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
COMMON STREAM, INC. #0745935
C/O NUTTER, MCCLENNEN & FISH, LLP

A Employer identification number
72-1556093

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
POST OFFICE BOX 51400

B Telephone number
617-439-2500

City or town, state, and ZIP code
BOSTON, MA 02205

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 23871344.

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))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	79.	79.		STATEMENT 2
	4 Dividends and interest from securities	798812.	798812.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	183587.			STATEMENT 1
	b Gross sales price for all assets on line 6a 4085913.				
	7 Capital gain net income (from Part IV, line 2)		723962.		
	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	982478.	1522853.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages	85278.	0.		85278.
	15 Pension plans, employee benefits	41279.	0.		41279.
	16a Legal fees STMT 4	97396.	58438.		38958.
	b Accounting fees STMT 5	1200.	720.		480.
	c Other professional fees STMT 6	107184.	64310.		42874.
	17 Interest				
	18 Taxes STMT 7	19584.	0.		7084.
	19 Depreciation and depletion				
	20 Occupancy	9660.	0.		9660.
	21 Travel, conferences, and meetings	300.	0.		300.
	22 Printing and publications				
	23 Other expenses STMT 8	10740.	0.		10740.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	372621.	123468.		236653.
	25 Contributions, gifts, grants paid	1451000.			1451000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1823621.	123468.		1687653.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-841143.			
	b **Net investment income** (if negative, enter -0-)		1399385.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

223501 12-05-12 LHA **For Paperwork Reduction Act Notice, see instructions.**

ENVELOPE POSTMARK DATE NOV 15 2013

SCANNED NOV 25 2013

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	323543.	74472.	74472.
	2 Savings and temporary cash investments	209891.	514774.	514774.
	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 STMT 9	1571504.	964400.	1025894.
	b Investments - corporate stock STMT 10	13564473.	13330532.	16631824.
	c Investments - corporate bonds STMT 11	5355022.	5005608.	5624380.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	21024433.	19889786.	23871344.
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 ▶ [X] **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	21024433.	19889786.	
	30 **Total net assets or fund balances**	21024433.	19889786.	
	31 **Total liabilities and net assets/fund balances**	21024433.	19889786.	

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	21024433.
2	Enter amount from Part I, line 27a	2	-841143.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	20183290.
5	Decreases not included in line 2 (itemize) ▶ TIMING ADJUSTMENT	5	293504.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	19889786.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	4085913.		3361951.	723962.

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				723962.

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 723962.

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

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	1354943.	23833060.	.056851
2010	904647.	22502417.	.040202
2009	1258980.	20988298.	.059985
2008	216364.	23003273.	.009406
2007	282325.	24675666.	.011441

2	Total of line 1, column (d)	2	.177885
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	.035577
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	23984293.
5	Multiply line 4 by line 3	5	853289.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	13994.
7	Add lines 5 and 6	7	867283.
8	Enter qualifying distributions from Part XII, line 4	8	1687653.

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 ▶ [X] and enter 1% of Part I, line 27b			1	13994.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	13994.
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	13994.
6 Credits/Payments:				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	13536.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	4500.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	18036.
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	4042.
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 4042. **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) ▶ MA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ NUTTER, MCCLENNEN & FISH LLP Telephone no. ▶617-439-2847

Located at ▶SEAPORT WEST, 155 SEAPORT BOULEVARD, BOSTON, MA ZIP+4 ▶02210-2604

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)*

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
JULIA SATTI COSENTINO SEAPORT WEST, 155 SEAPORT BLVD. BOSTON, MA 02210	PRESIDENT 0.00	0.	0.	0.
MARY RYAN SEAPORT WEST, 155 SEAPORT BLVD. BOSTON, MA 02210	TREASURER 0.00	0.	0.	0.
ROBERT D. WEBB SEAPORT WEST, 155 SEAPORT BLVD. BOSTON, MA 02210	CLERK 0.00	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
PETER SNOAD - 50 DUNSTER ROAD, JAMAICA PLAIN, MA 02130	PROGRAM DIRECTOR 35.00	85278.	41279.	0.

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
NUTTER,MCCLENNEN & FISH LLP - SEAPORT WEST, 155 SEAPORT BLVD., BOSTON, MA 02210	ACCT, LEGAL AND TAX PREPARATION FEES	205780.
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.

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	23515870.
b	Average of monthly cash balances	1b	833666.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	24349536.
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	24349536.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	365243.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23984293.
6	**Minimum investment return.** Enter 5% of line 5	6	1199215.

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	1199215.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 13994.		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	13994.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1185221.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1185221.
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	1185221.

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	1687653.
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	1687653.
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	13994.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1673659.

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				1185221.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			616584.	
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: ▶ $ 1687653.				
a Applied to 2011, but not more than line 2a			616584.	
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				1071069.
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				114152.
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).)

