BONDS	126,832.00	144,687.00	17,855.00
FIXED-INCOME FUNDS	220,017.00	243,155.00	23,138.00
FOREIGN BONDS	0.00	0.00	0.00
TOTAL FIXED INCOME	346,849.00	387,842.00	40,993.00
EQUITIES			
COMMON STOCK-DOMESTIC			
COMMON STOCK-FOREIGN	351,268.00	453,968.00	102,700.00
MUTUAL FUNDS	0.00	0.00	0.00
REAL ESTATE	0.00	0.00	0.00
CONVERTIBLE PREFERRED STOCK & BONDS	7,969.00	8,855.00	886.00
TOTAL EQUITIES	359,237.00	462,823.00	103,586.00
OTHER ASSETS			
COMMODITIES			0.00
INTEREST IN WORTHLESS SECURITIES			0.00
TOTAL OTHER ASSETS			0.00
TOTAL INVESTMENTS	724,151.00	868,730.00	144,579.00
		0.00	

SUMMARY OF ACCOUNT ASSETS

AS OF 12/31/12

BK OF AMER CL FDN MCNAUGHT-COMB

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	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	ESTIMATED ANNUAL INCOME	CURRENT YIELD	UNREALIZED GAIN/LOSS
CASH AND CASH EQUIVALENTS						
INCOME CASH	1,350.08	1,350.08	0.155			
PRINCIPAL CASH	16,714.91	16,714.91	1.924			
TOTAL CASH AND CASH EQUIVALENTS	18,064.99	18,064.99	2.079	0.00	0.000	0.00
FIXED INCOME						
MUTUAL FUNDS-FIXED	346,849.32	387,842.01	44.645	13,269.96	3.421	40,992.69
EQUITIES						
CONSUMER DISCRETIONARY	30,391.75	49,791.64	5.732	1,065.23	2.139	19,399.89
CONSUMER STAPLES	34,824.60	51,192.86	5.893	1,834.93	3.584	16,368.26
ENERGY	40,930.22	49,974.07	5.753	1,676.78	3.355	9,043.85
FINANCIALS	54,363.93	61,303.57	7.057	1,527.70	2.492	6,939.64
HEALTH CARE	50,463.28	60,991.98	7.021	2,190.01	3.591	10,528.70
INDUSTRIALS	27,004.24	36,701.76	4.225	1,003.72	2.735	9,697.52
INFORMATION TECHNOLOGY	43,534.97	53,388.13	6.146	1,513.74	2.835	9,853.16
MATERIALS	11,605.68	12,584.08	1.449	420.84	3.344	978.40
TELECOMMUNICATION SERVICES	20,194.38	25,265.03	2.908	1,270.92	5.030	5,070.65
UTILITIES	18,706.31	21,992.84	2.532	852.30	3.875	3,286.53
MUTUAL FUNDS EQUITY	10,248.73	30,781.73	3.542	470.76	1.530	11,532.00
TOTAL EQUITIES	351,268.09	453,967.69	52.256	13,826.93	3.046	102,699.60
ALTERNATIVE INVESTMENTS						
REAL ESTATE	7,968.73	8,855.59	1.019	308.76	3.487	886.86
ACCOUNT TOTAL	724,151.13	868,730.28	100.000	27,405.65	3.155	144,579.15

Bank of America Client Foundation

CALENDAR YEAR 2012

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RICHARDSON FOUNDATION FD

	TOTAL	PRINCIPAL	INCOME
	COST	MARKET	GAIN/LOSS
INVESTMENTS			
CASH EQUIVALENTS			
CASH, INCOME			
CASH, PRINCIPAL	8,305.00	8,305.00	
MONEY MARKET FUNDS, INCOME	36,821.00	36,821.00	
MONEY MARKET FUNDS, PRINCIPAL	45,126.00	45,126.00	0.00
TOTAL CASH EQUIVALENTS			0.00
FIXED INCOME			
GOVERNMENT & AGENCY OBLIGATIONS	42,278.00	48,311.00	6,033.00
CORPORATE BONDS	221,737.00	236,619.00	14,882.00
FIXED-INCOME FUNDS			0.00
FOREIGN BONDS			0.00
TOTAL FIXED INCOME	264,015.00	284,930.00	20,915.00
EQUITIES			
COMMON STOCK-DOMESTIC	205,379.00	284,180.00	78,801.00
COMMON STOCK-FOREIGN			0.00
MUTUAL FUNDS			0.00
REAL ESTATE			0.00
CONVERTIBLE PREFERRED STOCK			
TOTAL EQUITIES	205,379.00	284,180.00	78,801.00
OTHER ASSETS			0.00
COMMODITIES			0.00
INTEREST IN WORTHLESS SECURITIES			0.00
TOTAL OTHER ASSETS			0.00
TOTAL INVESTMENTS	514,520.00	614,236.00	99,716.00

