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 JUL 1, 2012 , and ending JUN 30, 2013

Name of foundation
MENTOR CHARITABLE FUND, INC.
C/O LOWELL BLAKE & ASSOCIATES

A Employer identification number
04-3502631

Number and street (or P O box number if mail is not delivered to street address) 141 TREMONT STREET
Room/suite 200

B Telephone number 617-422-0064

City or town, state, and ZIP code
BOSTON, MA 02111-1209

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) ▶$ 482,759.

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				
	4 Dividends and interest from securities	17,828.	17,828.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-11,470.			
	b Gross sales price for all assets on line 6a 93,646.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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	62.	62.		STATEMENT 2
	12 **Total.** Add lines 1 through 11	6,420.	17,890.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	1,500.	1,500.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 4	43.	43.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	1,543.	1,543.		0.
	25 Contributions, gifts, grants paid	24,500.			24,500.
	26 **Total expenses and disbursements.** Add lines 24 and 25	26,043.	1,543.		24,500.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-19,623.			
	b **Net investment income** (if negative, enter -0-)		16,347.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	20,290.	39,490.	39,490.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 5	409,556.	370,733.	443,269.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	429,846.	410,223.	482,759.
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	429,846.	410,223.	
	30 **Total net assets or fund balances**	429,846.	410,223.	
	31 **Total liabilities and net assets/fund balances**	429,846.	410,223.	

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	429,846.
2 Enter amount from Part I, line 27a	2	-19,623.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	410,223.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	410,223.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	93,646.		105,116.	-11,470.
b				
c				
d				
e				

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				-11,470.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2 -11,470.

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	22,113.	491,967.	.044948
2010	24,073.	495,707.	.048563
2009	21,346.	454,175.	.047000
2008	21,854.	416,996.	.052408
2007	13,225.	509,207.	.025972

2 **Total** of line 1, column (d)	2	.218891
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	.043778
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	489,105.
5 Multiply line 4 by line 3	5	21,412.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	163.
7 Add lines 5 and 6	7	21,575.
8 Enter qualifying distributions from Part XII, line 4	8	24,500.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	163.
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	163.
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	163.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 136.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	136.
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	27.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ ______ **Refunded** ▶	11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for 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 ▶ LOWELL, BLAKE, & ASSOCIATES Telephone no ▶617-422-0064

Located at ▶141 TREMONT ST, BOSTON, MA ZIP+4 ▶02111

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 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
SEE STATEMENT 6		0.	0.	0.

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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	467,660.
b	Average of monthly cash balances	1b	28,893.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	496,553.
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	496,553.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	7,448.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	489,105.
6	**Minimum investment return.** Enter 5% of line 5	6	24,455.

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	24,455.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 163.		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	163.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	24,292.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	24,292.
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	24,292.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	24,500.
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	24,500.
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	163.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	24,337.

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				24,292.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			24,120.	
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 ▶ $ 24,500.				
a Applied to 2011, but not more than line 2a			24,120.	
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				380.
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				23,912.
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				
ADOLESCENT CONSULTATION SERVICES INC 189 CAMBRIDGE STREET CAMBRIDGE, MA 02141	NONE	PUBLIC CHARITY	OPERATES JUVENILE COURT CLINICS FOR THE JUVENILE COURTS IN MIDDLESEX COUNTY, MASSACHUSETTS	3,000.
CAMP STARFISH 1121 MAIN ST LANCASTER, MA 01523	NONE	PUBLIC CHARITY	SUMMER CAMP FOR CHILDREN WITH EMOTIONAL SUPPORT AND LEARNING	4,000.
CITIZENS FOR JUVENILE JUSTICE 101 TREMONT ST, SUITE 1000 BOSTON, MA 02108	NONE	PUBLIC CHARITY	SUPPORT POLICY ADVOCACY IN THE JUVENILE JUSTICE SYSTEM	3,000.
OPPORTUNITY WORKS TEN OPPORTUNITY WAY NEWBURYPORT, MA 01950	NONE	PUBLIC CHARITY	COMMUNITY GARDEN PROJECT	3,000.
THE GUIDANCE CENTER 5 SACRAMENTO STREET CAMBRIDGE, MA 02138	NONE	PUBLIC CHARITY	FAMILY SERVICES THAT FOCUS ON PREVENTION, INTERVENTION AND FAMILY SUPPORT.	3,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	24,500.
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 (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	17,828.	
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			15	62.	
8 Gain or (loss) from sales of assets other than inventory			18	-11,470.	
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.		6,420.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 6,420.