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 ▶ [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*				
ALASKA CENTER FOR THE ENVIRONMENT	NONE	PUBLIC	GENERAL FUND	45000.
ALASKA COMMUNITY ACTION ON TOXICS	NONE	PUBLIC	GENERAL FUND	35000.
ALASKA CONSERVATION FOUNDATION	NONE	PUBLIC	GENERAL FUND	30000.
ALTERNATIVES FOR COMMUNITY AND ENVIRONMENT INC	NONE	PUBLIC	GENERAL FUND	30000.
ARISE FOR SOCIAL JUSTICE	NONE	PUBLIC	GENERAL FUND	35000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	1451000.
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	79.	
4 Dividends and interest from securities			14	798812.	
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			18		
8 Gain or (loss) from sales of assets other than inventory			18	183587.	
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.		982478.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 982478.

(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

Julia Slattery Cosentino 11/11/13 Pres.

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
Paul F. Rice	Paul Rice	7/16/13		P00567473
Firm's name ▶ NUTTER MCCLENNEN & FISH LLP			Firm's EIN ▶ 04-2106505	
Firm's address ▶ SEAPORT WEST 155 SEAPORT BLVD. BOSTON, MA 02210-2604			Phone no. (617)439-2503	

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	2000 AMERICAN EXPRESS CO	P	02/20/01	01/12/12
b	1000 CHUBB CORP	P	08/14/91	01/12/12
c	1000 CHUBB CORP	P	08/14/91	10/18/12
d	500 CHUBB CORP	P	08/14/91	10/24/12
e	2000 DISNEY WALT CO	P	02/20/01	10/18/12
f	2000 EMERSON ELECTRIC CO	P	08/10/01	01/12/12
g	100 GOOGLE INC	P	04/30/10	01/12/12
h	2000 HOME DEPOT INC	P	07/01/09	10/18/12
i	500 HOME DEPOT	P	07/01/09	10/24/12
j	3000 INTEL CORP	P	02/20/01	05/01/12
k	2000 INTEL CORP	P	05/03/02	05/01/12
l	2500 I-SHARES MSCI EAFE INDEX FUND	P	05/11/06	01/12/12
m	2000 I-SHARES MSCI EAFE INDEX FUND	P	11/09/06	01/12/12
n	2000 I-SHARES MSCI EAFE INDEX FUND	P	05/11/06	06/28/12
o	4000 I-SHARES MSCI EAFE INDEX FUND	P	08/11/06	10/24/12

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	98858.		36121.	62737.
b	68918.		23693.	45225.
c	81508.		23693.	57815.
d	39944.		11847.	28097.
e	104818.		44052.	60766.
f	98344.		55970.	42374.
g	62982.		52950.	10032.
h	123297.		47351.	75946.
i	30804.		11838.	18966.
j	85833.		68289.	17544.
k	57222.		53560.	3662.
l	125249.		174100.	-48851.
m	100199.		142140.	-41941.
n	95455.		139280.	-43825.
o	214035.		262400.	-48365.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				62737.
b				45225.
c				57815.
d				28097.
e				60766.
f				42374.
g				10032.
h				75946.
i				18966.
j				17544.
k				3662.
l				-48851.
m				-41941.
n				-43825.
o				-48365.

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

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	3500 I-SHARES MSCI EAFE INDEX FUND	P	05/11/06	10/24/12
b	2000 I-SHARES MSCI EAFE INDEX FUND	P	11/25/08	10/24/12
c	500 I-SHARES MSCI EAFE INDEX FUND	P	09/30/08	10/24/12
d	3000 KRAFT FOODS INC	P	11/07/08	01/12/12
e	1500 MCDONALD' CORPS	P	01/24/07	01/12/12
f	9000 MEDTRONIC INC	P	02/20/01	05/01/12
g	1000 PEPSICO INC	P	02/20/01	01/12/12
h	1000 PROCTOR & GAMBLE CO	P	02/20/01	01/12/12
i	3000 SYSCO CORP	P	02/20/01	01/12/12
j	14,071.295 VANGUARD SHORT-TERM BOND INDEX	P	09/08/11	09/18/12
k	2000 WALGREEN CO	P	02/20/01	01/12/12
l	250000 ABBOTT LABORATORIES INC 5.875% 5/15/2016	P	05/11/06	12/10/12
m	250000 FEDERAL FARM CREDIT BANK 5.50% 1/24/2017	P	01/23/07	01/24/12
n	150000 FEDERAL FARM CREDIT BANK 5.45% 4/17/12	P	09/05/08	04/17/12
o	150000 APACHE CORP SENIOR NOTES 6.25% 4/15/2012	P	08/08/07	04/15/12

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	187281.		243740.	-56459.
b	107018.		82817.	24201.
c	26754.		28015.	-1261.
d	114371.		84973.	29398.
e	150467.		66432.	84035.
f	344436.		175088.	169348.
g	64550.		34234.	30316.
h	65839.		18188.	47651.
i	87658.		39966.	47692.
j	150000.		150704.	-704.
k	66486.		33488.	32998.
l	295235.		249510.	45725.
m	250000.		250000.	0.
n	150000.		154478.	-4478.
o	150000.		155008.	-5008.