0.00

SUMMARY OF ACCOUNT ASSETS

AS OF 12/31/12

BANK OF AMER CL FDN: RICHARDSON

PAGE 1

	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	ESTIMATED ANNUAL INCOME	CURRENT YIELD	UNREALIZED GAIN/LOSS
CASH AND CASH EQUIVALENTS						
INCOME CASH	8,305.01	8,305.01	1.352			
PRINCIPAL CASH	36,821.16	36,821.16	5.995			
TOTAL CASH AND CASH EQUIVALENTS	<u>45,126.17</u>	<u>45,126.17</u>	<u>7.347</u>	0.00	0.000	0.00
FIXED INCOME						
MUTUAL FUNDS-FIXED	264,014.92	284,930.51	46.388	8,268.07	2.902	20,915.59
EQUITIES						
CONSUMER DISCRETIONARY	5,061.97	9,849.65	1.604	177.15	1.799	4,787.68
CONSUMER STAPLES	9,543.28	15,587.25	2.538	586.25	3.761	6,043.97
ENERGY	16,747.28	23,274.00	3.789	424.00	1.822	6,526.72
FINANCIALS	20,486.86	21,987.97	3.580	555.60	2.527	1,501.11
HEALTH CARE	22,997.75	34,188.89	5.566	545.60	1.596	11,191.14
INDUSTRIALS	15,223.08	24,897.55	4.053	606.38	2.436	9,674.47
INFORMATION TECHNOLOGY	21,059.23	35,497.17	5.779	712.80	2.008	14,437.94
MATERIALS	1,846.88	3,339.75	0.544	22.50	0.674	1,492.87
TELECOMMUNICATION SERVICES	5,558.56	7,584.75	1.235	405.00	5.340	2,026.19
UTILITIES	4,057.44	4,587.90	0.747	193.50	4.218	530.46
MUTUAL FUNDS-EQUITY	92,796.63	103,334.51	16.331	1,647.35	1.534	20,537.88
TOTAL EQUITIES	<u>205,379.01</u>	<u>284,179.79</u>	<u>46.266</u>	<u>5,876.73</u>	<u>2.068</u>	<u>78,800.78</u>
ACCOUNT TOTAL	<u>514,520.10</u>	<u>614,236.47</u>	<u>100.000</u>	<u>14,144.80</u>	<u>2.303</u>	<u>99,716.37</u>

Bank of America Client Foundation

CALENDAR YEAR 2012

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DISCRETIONARY FUNDS

	TOTAL		PRINCIPAL	INCOME
	COST	MARKET	GAIN/LOSS	
INVESTMENTS				
CASH EQUIVALENTS				
CASH, INCOME				
CASH, PRINCIPAL	34,984 00	34,984 00	0 00	0 00
MONEY MARKET FUNDS, INCOME	486,501 00	486,501 00	0 00	0 00
MONEY MARKET FUNDS, PRINCIPAL	521,485 00	521,485 00	0 00	0 00
TOTAL CASH EQUIVALENTS				
FIXED INCOME				
GOVERNMENT & AGENCY OBLIGATIONS	156,423 00	186,287 00	29,864 00	29,864 00
CORPORATE BONDS	869,467 00	922,767 00	53,300 00	53,300 00
FIXED-INCOME FUNDS	188,230 00	175,920 00	(12,310 00)	(12,310 00)
FOREIGN BONDS	0 00	0 00	0 00	0 00
TOTAL FIXED INCOME	1,214,120 00	1,284,974 00	70,854 00	70,854 00
EQUITIES				
COMMON STOCK-DOMESTIC	2,244,633 00	2,956,566 00	711,913 00	711,913 00
COMMON STOCK-FOREIGN	0 00	0 00	0 00	0 00
MUTUAL FUNDS	0 00	0 00	0 00	0 00
REAL ESTATE	19,130 00	21,245 00	2,115 00	2,115 00
CONVERTIBLE PREFERRED STOCK/BONDS	0 00	0 00	0 00	0 00
TOTAL EQUITIES	2,263,763 00	2,977,811 00	714,028 00	714,028 00
OTHER ASSETS				
COMMODITIES	108,000 00	101,646 00	1,646 00	1,646 00
INTEREST IN WORTHLESS SECURITIES	0 00	0 00	0 00	0 00
TOTAL OTHER ASSETS	108,000 00	101,646 00	1,646 00	1,646 00
TOTAL INVESTMENTS	4,099,388 00	4,885,916 00	786,528 00	786,528 00
			0 00	0 00