(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

Signature of officer or trustee | Date 11/12/13 | Title TREASURER

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

Paid Preparer Use Only				
Print/Type preparer's name: MICHAEL PROVOST, CPA	Preparer's signature	Date 11/8/13	Check ☒ if self-employed	PTIN P00207857
Firm's name ▶ BARNEKE AND ANDERSON, LLP			Firm's EIN ▶ 04-2266782	
Firm's address ▶ 211 CONGRESS STREET BOSTON, MA 02110-2432			Phone no 617-542-8155	

Form **990-PF** (2012)

223622
12-05-12

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
THE PLUMMER HOME FOR BOYS, INC, 37 WINTER ISLAND ROAD SALEM, MA 01970	NONE	PUBLIC CHARITY	GROUP PROGRAMMING SUPPORT	3,000.
MERRIMACK VALLEY FOOD BANK 735 BROADWAY ST LOWELL, MA 01854	NONE	PUBLIC CHARITY	PROVIDES FOOD THROUGH A NETWORK OF FOOD PANTRIES	1,500.
VICTORY PROGRAMS, INC. 965 MASSACHUSETTS AVENUE BOSTON, MA 02118	NONE	PUBLIC CHARITY	RECOVERY PROGRAMS	2,000.
GROUNDWORKS 21 PROPERZI WAY SOMERVILLE, MA 02143	NONE	PUBLIC CHARITY	BUILD SUSTAINABLE COMMUNITIES THROUGH DEVELOPMENT OF COMMUNITY BASED PARTNERSHIPS	2,000.
Total from continuation sheets				8,500.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
WINSLOW EVANS & CROCKER	17,828.	0.	17,828.
TOTAL TO FM 990-PF, PART I, LN 4	17,828.	0.	17,828.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
HUGOTON ROYALTY TRUST	62.	62.	
TOTAL TO FORM 990-PF, PART I, LINE 11	62.	62.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	1,500.	1,500.		0.
TO FORM 990-PF, PG 1, LN 16B	1,500.	1,500.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEES	43.	43.		0.
TO FORM 990-PF, PG 1, LN 23	43.	43.		0.

FORM 990-PF OTHER INVESTMENTS STATEMENT 5

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULES	COST	370,733.	443,269.
TOTAL TO FORM 990-PF, PART II, LINE 13		370,733.	443,269.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 6

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JAMES H. LOWELL, 2ND C/O LOWELL BLAKE & ASSOC., 141 TREMONT STREET BOSTON, MA 02111	DIRECTOR 1.00	0.	0.	0.
SUSAN W. LOWELL C/O LOWELL BLAKE & ASSOC., 141 TREMONT STREET BOSTON, MA 02111	DIRECTOR 1.00	0.	0.	0.
ROSAMOND SMITH C/O LOWELL BLAKE & ASSOC., 141 TREMONT STREET BOSTON, MA 02111	CLERK AND DIRECTOR 1.00	0.	0.	0.
PATRICK B. MCCOY C/O LOWELL BLAKE & ASSOC., 141 TREMONT STREET BOSTON, MA 02111	PRESIDENT 1.00	0.	0.	0.
CARRIE A. ENDRIES C/O LOWELL BLAKE & ASSOC., 141 TREMONT STREET BOSTON, MA 02111	TREASURER 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Lowell, Blake & Associates

HOLDINGS REPORT

MENTOR CHARITABLE FUND INC.