	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				-56459.
b				24201.
c				-1261.
d				29398.
e				84035.
f				169348.
g				30316.
h				47651.
i				47692.
j				-704.
k				32998.
l				45725.
m				0.
n				-4478.
o				-5008.

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

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	100000 CAMPBELL SOUP CO 5% 12/3/2012	P	11/01/05	12/03/12
b	200000 FEDERAL HOME LOAN BANK 5.75% 5/15/2012	P	04/05/06	05/15/12
c	5000 WALGREEN CO	P	06/28/12	10/18/12
d	CAPITAL GAINS DIVIDENDS			
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	100000.		99642.	358.
b	200000.		202243.	-2243.
c	179596.		146141.	33455.
d	8756.			8756.
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				358.
b				-2243.
c				33455.
d				8756.
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	723962.
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 XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
BAYOU BLUE PRESBYTERIAN CHURCH	NONE	PUBLIC	GRAND BAYOU COMMUNITY UNITED	10000.
BOSTON TENANT COALITION	NONE	PUBLIC	GENERAL FUND	30000.
CAAAV ORGANIZING ASIAN COMMUNITIES	NONE	PUBLIC	GENERAL FUND	20000.
CENTER FOR BIOLOGICAL DIVERSITY	NONE	PUBLIC	SUPPORT OF STOP OFFSHORE DRILLING	60000.
CENTER OF LABOR EDUCATION AND RESEARCH	NONE	PUBLIC	MASSACHUSETTS JOBS WITH JUSTICE	30000.
CENTRO PRESENTE INC	NONE	PUBLIC	GENERAL FUND	20000.
CHELSEA COLLABORATIVE	NONE	PUBLIC	SUPPORT FOR CHELSEA GREEN SPACE & RECREATION COMMITTEE	25000.
CHINESE PROGRESSIVE ASSOCIATION	NONE	PUBLIC	GENERAL FUND	30000.
CITIZENS FOR SAFE WATER AROUND BADGER	NONE	PUBLIC	GENERAL FUND	25000.
CITY LIFE/VIDA URBANA	NONE	PUBLIC	GENERAL FUND	30000.
Total from continuation sheets				1276000.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
COALITION AGAINST POVERTY	NONE	PUBLIC	GENERAL FUND	25000.
COMMUNITY CHANGE	NONE	PUBLIC	SUPPORT FOR DORCHESTER PEOPLE OF PEACE	1000.
DIRECT ACTION FOR RIGHTS AND EQUALITY	NONE	PUBLIC	GENERAL FUND	30000.
DOGWOOD ALLIANCE INC	NONE	PUBLIC	GENERAL FUND	30000.
EARTHWORKS	NONE	PUBLIC	SHALE TEST	5000.
EVOLVE FOUNDATION	NONE	PUBLIC	PROTECTING OUR WATERS	10000.
FARMWORKER ASSOCIATION OF FLORIDA	NONE	PUBLIC	SUPPORT OF THE PESTICIDE SAFETY AND ENVIROMENTAL HEALTH PROGRAM	20000.
FLYING EAGLE WOMAN FUND	NONE	PUBLIC	OWE AKU SACRED WATER PROTECTION WORK	25000.
GREATER FOUR CORNER ACTION COALITION	NONE	PUBLIC	GENERAL FUND	25000.
GULF RESTORATION NETWORK	NONE	PUBLIC	SUPPORT OF GULF FUTURE CAMPAIGN	15000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
GWICHIN STEERING COMMITTEE	NONE	PUBLIC	GENERAL FUND	20000.
HYDE SQUARE TASK FORCE	NONE	PUBLIC	GENERAL FUND	15000.
IRAQ VETERANS AGAINST THE WAR	NONE	PUBLIC	GENERAL FUND	20000.
MAINE PEOPLE'S RESOURCE CENTER	NONE	PUBLIC	GENERAL FUND	30000.
MASS COALITION FOR OCCUPATIONAL SAFETY	NONE	PUBLIC	SUPPORT FOR TEENS LEAD @ WORK PROGRAM	15000.
MASS IMMIGRANT AND REFUGEE ADVOCACY COALITION	NONE	PUBLIC	SUPPORT FOR BUILDING POWER TOGETHER PROGRAM	15000.
MASS SENIOR ACTION COUNCIL	NONE	PUBLIC	GENERAL FUND	35000.
MIAMI WORKERS CENTER	NONE	PUBLIC	FLORIDA NEW MAJORITY EDUCATION FUND	7500.
MILITARY FAMILIES SPEAK OUT EDUCATION FUND INC	NONE	PUBLIC	GENERAL FUND	20000.
NATIONAL NETWORK FOR IMMIGRANT AND REFUGEE RIGHTS	NONE	PUBLIC	GENERAL FUND	15000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NEIGHBOR TO NEIGHBOR EDUCATION FUND	NONE	PUBLIC	GENERAL FUND	15000.
NEW ENGLAND GRASSROOTS ENVIRONMENT FUND INC	NONE	PUBLIC	GENERAL FUND	25000.
NORTHEAST WILDERNESS TRUST	NONE	PUBLIC	SPLIT ROCK WILDWAY PROJECT	30000.
OHIO VALLEY ENVIRONMENTAL COALITION	NONE	PUBLIC	GENERAL FUND	40000.
OUT NOW	NONE	PUBLIC	GENERAL FUND	20000.
PHILADELPHIA STUDENT UNION	NONE	PUBLIC	GENERAL FUND	20000.
PROJECT RIGHT	NONE	PUBLIC	GENERAL FUND	30000.
PROVIDENCE YOUTH AND STUDENT MOVEMENT	NONE	PUBLIC	GENERAL FUND	20000.
REFLECT AND STRENGTHEN, INC.	NONE	PUBLIC	GENERAL FUND	20000.
RESISTING ENVIROMENTAL DESTRUCTION ON INDIGENOUS LANDS	NONE	PUBLIC	GENERAL FUND	45000.
Total from continuation sheets				