SUMMARY OF ACCOUNT ASSETS

AS OF 12/31/12

PAGE 1

BANK OF AMERICA CLIENT FDN -COMB

	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	ESTIMATED ANNUAL INCOME	CURRENT YIELD	UNREALIZED GAIN/LOSS
CASH AND CASH EQUIVALENTS						
INCOME CASH	34,984.43	34,984.43	0.716			
PRINCIPAL CASH	486,500.43	486,500.43	9.957			
TOTAL CASH AND CASH EQUIVALENTS	<u>521,484.86</u>	<u>521,484.86</u>	<u>10.673</u>	0.00	0.000	0.00
FIXED INCOME						
MUTUAL FUNDS-FIXED	1,214,120.65	1,284,974.70	26.300	42,629.64	3.318	70,854.05
EQUITIES						
CONSUMER DISCRETIONARY	132,732.65	215,356.51	4.408	4,359.92	2.025	82,623.86
CONSUMER STAPLES	160,340.98	222,903.41	4.562	7,942.80	3.563	62,562.43
ENERGY	178,237.07	230,411.94	4.716	5,881.61	2.553	52,174.87
FINANCIALS	268,635.34	316,518.95	6.478	7,612.22	2.405	47,883.61
HEALTH CARE	237,091.89	323,158.86	6.614	8,047.45	2.490	86,066.97
INDUSTRIALS	169,796.67	243,433.38	4.982	6,244.80	2.565	73,636.71
INFORMATION TECHNOLOGY	224,557.41	330,195.18	6.758	7,309.46	2.214	105,637.77
MATERIALS	47,348.60	72,281.28	1.479	1,705.04	2.359	24,932.68
TELECOMMUNICATION SERVICES	74,800.12	94,907.57	1.942	4,880.14	5.142	20,107.45
UTILITIES	74,011.72	82,192.14	1.682	3,336.33	4.059	8,180.42
MUTUAL FUNDS-EQUITY	418,427.33	482,212.42	2.884	7,447.54	1.542	64,485.10
OTHER EQUITIES	258,673.50	342,294.12	7.006	9,119.55	2.664	83,620.62
TOTAL EQUITIES	<u>2,244,653.34</u>	<u>2,956,565.83</u>	<u>60.512</u>	<u>73,887.26</u>	<u>2.499</u>	<u>711,912.49</u>
BALANCED FUNDS						
MUTUAL FUNDS-BALANCED	100,000.00	101,645.57	2.080	8,443.04	8.306	1,645.57
ALTERNATIVE INVESTMENTS						
REAL ESTATE	19,129.78	21,245.09	0.435	740.44	3.485	2,115.31
ACCOUNT TOTAL	<u>4,099,388.63</u>	<u>4,885,916.05</u>	<u>100.000</u>	<u>125,700.38</u>	<u>2.573</u>	<u>786,527.42</u>

Bank of America Client Foundation

CALENDAR YEAR 2012

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	TOTAL	PRINCIPAL	INCOME
INVESTMENTS			
CASH EQUIVALENTS			
CASH, INCOME	0 00	0 00	0 00
CASH, PRINCIPAL	0 00	0 00	0 00
MONEY MARKET FUNDS, INCOME	2,896 00	2,896 00	0 00
MONEY MARKET FUNDS, PRINCIPAL	88,275 00	88,275 00	0 00
TOTAL CASH EQUIVALENTS	91,171 00	91,171 00	0 00
FIXED INCOME			
GOVERNMENT & AGENCY OBLIGATIONS	98,614 00	109,731 00	11,117 00
CORPORATE BONDS	452,243 00	488,383 00	36,140 00
FIXED-INCOME FUNDS	0 00	0 00	0 00
FOREIGN BONDS	0 00	0 00	0 00
TOTAL FIXED INCOME	550,857 00	598,114 00	47,257 00
EQUITIES			
COMMON STOCK-DOMESTIC	466,237 00	607,039 00	140,802 00
COMMON STOCK-FOREIGN	0 00	0 00	0 00
MUTUAL FUNDS	0 00	0 00	0 00
REAL ESTATE	5,236 00	5,828 00	592 00
CONVERTIBLE PREFERRED STOCK/BONDS	0 00	0 00	0 00
TOTAL EQUITIES	471,473 00	612,867 00	141,394 00
OTHER ASSETS			
COMMODITIES	25,000 00	25,411 00	411 00
INTEREST IN WORTHLESS SECURITIES	0 00	0 00	0 00
TOTAL OTHER ASSETS	25,000 00	25,411 00	411 00
TOTAL INVESTMENTS	1,138,501 00	1,327,563 00	189,062 00
			0 00