LBA:442000x

June 30, 2013

Account Number: 442000X

Cusip/ Ticker	Date Acquired	Quantity	Security	Unit Cost	Total Cost
00971t101	04-29-11	100.00	AKAMAI TECHNOLOGIES	35.00	3,499.71
	Total Shares	100.00	Total Cost of Shares		3,499.71
038336103	02-17-04	100.00	APTARGROUP	20.81	2,081.00
038336103	02-16-05	100.00	APTARGROUP	25.20	2,520.00
	Total Shares	200.00	Total Cost of Shares		4,601.00
07317q105	02-23-07	100.00	BAYTEX ENERGY	18.48	1,848.45
	Total Shares	100.00	Total Cost of Shares		1,848.45
105756BN9	02-22-08	15,000	BRAZILIAN GOV NOTE/US $ DEN 4.590 % Due 01-10-28	56.19	8,428.75
105756BN9	05-16-08	20,000	BRAZILIAN GOV NOTE/US $ DEN 4.590 % Due 01-10-28	56.61	11,321.56
	Total Shares	35,000	Total Cost of Shares		19,750.31
105756bj8	02-17-06	20,000	BRAZILIAN GOV NOTE/US $ DEN 5.600 % Due 01-05-16	49.59	9,918.54
	Total Shares	20,000	Total Cost of Shares		9,918.54
12673PAC9	01-29-10	10,000	CA INC SR FIXED RT 5.375 % Due 12-01-19	103.10	10,309.58
	Total Shares	10,000	Total Cost of Shares		10,309.58
128030202	07-14-11	150.00	CAL MAINE FOODS INC	32.00	4,799.83
	Total Shares	150.00	Total Cost of Shares		4,799.83
135087YU2	04-26-13	10,000	CANADIAN GOV NOTE/US $ DEN 1.900 % Due 12-01-14	100.45	10,044.85
	Total Shares	10,000	Total Cost of Shares		10,044.85
135087ZQ0	01-27-12	10,000	CANADIAN GOV NOTE/US $ DEN 2.610 % Due 09-01-16	106.77	10,676.94
	Total Shares	10,000	Total Cost of Shares		10,676.94
136375102	05-23-01	100.00	CANADIAN NATIONAL RAILWAY	13.51	1,350.67

Lowell, Blake & Associates

HOLDINGS REPORT

MENTOR CHARITABLE FUND INC.

LBA:442000x

June 30, 2013

Account Number: 442000X

Cusip/ Ticker	Date Acquired	Quantity	Security	Unit Cost	Total Cost
136375102	07-13-10	100.00	CANADIAN NATIONAL RAILWAY	60.14	6,013.81
	Total Shares	200.00	Total Cost of Shares		7,364.48
17275rae2	05-05-09	10,000	CISCO CORPORATE NOTE 4.950 % Due 02-15-19	102.81	10,281.15
	Total Shares	10,000	Total Cost of Shares		10,281.15
177376100	04-29-11	75.00	CITRIX SYSTEMS	84.62	6,346.25
	Total Shares	75.00	Total Cost of Shares		6,346.25
26190840	06-30-13	39,489.63	DREYFUS TREAS PRIME CASH MGMT MMF	1.00	39,489.63
	Total Shares	39,489.63	Total Cost of Shares		39,489.63
291011104	05-02-01	40.00	EMERSON ELECTRIC	32.68	1,307.20
291011104	02-26-02	100.00	EMERSON ELECTRIC	29.36	2,936.50
	Total Shares	140.00	Total Cost of Shares		4,243.70
293792107	04-19-12	100.00	ENTERPRISE PRODS PARTN	52.11	5,210.71
293792107	07-18-12	50.00	ENTERPRISE PRODS PARTN	54.86	2,743.00
	Total Shares	150.00	Total Cost of Shares		7,953.71
372460105	07-13-10	100.00	GENUINE PARTS	42.08	4,207.81
372460105	04-19-12	75.00	GENUINE PARTS	64.54	4,840.25
	Total Shares	175.00	Total Cost of Shares		9,048.06
38259p508	10-13-10	10.00	GOOGLE, INC	548.30	5,483.00
	Total Shares	10.00	Total Cost of Shares		5,483.00
44980X109	02-01-13	50.00	IPG PHOTONICS	66.83	3,341.50
	Total Shares	50.00	Total Cost of Shares		3,341.50
458140100	10-23-01	100.00	INTEL	25.83	2,583.18
458140100	06-10-02	100.00	INTEL	22.59	2,259.00
458140100	05-14-08	200.00	INTEL	24.28	4,855.70
	Total Shares	400.00	Total Cost of Shares		9,697.88
459200101	05-04-10	30.00	I B M	128.32	3,849.50
459200101	04-23-13	30.00	I B M	190.22	5,706.50
	Total Shares	60.00	Total Cost of Shares		9,556.00