COMMON STREAM, INC. #0745935
C/O NUTTER, MCCLENNEN & FISH, LLP 72-1556093

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
RESPECTING ABORIONAL VALUES AND ENVIRONMENTAL NEEDS	NONE	PUBLIC	GENERAL FUND	20000.
RESTORE: THE NORTH WOODS	NONE	PUBLIC	GENERAL FUND	20000.
SEVENTH GENERATION FUND	NONE	PUBLIC	GENERAL FUND	35000.
SITKA CONSERVATION SOCIETY	NONE	PUBLIC	GENERAL FUND	35000.
SOUTHERN PARTNERS FUND	NONE	PUBLIC	DIRECT SUPPORT TO GRANTEES OF THE FUND	30000.
STATEWIDE ORGANIZING FOR COMMUNITY ENPOWERMENT RESOURCE PROJECT	NONE	PUBLIC	SUPPORT COALFIELD TRANSITION AND RENEWABLE ENERGY ORGANIZING PROJECT	25000.
SURVIVORS INC	NONE	PUBLIC	GENERAL FUND	15000.
SUSTAINABLE MARKETS FOUNDATION	NONE	PUBLIC	FRACK ACTION	10000.
THE KENTUCKY COALITION	NONE	PUBLIC	SUPPORT FOR THE CANARY PROJECT	25000.
THEATER OFFENSIVE	NONE	PUBLIC	SUPPORT THE TRUE COLORS PROJECT	10000.
Total from continuation sheets				

COMMON STREAM, INC. #0745935
C/O NUTTER, MCCLENNEN & FISH, LLP 72-1556093

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THIRD SECTOR NEW ENGLAND	NONE	PUBLIC	SUPPORT BOSTON AREA YOUTH ORGANIZING PROJECT	45000.
VERMONT WORKERS CENTER	NONE	PUBLIC	GENERAL FUND	25000.
VIRGINIA NEW MAJORITY EDUCATION FUND	NONE	PUBLIC	GENERAL FUND	7500.
WESTERN ORGANIZATION OF RESOURCE COUNCIL	NONE	PUBLIC	WESTERN NATIVE VOICE	10000.
WOMEN'S INSTITUTE FOR LEADERSHIP DEVELOPMENT	NONE	PUBLIC	GENERAL FUND	20000.
YOUTH UNITED FOR CHANGE	NONE	PUBLIC	GENERAL FUND	20000.
Total from continuation sheets				