SUMMARY OF ACCOUNT ASSETS

AS OF 12/31/12

PAGE 1

BANK OF AMER FDN DESIGNATED-COMB

	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	ESTIMATED ANNUAL INCOME	CURRENT YIELD	UNREALIZED GAIN/LOSS
CASH AND CASH EQUIVALENTS						
INCOME CASH	2,896.20	2,896.20	0.218			
PRINCIPAL CASH	88,274.55	88,274.55	6.649			
TOTAL CASH AND CASH EQUIVALENTS	91,170.75	91,170.75	6.868	0.00	0.000	0.00
FIXED INCOME						
MUTUAL FUNDS-FIXED	550,857.28	598,114.24	45.054	17,637.36	2.949	47,256.96
EQUITIES						
CONSUMER DISCRETIONARY	24,865.03	42,017.83	3.165	947.91	2.256	17,152.80
CONSUMER STAPLES	25,908.52	39,604.64	2.983	1,384.71	3.496	13,696.12
ENERGY	30,461.99	46,459.15	3.500	1,504.41	3.238	15,997.16
FINANCIALS	42,398.63	45,409.58	3.421	1,096.80	2.415	3,010.95
HEALTH CARE	40,253.26	50,467.12	3.801	1,613.20	3.197	10,213.86
INDUSTRIALS	29,427.48	36,568.33	2.755	1,059.56	2.897	7,140.85
INFORMATION TECHNOLOGY	32,200.12	42,860.45	3.229	1,135.34	2.649	10,660.33
MATERIALS	9,340.31	12,057.59	0.908	352.40	2.923	2,717.28
TELECOMMUNICATION SERVICES	15,738.09	19,994.65	1.506	1,016.30	5.083	4,256.56
UTILITIES	16,060.56	16,935.77	1.276	733.02	4.328	875.21
MUTUAL FUNDS-EQUITY	170,740.99	215,025.14	16.197	3,426.71	1.503	44,284.15
OTHER EQUITIES	28,842.40	39,637.91	2.986	789.49	1.992	10,795.51
TOTAL EQUITIES	466,237.38	607,038.16	45.726	15,069.85	2.483	140,800.78
BALANCED FUNDS						
MUTUAL FUNDS-BALANCED	25,000.00	25,411.39	1.914	2,110.76	8.306	411.39
ALTERNATIVE INVESTMENTS						
REAL ESTATE	5,235.62	5,828.40	0.439	203.40	3.490	592.78
ACCOUNT TOTAL	1,138,501.03	1,327,562.94	100.000	35,021.37	2.638	189,061.91

Bank of America Client Foundation

CALENDAR YEAR 2012

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	KURTZ	
	TOTAL	INCOME
	COST	GAIN/LOSS
INVESTMENTS		
CASHEQUIVALENTS		
CASH, INCOME	0.00	0.00
CASH, PRINCIPAL	0.00	0.00
MONEY MARKET FUNDS, INCOME	9,445.00	0.00
MONEY MARKET FUNDS, PRINCIPAL	625,239.00	0.00
TOTAL CASH EQUIVALENTS	634,684.00	0.00
FIXED INCOME		
GOVERNMENT & AGENCY OBLIGATIONS	268,556.00	43,890.00
CORPORATE BONDS	1,500,000.00	43,813.00
MUNICIPAL BONDS		0.00
FIXED-INCOME FUNDS	125,000.00	7,921.00
FOREIGN BONDS	75,000.00	(3,730.00)
TOTAL FIXED INCOME	1,968,556.00	91,894.00
EQUITIES		
COMMON STOCK-DOMESTIC	1,712,855.00	545,535.00
COMMON STOCK-FOREIGN	0.00	0.00
MUTUAL FUNDS		0.00
REAL ESTATE	20,015.00	2,230.00
CONVERTIBLE PREFERRED STOCK/BONDS	0.00	0.00
TOTAL EQUITIES	1,732,870.00	547,765.00
OTHER ASSETS		
COMMODITIES	75,000.00	1,234.00
INTEREST IN WORTHLESS SECURITIES		0.00
TOTAL OTHER ASSETS	75,000.00	1,234.00
TOTAL INVESTMENTS	4,411,110.00	640,893.00
	0.00	