Lowell, Blake & Associates
HOLDINGS REPORT
MENTOR CHARITABLE FUND INC.
LBA:442000x
June 30, 2013

Account Number: 442000X

Cusip/ Ticker	Date Acquired	Quantity	Security	Unit Cost	Total Cost
580135101	05-14-08	100.00	MCDONALD'S	61.51	6,150.99
580135101	01-26-09	100.00	MCDONALD'S	57.88	5,788.30
	Total Shares	200.00	Total Cost of Shares		11,939.29
594918104	04-23-13	150.00	MICROSOFT	30.84	4,626.50
	Total Shares	150.00	Total Cost of Shares		4,626.50
641069406	02-16-05	125.00	NESTLE ADR	26.82	3,352.00
641069406	05-18-05	125.00	NESTLE ADR	26.72	3,339.50
	Total Shares	250.00	Total Cost of Shares		6,691.50
66987v109	05-16-07	50.00	NOVARTIS	57.90	2,895.00
66987v109	08-10-07	50.00	NOVARTIS	54.92	2,746.00
	Total Shares	100.00	Total Cost of Shares		5,641.00
670100205	01-26-12	50.00	NOVO NORDISK ADR	119.37	5,968.50
	Total Shares	50.00	Total Cost of Shares		5,968.50
713448108	02-11-08	50.00	PEPSICO	71.57	3,578.50
713448108	08-11-08	50.00	PEPSICO	69.72	3,486.00
	Total Shares	100.00	Total Cost of Shares		7,064.50
73755LAJ6	07-15-11	10,000	POTASH CORP 3.250 % Due 12-01-17	103.24	10,323.65
	Total Shares	10,000	Total Cost of Shares		10,323.65
742718109	01-26-12	50.00	PROCTER & GAMBLE	65.28	3,264.00
742718109	07-18-12	50.00	PROCTER & GAMBLE	65.29	3,264.50
	Total Shares	100.00	Total Cost of Shares		6,528.50
744375205	10-14-11	500.00	PSYCHEMEDICS	8.67	4,336.67
744375205	07-18-12	400.00	PSYCHEMEDICS	11.45	4,581.04
	Total Shares	900.00	Total Cost of Shares		8,917.71
77519R102	10-15-10	1,200.00	ROGERS SUGAR	4.92	5,899.07
	Total Shares	1,200.00	Total Cost of Shares		5,899.07
826197501	01-25-10	50.00	SIEMENS ADR	90.03	4,501.50
826197501	04-23-13	50.00	SIEMENS ADR	101.64	5,082.00
	Total Shares	100.00	Total Cost of Shares		9,583.50
835495102	10-16-12	200.00	SONOCO PRODUCTS	31.62	6,324.20
	Total Shares	200.00	Total Cost of Shares		6,324.20

Lowell, Blake & Associates

HOLDINGS REPORT

MENTOR CHARITABLE FUND INC.