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2000 AMERICAN EXPRESS CO	PURCHASED	02/20/01	01/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
98858.	91204.	0.	0.	7654.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1000 CHUBB CORP	PURCHASED	08/14/91	01/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
68918.	33590.	0.	0.	35328.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1000 CHUBB CORP	PURCHASED	08/14/91	10/18/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
81508.	33590.	0.	0.	47918.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
500 CHUBB CORP	PURCHASED	08/14/91	10/24/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
39944.	16795.	0.	0.	23149.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2000 DISNEY WALT CO	PURCHASED	02/20/01	10/18/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
104818.	46099.	0.	0.	58719.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2000 EMERSON ELECTRIC CO	PURCHASED	08/10/01	01/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
98344.	64100.	0.	0.	34244.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
100 GOOGLE INC	PURCHASED	04/30/10	01/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
62982.	32046.	0.	0.	30936.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2000 HOME DEPOT INC	PURCHASED	07/01/09	10/18/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
123297.	47351.	0.	0.	75946.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
500 HOME DEPOT	PURCHASED	07/01/09	10/24/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
30804.	11838.	0.	0.	18966.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
3000 INTEL CORP	PURCHASED	02/20/01	05/01/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
85833.	95580.	0.	0.	-9747.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2000 INTEL CORP	PURCHASED	05/03/02	05/01/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
57222.	63720.	0.	0.	-6498.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2500 I-SHARES MSCI EAFE INDEX FUND	PURCHASED	05/11/06	01/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
125249.	168413.	0.	0.	-43164.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2000 I-SHARES MSCI EAFE INDEX FUND	PURCHASED	11/09/06	01/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
100199.	134730.	0.	0.	-34531.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2000 I-SHARES MSCI EAFE INDEX FUND	PURCHASED	05/11/06	06/28/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
95455.	134730.	0.	0.	-39275.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
4000 I-SHARES MSCI EAFE INDEX FUND	PURCHASED	08/11/06	10/24/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
214035.	269460.	0.	0.	-55425.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
3500 I-SHARES MSCI EAFE INDEX FUND	PURCHASED	05/11/06	10/24/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
187281.	235778.	0.	0.	-48497.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2000 I-SHARES MSCI EAFE INDEX FUND	PURCHASED	11/25/08	10/24/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
107018.	134730.	0.	0.	-27712.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
500 I-SHARES MSCI EAFE INDEX FUND	PURCHASED	09/30/08	10/24/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
26754.	33683.	0.	0.	-6929.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
3000 KRAFT FOODS INC	PURCHASED	11/07/08	01/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
114371.	84677.	0.	0.	29694.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1500 MCDONALD' CORPS	PURCHASED	01/24/07	01/12/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
150467.	66432.	0.	0.	84035.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
9000 MEDTRONIC INC	PURCHASED	02/20/01	05/01/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
344436.	435330.	0.	0.	-90894.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1000 PEPSICO INC	PURCHASED	02/20/01	01/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
64550.	46500.	0.	0.	18050.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1000 PROCTOR & GAMBLE CO	PURCHASED	02/20/01	01/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
65839.	49313.	0.	0.	16526.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
3000 SYSCO CORP	PURCHASED	02/20/01	01/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
87658.	110745.	0.	0.	-23087.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
14,071.295 VANGUARD SHORT-TERM BOND INDEX	PURCHASED	09/08/11	09/18/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
150000.	98900.	0.	0.	51100.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2000 WALGREEN CO	PURCHASED	02/20/01	01/12/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
66486.	71940.	0.	0.	-5454.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
250000 ABBOTT LABORATORIES INC 5.875% 5/15/2016	PURCHASED	05/11/06	12/10/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
295235.	249510.	0.	0.	45725.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
250000 FEDERAL FARM CREDIT BANK 5.50% 1/24/2017	PURCHASED	01/23/07	01/24/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
250000.	250000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
150000 FEDERAL FARM CREDIT BANK 5.45% 4/17/12	PURCHASED	09/05/08	04/17/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
150000.	154478.	0.	0.	-4478.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
150000 APACHE CORP SENIOR NOTES 6.25% 4/15/2012	PURCHASED	08/08/07	04/15/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
150000.	155008.	0.	0.	-5008.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
100000 CAMPBELL SOUP CO 5% 12/3/2012	PURCHASED	11/01/05	12/03/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
100000.	99642.	0.	0.	358.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
200000 FEDERAL HOME LOAN BANK 5.75% 5/15/2012	PURCHASED	04/05/06	05/15/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
200000.	202564.	0.	0.	-2564.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
5000 WALGREEN CO	PURCHASED	06/28/12	10/18/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
179596.	179850.	0.	0.	-254.

CAPITAL GAINS DIVIDENDS FROM PART IV	8756.
TOTAL TO FORM 990-PF, PART I, LINE 6A	183587.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
FEDERATED GOV'T OBLIGATION FUND	79.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	79.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CORPORATE INTEREST	294059.	0.	294059.
DIVIDENDS	447296.	8756.	438540.
US GOV'T INTEREST	66213.	0.	66213.
TOTAL TO FM 990-PF, PART I, LN 4	807568.	8756.	798812.

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	97396.	58438.		38958.
TO FM 990-PF, PG 1, LN 16A	97396.	58438.		38958.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEE	1200.	720.		480.
TO FORM 990-PF, PG 1, LN 16B	1200.	720.		480.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT	107184.	64310.		42874.
TO FORM 990-PF, PG 1, LN 16C	107184.	64310.		42874.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	6524.	0.		6524.
MA DIV OF EMPLOYMENT & TRAINING	273.	0.		273.
EXCISE TAX	12500.	0.		0.
MASS WORKERS COMPENSATION PREMIUM	287.	0.		287.
TO FORM 990-PF, PG 1, LN 18	19584.	0.		7084.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE SUPPLIES/TECH SUPPORT	2392.	0.		2392.
UTILITIES	134.	0.		134.
MA FILING FEES	265.	0.		265.
SITE VISIT EXPENSES	7876.	0.		7876.
BANK SERVICE FEES	73.	0.		73.
TO FORM 990-PF, PG 1, LN 23	10740.	0.		10740.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	X		964400.	1025894.
TOTAL U.S. GOVERNMENT OBLIGATIONS			964400.	1025894.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			964400.	1025894.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	13330532.	16631824.
TOTAL TO FORM 990-PF, PART II, LINE 10B	13330532.	16631824.