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Settlement Date

Account:

.K OF AM CLNT FDN-KURTZ-COMBINED

Portfolio Analysis

Oct. 01, 2012 through Dec. 31, 2012

Portfolio Summary by Asset Class

Description	Market Value	% of Account	% of Sector	Tax Cost	Estimated Annual Income	Current Yield
Cash/Currency						
Cash Equivalents	\$634,734.92	12.5%	100.0%	\$634,684.44	\$564.88	0.08%
Total Cash/Currency	\$634,734.92	12.5%	100.0%	\$634,684.44	\$564.88	0.08%
Equities						
U.S. Large Cap	\$1,172,694.55	23.2%	51.9%	\$820,982.20	\$35,230.02	3.00%
U.S. Mid Cap	437,461.46	8.6	19.4	365,447.95	5,512.26	1.26
U.S. Small Cap	116,862.41	2.3	5.2	99,773.37	1,398.26	1.19
International Developed	373,946.48	7.4	16.5	297,827.33	10,867.77	2.91
Emerging Markets	159,709.80	3.2	7.1	128,824.00	3,687.10	2.31
Total Equities	\$2,260,674.70	44.7%	100.0%	\$1,712,854.85	\$56,695.41	2.51%
Fixed Income						
Investment Grade Taxable	\$1,863,186.27	36.8%	90.1%	\$1,768,556.06	\$51,428.02	2.77%
International Developed Bonds	71,421.15	1.4	3.5	75,000.00	1,839.01	2.58
U.S. High Yield Tax Exempt	133,382.08	2.6	6.5	125,000.00	5,792.08	4.35
Total Fixed Income	\$2,067,989.50	40.9%	100.0%	\$1,968,556.06	\$59,059.11	2.86%
Real Estate						
Public REITs	\$22,342.49	0.4%	100.0%	\$20,014.71	\$775.56	3.48%
Total Real Estate	\$22,342.49	0.4%	100.0%	\$20,014.71	\$775.56	3.48%
Tangible Assets						
Commodities	\$76,234.18	1.5%	100.0%	\$75,000.00	\$6,332.28	8.30%
Total Tangible Assets	\$76,234.18	1.5%	100.0%	\$75,000.00	\$6,332.28	8.30%
Total Assets	\$5,061,975.79	100.0%		\$4,411,110.06	\$123,427.24	2.44%
Total	\$5,061,975.79			\$4,411,110.06	\$123,427.24	

Less accrued income (9,972.76)

5,052,003.03

Bank of America Client Foundation

CALENDAR YEAR 2012

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		VIRGINIA ROACH	
		TOTAL	INCOME
		PRINCIPAL	GAIN/LOSS
		COST	
INVESTMENTS			
CASH EQUIVALENTS			
CASH, INCOME	0 00	0 00	0 00
CASH, PRINCIPAL	0 00	0 00	0 00
MONEY MARKET FUNDS, INCOME	1,860 00	1,860 00	0 00
MONEY MARKET FUNDS, PRINCIPAL	13,047 00	13,047 00	0 00
TOTAL CASH EQUIVALENTS	14,907 00	14,907 00	0 00
FIXED INCOME			
GOVERNMENT & AGENCY OBLIGATIONS			
CORPORATE BONDS	63,833 00	70,135 00	6,302 00
FIXED-INCOME FUNDS	5,374 00	5,346 00	(28 00)
FOREIGN BONDS			0 00
TOTAL FIXED INCOME	69,207 00	75,481 00	6,274 00
EQUITIES			
COMMON STOCK-DOMESTIC			0 00
COMMON STOCK-FOREIGN	75,356 00	88,064 00	12,708 00
MUTUAL FUNDS			0 00
REAL ESTATE			0 00
CONVERTIBLE PREFERRED STOCK/BONDS			0 00
TOTAL EQUITIES	75,356 00	88,064 00	12,708 00
OTHER ASSETS			
COMMODITIES			0 00
INTEREST IN WORTHLESS SECURITIES			0 00
TOTAL OTHER ASSETS			0 00
TOTAL INVESTMENTS	159,470 00	178,452 00	18,982 00
		0 00	