LBA:442000x

June 30, 2013

Account Number: 442000X

Cusip/ Ticker	Date Acquired	Quantity	Security	Unit Cost	Total Cost
88579y101	08-16-06	50.00	3 M COMPANY	70.85	3,542.50
88579y101	11-20-06	50.00	3 M COMPANY	81.59	4,079.50
88579y101	08-11-08	50.00	3 M COMPANY	74.45	3,722.50
	Total Shares	150.00	Total Cost of Shares		11,344.50
904767704	01-25-10	100.00	UNILEVER PLC ADR	31.37	3,136.81
904767704	07-18-12	100.00	UNILEVER PLC ADR	34.13	3,412.98
904767704	02-01-13	100.00	UNILEVER PLC ADR	41.20	4,120.00
	Total Shares	300.00	Total Cost of Shares		10,669.79
912828lz1	01-25-11	10,000	U S TREAS NOTES 2.125 % Due 11-30-14	102.85	10,284.81
	Total Shares	10,000	Total Cost of Shares		10,284.81
912828pq7	07-14-11	10,000	U S TREAS NOTES 1.000 % Due 01-15-14	101.49	10,148.88
	Total Shares	10,000	Total Cost of Shares		10,148.88
923725105	02-01-13	100.00	VERMILION ENERGY	51.92	5,192.50
	Total Shares	100.00	Total Cost of Shares		5,192.50
958254104	04-19-12	100.00	WESTERN GAS PARTNERS	45.55	4,554.71
958254104	10-16-12	150.00	WESTERN GAS PARTNERS	52.36	7,853.90
	Total Shares	250.00	Total Cost of Shares		12,408.61
98956PAA0	01-28-11	10,000	ZIMMER HOLDINGS 4.625 % Due 11-30-19	103.97	10,396.70
	Total Shares	10,000	Total Cost of Shares		10,396.70
K5675SEW5	11-21-07	50,000	DENMARK GOV NOTE/US $ DEN 0.870 % Due 11-15-13	21.11	10,555.10
	Total Shares	50,000	Total Cost of Shares		10,555.10
K7317J133	03-03-03	250.00	NOVOZYMES	4.36	1,090.75
	Total Shares	250.00	Total Cost of Shares		1,090.75
N5017D122	01-28-11	100.00	ROYAL DSM NV SHRS	59.83	5,983.00
	Total Shares	100.00	Total Cost of Shares		5,983.00

Lowell, Blake & Associates

HOLDINGS REPORT

MENTOR CHARITABLE FUND INC.

LBA:442000x

June 30, 2013

Account Number: 442000X

Cusip/ Ticker	Date Acquired	Quantity	Security	Unit Cost	Total Cost
Q0819ACJ7	08-20-10	15,000	AUSTRALIAN GOV NOTE/US $ DEN 5.710 % Due 04-15-15	95.58	14,336.58
	Total Shares	15,000	Total Cost of Shares		14,336.58
Q6750XHL5	02-25-08	12,000	NEW ZEALAND GOV NOTE/US $ DEN 4.640 % Due 04-15-15	78.80	9,455.94
	Total Shares	12,000	Total Cost of Shares		9,455.94
Q9460P100	02-23-07	200.00	VIRGIN AUSTRALIA HLDGS LTD SHS ISSUE 12	0.00	0.00
	Total Shares	200.00	Total Cost of Shares		0.00
R63339FS0	05-19-08	50,000	NORWEGIAN GOV NOTE/US $ DEN 0.820 % Due 05-15-15	20.54	10,267.79
R63339FS0	04-29-11	50,000	NORWEGIAN GOV NOTE/US $ DEN 0.820 % Due 05-15-15	20.65	10,325.87
	Total Shares	100,000	Total Cost of Shares		20,593.66

TOTAL PORTFOLIO	**410,223.31**

Winslow, Evans & Crocker, Inc.℠
175 Federal Street · Boston, MA 02110
(617) 896-3500

Brokerage

Account Statement

* 00000498 03 MB 0.655 03 TR 00005 X213PA01 000000

Account Number: BB9-028758
Statement Period: 06/01/2013 - 06/30/2013

Copy to:
BARNEKE & ANDERSON, LLP
211 CONGRESS STREET
7TH FLOOR
BOSTON MA 02110-2432

Beginning Account Value for this Period:
$496,314.35

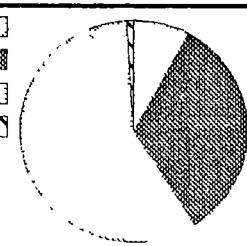
Ending Account Value for this Period:
$482,759.43

Statement for the account of:
MENTOR CHARITABLE FUND INC
LOWELL BLAKE & ASSOCIATES
141 TREMONT STREET