FORM 990-PF CORPORATE BONDS STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	5005608.	5624380.
TOTAL TO FORM 990-PF, PART II, LINE 10C	5005608.	5624380.

Statement of Assets: Inventory Value

Account: 0745935

COMMON STREAM INC.

As of 12/31/2012

Nutter

Nutter McClennen & Fish LLP • Attorneys at Law

Symbol	Asset Description	Maturity Date	Units/Shares or Face Value	Total Cost	Market Price	Market Value
010 Common Stock						
T	AT&T INC		15,000 0000	$262,008 47	$33 71	$505,650 00
ABT	ABBOTT LABORATORIES		10,000 0000	$461,031 80	$65 50	$655,000 00
AXP	AMERICAN EXPRESS CO		10,000 0000	$456,019 73	$57 48	$574,800 00
APA	APACHE CORP		5,000 0000	$452,963 33	$78 50	$392,500 00
AAPL	APPLE, INC		400 0000	$229,702 60	$532 17	$212,869 20
ADP	AUTOMATIC DATA PROCESSING INC		10,000 0000	$412,493 05	$56 93	$569,300 00
CB	CHUBB CORP		7,500 0000	$251,925 00	$75 32	$564,900 00
CSCO	CISCO SYSTEMS, INC		20,000 0000	$482,200 00	$19 65	$392,988 00
DHR	DANAHER CORP		10,000 0000	$316,723 00	$55.90	$559,000 00
DIS	DISNEY, WALT CO		8,000 0000	$184,396 36	$49 79	$398,320 00
EMR	EMERSON ELECTRIC CO		10,000.0000	$320,500 00	$52 96	$529,600 00
GOOG	GOOGLE INC		600 0000	$192,276 00	$707 38	$424,428 00
HD	HOME DEPOT INC		7,500 0000	$177,567 75	$61.85	$463,875 00
INTC	INTEL CORP		20,000 0000	$637,200 00	$20 62	$412,400 00
IBM	INTERNATIONAL BUSINESS MACHINES		2,000 0000	$365,762 00	$191 55	$383,100 00
JNJ	JOHNSON & JOHNSON		7,000 0000	$437,815 50	$70 10	$490,700 00
KRFT	KRAFT FOODS GROUP INC		6,000 0000	$209,723 53	$45 47	$272,820 00
MCD	MCDONALD'S CORP		6,000 0000	$265,726 80	$88 21	$529,260 00
MSFT	MICROSOFT CORP		18,000 0000	$492,210 00	$26 71	$480,774 60
MDLZ	MONDELEZ INTERNATIONAL, INC		12,000.0000	$220,405 27	$25 45	$305,438 40
PEP	PEPSICO INC		9,000.0000	$418,500 00	$68 43	$615,870 00
PFE	PFIZER INC		25,000 0000	$557,257 60	$25.08	$626,982 50
PG	PROCTER & GAMBLE CO		9,000 0000	$443,812 50	$67 89	$611,010 00
SYY	SYSCO CORP		15,000 0000	$553,725 00	$31 66	$474,900 00
MMM	3M CO		4,000 0000	$374,343 60	$92 85	$371,400 00
VZ	VERIZON COMMUNICATIONS INC		8,000 0000	$244,886 00	$43 27	$346,160 00
WAG	WALGREEN CO		10,000 0000	$337,227 00	$37 01	$370,100 00
WFC	WELLS FARGO & COMPANY		20,000 0000	$643,885 00	$34 18	$683,600 00
			Total	$10,402,286 89		$13,217,745 70

* All or part of value is unknown

Statement of Assets: Inventory Value
Account: 0745935
COMMON STREAM INC.
As of 12/31/2012