Settlement Date

U.S. TRUST
Bank of America Private Wealth Management

Account: /BANK OF AMERICA CLNT FDN - ROACH

Portfolio Analysis

Oct 01, 2012 through Dec 31, 2012

Portfolio Summary by Asset Class

Description	Market Value	% of Account	% of Sector	Tax Cost	Estimated Annual Income	Current Yield
Cash/Currency						
Cash Equivalents	\$14,907.72	8.3%	100.0%	\$14,906.66	\$13.27	0.08%
Total Cash/Currency	\$14,907.72	8.3%	100.0%	\$14,906.66	\$13.27	0.08%
Equities						
U.S. Large Cap	\$62,363.88	34.9%	70.8%	\$51,835.65	\$865.35	1.38%
U.S. Mid Cap	10,666.29	6.0	12.1	10,239.23	156.38	1.46
U.S. Small Cap	3,399.44	1.9	3.9	4,206.86	57.58	1.69
International Developed	7,626.24	4.3	8.7	6,000.00	107.24	1.40
Emerging Markets	4,007.70	2.2	4.6	3,074.40	87.75	2.19
Total Equities	\$88,063.55	49.3%	100.0%	\$75,356.14	\$1,274.30	1.44%
Fixed Income						
Investment Grade Taxable	\$70,299.11	39.4%	92.9%	\$63,832.87	\$2,466.20	3.51%
Global High Yield Taxable	5,373.03	3.0	7.1	5,373.75	318.33	5.95
Total Fixed Income	\$75,672.14	42.4%	100.0%	\$69,206.62	\$2,784.53	3.68%
Total Assets	\$178,643.41	100.0%		\$159,469.42	\$4,072.10	2.28%
Total	\$178,643.41			\$159,469.42	\$4,072.10	
Less accrued income	(191.78)					
	178,451.63					

2012

CALENDAR YEAR ~~2000~~ HUGHES FUND

INVESTMENTS	COST	MARKET	GAIN/LOSS
CASH EQUIVALENTS			
CASH, INCOME			
CASH, PRINCIPAL			
MONEY MARKET FUNDS, INCOME	306,785 00	306,785 00	0 00
MONEY MARKET FUNDS, PRINCIPAL	203,616 00	203,616 00	0 00
TOTAL CASH EQUIVALENTS	510,401 00	510,401 00	0 00
FIXED INCOME			
GOVERNMENT & AGENCY OBLIGATIONS			0 00
CORPORATE BONDS			0 00
FIXED-INCOME FUNDS			0 00
FOREIGN BONDS			0 00
TOTAL FIXED INCOME	0 00	0 00	0 00
EQUITIES			
COMMON STOCK-DOMESTIC			0 00
COMMON STOCK-HUGHES-BURNETT INC	1,854,152 00	1,766,400 00	(87,752 00)
MUTUAL FUNDS			0 00
REAL ESTATE			0 00
CONVERTIBLE PREFERRED STOCK/BONDS			0 00
TOTAL EQUITIES	1,854,152 00	1,766,400 00	(87,752 00)
OTHER ASSETS			
COMMODITIES			0 00
INTEREST IN WORTHLESS SECURITIES	0 00	0 00	0 00
TOTAL OTHER ASSETS	0 00	0 00	0 00
TOTAL INVESTMENTS	2,364,553 00	2,276,801 00	(87,752 00)
		0 00	

Settlement Date

U.S. TRUST
Bank of America Private Wealth Management

Account: / BANK OF AMERICA CLNT FDN-HUGHES

Portfolio Analysis

Oct 01, 2012 through Dec 31, 2012

Portfolio Summary by Asset Class

Description	Market Value	% of Account	% of Sector	Tax Cost	Estimated Annual Income	Current Yield
Cash/Currency						
Cash Equivalents	\$510,401.22	22.4%	100.0%	\$510,401.22	\$454.26	0.08%
Total Cash/Currency	\$510,401.22	22.4%	100.0%	\$510,401.22	\$454.26	0.08%
Equities						
Equity Other	\$1,766,400.00	77.6%	100.0%	\$1,854,152.32	\$0.00	0.00%
Total Equities	\$1,766,400.00	77.6%	100.0%	\$1,854,152.32	\$0.00	0.00%
Total Assets	\$2,276,801.22	100.0%		\$2,364,553.54	\$454.26	0.02%
Total	\$2,276,801.22			\$2,364,553.54	\$454.26	