Asset Allocation

	This Period	% Allocation
Cash, Money Funds, and Bank Deposits	39,483 74	8%
Fixed Income	160,025 99	33%
Equities	283,241 04	58%
Global Cash Balance4	8 66	1%
Account Total (Pie Chart)	**$482,759.43**	**100%**

See page 2 of this statement for important information regarding the Asset Allocation section



Asset Allocation percentages are rounded to the nearest whole percentage

Pie Chart allocation only includes products that are of positive value

[redacted]

Asset Allocation Disclosure and Footnotes

4 Global Cash Balance and Global Securities are displayed in U S dollars based on interbank exchange rates as of 06/30/2013 Exchange rates can vary

Note: Unpriced securities are not included in the Total Account Value

For Your Information

MAKE CHECKS PAYABLE TO PERSHING LLC PLEASE INCLUDE YOUR ACCOUNT NUMBER ON YOUR CHECK

Client Service Information

Your Investment Representative: 998	Contact Information	Client Service Information
ROBERT B MALONEY	**E-Mail Address:** clientservices@e-winslow com	**Service Hours:** Weekdays 08 30 a m - 05 00 p m (EST) **Client Service Telephone Number:** (617) 896-3500 **Web Site:** WINSLOWEVANSCROCKER COM

Default Tax Lot Disposition Method for Mutual Funds: HIGH COST
Default Tax Lot Disposition Method for Stocks in a Dividend Reinvestment Plan: HIGH COST
Default Tax Lot Disposition Method for All Other Securities: HIGH COST

Electronic Delivery
You have not selected any account communications for electronic delivery To register and turn off paper communications, log in to your account or contact your Investment Representative for more information

Exchange Rate Table

Currency	USD Equivalent	Currency per USD
ICELAND KRONA	0 0080	123 7800

Exchange rates are based on interbank exchange rates as of 06/30/2013 Exchange rates can vary

Global Cash

Currency	Closing Balance	Amount in Base Currency USD
ICELAND KRONA	1,071 90	8 66
Total Global Cash Balance		**$8.66**

Portfolio Holdings

Quantity	Opening Date	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and Bank Deposits 8.00% of Portfolio									
Cash Balance				106 25	0 00				

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Account Statement

Statement Period: 06/01/2013 - 06/30/2013

Portfolio Holdings *(continued)*

Quantity	Opening Date	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and Bank Deposits *(continued)*									
Money Market									
DREYFUS TREAS PRIME PART SH									
39,483 740	06/01/13	0000000549	06/28/13	21,631 16	39,483 74	0 00	0 00	0 00%	0 00%
Total Money Market				**$21,631.16**	**$39,483.74**	**$0.00**	**$0.00**		
Total Cash, Money Funds, and Bank Deposits				**$21,737.41**	**$39,483.74**	**$0.00**	**$0.00**		

Quantity	Acquisition Date	Unit Cost	Adjusted Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income	Estimated Yield
Fixed Income 33.00% of Portfolio *(In Maturity Date Sequence)*									
U.S.Treasury Securities									
UNITED STATES TREAS NTS 1 000% 01/15/14 B/E DTD 01/15/11 1ST CPN DTE 07/15/11 CPN PMT SEMI ANNUALON JAN 15 AND JUL 15 Moody Rating AAA			**Security Identifier:** 912828PQ7						
10,000 000	07/14/11*	100 3230	10,032 34 Original Cost Basis $10,148 88	100 4730	10,047 30	14 96	45 86	100 00	0 99%
UNITED STATES TREAS NTS 2 125% 11/30/14 B/E DTD 11/30/09 1ST CPN DTE 05/31/10 CPN PMT SEMI ANNUALON MAY 31 AND NOV 30 Moody Rating AAA			**Security Identifier:** 912828LZ1						
10,000 000	01/25/11*	101 0690	10,106 92 Original Cost Basis $10,284 81	102 6600	10,266 00	159 08	17 42	212 50	2 06%
Total U.S. Treasury Securities 20,000.000			**$20,139.26**		**$20,313.30**	**$174.04**	**$63.28**	**$312.50**	