Nutter
Nutter McClennen & Fish LLP · Attorneys at Law

Symbol	Asset Description	Maturity Date	Units/Shares or Face Value	Total Cost	Market Price	Market Value
030 Foreign Stock						
SLB	SCHLUMBERGER LTD		5,000 0000	$352,698 50	$69 30	$346,493 00
			Total	$352,698 50		$346,493 00
040 Equity Mutual Funds						
IJH	I-SHARES CORE S&P MID-CAP ETF		7,000 0000	$565,902 71	$101 70	$711 900 00
IWM	I-SHARES RUSSELL 2000 INDEX FUND		6,000 0000	$415,224 20	$84 32	$505,906 80
SDY	SPDR S & P DIVIDEND ETF		5,000 0000	$272,058 00	$58 16	$290,800 00
			Total.	$1,253,184 91		$1,508,606 80
100 International Equity Mutual Funds						
EEM	I -SHARES MSCI EMERGING MARKETS INDEX		7,500 0000	$357,237 00	$44 35	$332,625 00
			Total	$357,237 00		$332,625 00
200 Corporate Bonds						
00206RAJ1	AT&T INC NOTES 5 1/2% DUE 2/1/2018	2/1/2018	100,000.0000	$105,914 00	$119.13	$119,129 10
030955AM0	AMERITECH CAPITAL FUNDING CORP GTD DEB (N/C) 6 45% due 1/15/2018	1/15/2018	200,000 0000	$214,267 41	$118 80	$237,601 60
046353AA6	ASTRA ZENECA PLC NOTES 5 4% DUE 6/1/2014	6/1/2014	200,000 0000	$199,766 00	$106 86	$213,721 80
060505AU8	BANK OF AMERICA CORPORATION SR GLOBAL NOTES 5 125% due 11/15/2014	11/15/2014	100,000 0000	$100,577 97	$106 64	$106,644 50
075887AU3	BECTON, DICKINSON & CO SENIOR NOTES (N/C) 5% DUE 5/15/2019	5/15/2019	140,000 0000	$147,000 00	$118 53	$165,943 54
079860AG7	BELLSOUTH CORP NOTES 5 2% DUE 9/15/2014	9/15/2014	200,000 0000	$199,860 00	$107 41	$214,823 20
084664BQ3	BERKSHIRE HATHAWAY FINANCE CORP NOTES 4 1/4% DUE 1/15/2021	1/15/2021	200,000 0000	$199,918 00	$114 73	$229,467 00
09247XAC5	BLACKROCK, INC. NOTES 6 25% DUE 9/15/2017	9/15/2017	100,000 0000	$100,000 00	$122 21	$122,208 80
209111EV1	CONSOLIDATED EDISON OF NEW YORK, INC NOTES 7 1/8% DUE 12/1/2018	12/1/2018	100,000 0000	$99,642 00	$130 61	$130,607 40
24702RAJ0	DELL, INC NOTES 5 7/8% DUE 6/15/2019	6/15/2019	200,000 0000	$203,078 00	$115 31	$230,625 40
362320AZ6	GTE CORP DEB 6 84% due 4/15/2018	4/15/2018	230,000 0000	$246,749 72	$125 20	$287,953 56
38141GER1	GOLDMAN SACHS GROUP, INC SENIOR NOTES (N/C) 5 75% DUE 10/1/2016	10/1/2016	100,000 0000	$100,927 00	$113 79	$113,786 30
38143UAB7	GOLDMAN SACHS GROUP, INC SENIOR NOTES (N/C) 5 15% due 1/15/2014	1/15/2014	250,000 0000	$245,625 00	$104 29	$260,726 50
428236AT0	HEWLETT-PACKARD CO NOTES 6 1/8% DUE 3/1/2014	3/1/2014	150,000 0000	$150,513 00	$105 12	$157,682 55
437076AP7	HOME DEPOT INC SENIOR NOTES 5 4% DUE 3/1/2016	3/1/2016	200,000 0000	$199,932 00	$114 24	$228,483 20

* All or part of value is unknown

Statement of Assets: Inventory Value

Account: 0745935

COMMON STREAM INC.