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Adjusted Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income	Estimated Yield
Fixed Income *(continued)*									
Corporate Bonds									
KINGDOM OF DENMARK EURO BD ISIN#DK0009920894 5 000% 11/15/13 REG DTD 11/15/01 FOREIGN SECURITY1ST CPN DTE 11/15/02 CPN PMT ANNUALLY ON NOV 15 Moody Rating Aaa S & P Rating AAA			**Security Identifier:** K5675SEW5						
50,000 000	11/21/07*	21 1100	10,555 10 Original Cost Basis $10,555 10	17 7562	8,878 10	-1,677 00	270 99	435 73	4 90%
CANADIAN GOVERNMENT NTS ISIN#CA135087YU24 2 000% 12/01/14 B/E DTD 04/20/09 FOREIGN SECURITY1ST CPN DTE 06/01/09 CPN PMT SEMI ANNUAL ON JUN 01 AND DEC 01 Moody Rating AAA S & P Rating AAA			**Security Identifier:** 135087YU2						
10,000 000	04/26/13*	100 4490	10,044 85 Original Cost Basis $10,044 85	95 8944	9,589 45	-455 40	15 03	189 62	1 97%
AUSTRALIA GOVT BOND ISIN#AU0000XCLWI3 6 250% 04/15/15 REG DTD 04/15/02 FOREIGN SECURITY 1ST CPN DTE 10/15/02CPN PMT SEMI ANNUAL ON APR 15 AND OCT 15 Moody Rating Aaa			**Security Identifier:** Q0819ACJ7						
15,000 000	08/20/10*	95 5770	14,336 58 Original Cost Basis $14,336 58	97 1561	14,573 43	236 85	178 14	857 90	5 88%
NEW ZEALAND GOVT BONDS ISIN#NZGOVD0004R7 6 000% 04/15/15 REG DTD 04/15/03 FOREIGN SECURITY1ST CPN DTE 10/15/03 CPN PMT SEMI ANNUAL ON APR 15 AND OCT 15 Moody Rating Aaa S & P Rating AA+			**Security Identifier:** Q6750XHL5						
12,000 000	02/25/08*	78 8000	9,455 94 Original Cost Basis $9,455 94	81 4025	9,768 30	312 36	115 44	555 91	5 69%
KOENIGREICH NORWEGEN 000N #NO0010226962 EURO BOND 5 000% 05/15/15 REG DTD 05/15/04 FOREIGN SECURITY1ST CPN DTE 05/15/05 CPN PMT ANNUALLY ON MAY 15 Moody Rating Aaa S & P Rating AAA			**Security Identifier:** R63339FS0						
50,000 000	05/19/08*	20 5360	10,267 79 Original Cost Basis $10,267 79	17 4579	8,728 97	-1,538 82	51 62	409 58	4 69%

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Account Statement

Statement Period: 06/01/2013 - 06/30/2013

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Adjusted Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income	Estimated Yield
Fixed Income *(continued)*									
Corporate Bonds *(continued)*									
KOENIGREICH NORWEGEN 000N #NO0010226962 *(continued)*									
50,000 000	04/29/11*	20 6520	10,325 87 Original Cost Basis $10,325 87	17 4579	8,728 97	-1,596 90	51 62	409 58	4 69%
100,000.000	**Total Noncovered**		**20,593.66**		**17,457.94**	**-3,135.72**	**103.24**	**819.16**	
100,000.000	**Total**		**$20,593.66**		**$17,457.94**	**-$3,135.72**	**$103.24**	**$819.16**	
BRAZIL FEDERATIVE REP GLBL BRL NOTES ISIN#US105756BJ84 12 500% 01/05/16 B/E DTD 09/26/05 Moody Rating Baa2 S & P Rating BBB			**Security Identifier:** 105756BJ8						
20,000 000	02/17/06*	49 5930	3,129,918 54 Original Cost Basis $9,918 54	48 4447	9,688 96	-229 58	550 22	1,131 88	11 68%
CANADA GOVT ZQ ISIN#CA135087ZQ03 2 750% 09/01/16 REG DTD 04/26/11 FOREIGN SECURITY1ST CPN DTE 09/01/11 CPN PMT SEMI ANNUAL ON MAR 01 AND SEP 01 Moody Rating AAA S & P Rating AAA			**Security Identifier:** 135087ZQ0						
10,000 000	01/27/12*	106 7690	10,676 94 Original Cost Basis $10,676 94	98 5776	9,857 77	-819 17	85 73	260 73	2 64%
POTASH CORP SASK INC NT ISIN#US73755LAJ61 3 250% 12/01/17 B/E DTD 11/30/10 CALLABLEFOREIGN SECURITY 1ST CPN DTE 06/01/11 CPN PMT SEMI ANNUAL ON JUN 01 AND DEC 01 Moody Rating A3 S & P Rating A-			**Security Identifier:** 73755LAJ6						
10,000 000	07/15/11*	102 3060	10,230 57 Original Cost Basis $10,323 65	104 9810	10,498 10	267 53	26 18	325 00	3 09%
CISCO SYS INC SR NT 4.950% 02/15/19 B/E DTD 02/17/09 CALLABLE 1ST CPN DTE 08/15/09 CPN PMT SEMI ANNUALON FEB 15 AND AUG 15 Moody Rating A1 S & P Rating A+			**Security Identifier:** 17275RAE2						