As of 12/31/2012

Nutter

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Symbol	Asset Description	Maturity Date	Units/Shares or Face Value	Total Cost	Market Price	Market Value
459200AM3	INTERNATIONAL BUSINESS MACHINES CORP DEB 7% DUE 10/30/2025	10/30/2025	100,000 0000	$102,499 00	$144 37	$144,368 20
478160AQ7	JOHNSON & JOHNSON NOTES 5 55% DUE 8/15/2017	8/15/2017	100,000 0000	$100,000 00	$120 65	$120,647 90
532457BB3	ELI LILLY & CO NOTES 5 2% DUE 3/15/2017	3/15/2017	200,000 0000	$199,200 00	$116 71	$233,419 60
579780AG2	MCCORMICK & CO NOTES 5 25% DUE 9/1/2013	9/1/2013	150,000 0000	$152,227 50	$103 14	$154,717 20
589331AD9	MERCK & CO INC DEB 6 40% DUE 3/1/2028	3/1/2028	200,000 0000	$209,124 00	$138 43	$276,864 40
594918AL8	MICROSOFT CORP NOTES (N/C) 4% DUE 2/8/2021	2/8/2021	150,000 0000	$149,509 50	$114 51	$171,766 65
61746SBR9	MORGAN STANLEY NOTES 5 375% DUE 10/15/2015	10/15/2015	250,000 0000	$249,045 00	$108 72	$271,795 25
650094BV6	NEW YORK TEL CO DEB REG DTD 6/25/93 7% due 6/15/2013	6/15/2013	250,000 0000	$278,125 00	$102 66	$256,649 00
68389XAG0	ORACLE CORP NOTES 5% 7/8/2019	7/8/2019	150,000 0000	$149,766 00	$120 09	$180,133 80
717081DA8	PFIZER INC NOTES 5 35% DUE 3/15/2015	3/15/2015	200,000 0000	$206,078 00	$110 13	$220,261 20
724479AG5	PITNEY-BOWES INC NOTES 5% due 3/15/2015	3/15/2015	200,000 0000	$199,574 00	$105 09	$210,187 20
78387GAL7	SBC COMMUNICATIONS INC NOTES 5 625% DUE 6/15/2016	6/15/2016	150,000 0000	$149,568 00	$114 78	$172,167 45
854502AC5	STANLEY BLACK & DECKER, INC NOTES 3 4% DUE 12/1/2021	12/1/2021	150,000 0000	$155,274 00	$104 38	$156,574 65
87612EAP1	TARGET CORP NOTES 5 375% DUE 5/1/2017	5/1/2017	200,000 0000	$191,848 00	$117 71	$235,423 20
			Total.	$5,005,608 10		$5,624,380 15
305 Fixed Income Mutual Fund						
TPINX	TEMPLETON GLOBAL BOND FUND - CLASS A		23,287 5510	$303,945 05	$13.38	$311,587 43
VBSSX	VANGUARD SHORT-TERM BOND INDEX - SIGNAL SHARES FUND# 1349		57,912 0450	$356,593 89	$10 63	$615,605 04
VFIIX	VANGUARD GNMA FUND #0036		27,420 8360	$304,585 91	$10 91	$299,161 32
			Total	$965,124 85		$1,226,353 79
440 U.S Government Agency Obligations						
31331VVR4	FEDERAL FARM CREDIT BK CONSOL SYSTEMWIDE BDS (N/C) 5 1% DUE 8/5/2013	8/5/2013	250,000 0000	$250,411 57	$102 91	$257,270 00
31331VX92	FEDERAL FARM CREDIT BANK CONSOL SYSTEMWIDE BONDS (CALLABLE 8/16/13 @ 100) 5 875% DUE 8/16/2021	8/16/2021	200,000 0000	$207,886 00	$103 18	$206,368 80
3133XD4P3	FEDERAL HOME LOAN BANK CONSOL BDS (N/C) 4 5/8% DUE 9/11/2020	9/11/2020	250,000 0000	$258,359 50	$122 54	$306,361 50
3133XFLF1	FEDERAL HOME LOAN BANK CONSOL BDS (N/C) 5 375% DUE 6/14/2013	6/14/2013	250,000 0000	$247,742 50	$102 36	$255,893 75

* All or part of value is unknown

Statement of Assets: Inventory Value

Account: 0745935

COMMON STREAM INC.

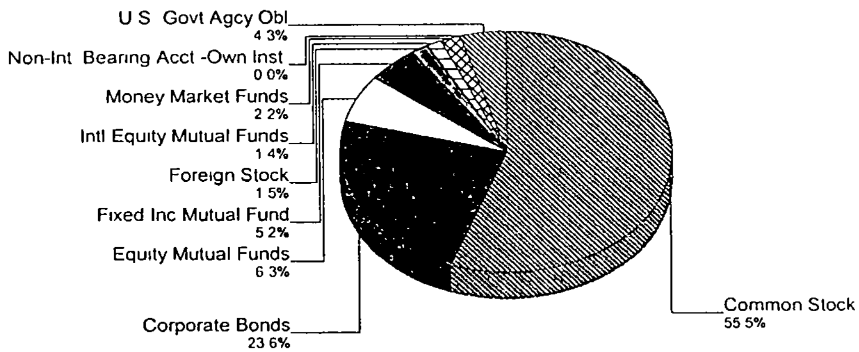
As of 12/31/2012

Nutter

Nutter McClennen & Fish LLP • Attorneys at Law

Symbol	Asset Description	Maturity Date	Units/Shares or Face Value	Total Cost	Market Price	Market Value
			Total	$964,399 57		$1,025,894 05
500 Money Market Funds						
636	FEDERATED GOV'T OBLIGATION FUND #636		514,773 8500	$514,773.85	$1 00	$514,773 85
			Total	$514,773.85		$514,773 85
Cash						
	Cash			$ 74,472.31		$ 74,472.31
Grand Total				$19,889,785.98		$23,371,344.65

Market Value by Asset Type



* All or part of value is unknown

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		
File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. COMMON STREAM, INC. #0745935 C/O NUTTER, MCCLENNEN & FISH, LLP	Employer identification number (EIN) or 72-1556093
	Number, street, and room or suite no. If a P.O. box, see instructions. POST OFFICE BOX 51400	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BOSTON, MA 02205	

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 ▶ NUTTER, MCCLENNEN & FISH LLP - SEAPORT WEST, 155 SEAPORT BOULEVARD - BOSTON, MA 02210-2604

Telephone No.▶ 617-439-2847 FAX No. ▶

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 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	$ 18036.
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	$ 13536.
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	$ 4500.

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.