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Adjusted Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income	Estimated Yield
Fixed Income *(continued)*									
Corporate Bonds *(continued)*									
CISCO SYS INC SR NT 4.950% 02/15/19 B/E *(continued)*									
10,000 000	05/05/09*	101 7700	10,177 02 Original Cost Basis $10,281 15	113 9270	11,392 70	1,215 68	185 63	495 00	4 34%
ZIMMER HLDGS INC FIXED RT 4 625% 11/30/19 B/E DTD 11/17/09 CALLABLE 1ST CPN DTE 05/30/10CPN PMT SEMI ANNUAL ON MAY 30 AND NOV 30 Moody Rating BAA1 S & P Rating A-			**Security Identifier:** 98956PAA0						
10,000 000	01/28/11*	103 0210	10,302 12 Original Cost Basis $10,396 70	109 2690	10,926 90	624 78	38 54	462 50	4 23%
CA INC SR FIXED RT 5.375% 12/01/19 B/E DTD 11/13/09 CALLABLE 1ST CPN DTE 06/01/10 CPN PMT SEMI ANNUALON JUN 01 AND DEC 01 Moody Rating BAA2 S & P Rating BBB+			**Security Identifier:** 12673PAC9						
10,000 000	01/29/10*	102 1880	10,218 82 Original Cost Basis $10,309 58	108 7490	10,874 90	656 08	43 30	537 50	4 94%
REPUBLIC OF BRAZIL NTS. ISIN#US105756BN96 10 250% 01/10/28 B/E DTD 02/14/07 FOREIGN SECURITY1ST CPN DTE 07/10/07 CPN PMT SEMI ANNUAL ON JAN 10 AND JUL 10 Moody Rating Baa2 S & P Rating BBB			**Security Identifier:** 105756BN9						
15,000 000	02/22/08*	56 1920	8,428 75 Original Cost Basis $8,428 75	46 3032	6,945 49	-1,483 26	328 72	696 11	10 02%
20,000 000	05/16/08*	56 6080	11,321 56 Original Cost Basis $11,321 56	46 3032	9,260 65	-2,060 91	438 29	928 14	10 02%
35,000.000	**Total Noncovered**		**19,750.31**		**16,206.14**	**-3,544.17**	**767.01**	**1,624.25**	
35,000.000	**Total**		**$19,750.31**		**$16,206.14**	**-$3,544.17**	**$767.01**	**$1,624.25**	
Total Corporate Bonds **292,000.000**			**$146,260.45**		**$139,712.69**	**-$6,547.76**	**$2,379.45**	**$7,695.18**	
Total Fixed Income **312,000.000**			**$166,399.71**		**$160,025.99**	**-$6,373.72**	**$2,442.73**	**$8,007.68**	

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Account Statement

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities 58.00% of Portfolio								
Common Stocks								
AKAMAI TECHNOLOGIES INC COM			**Security Identifier:** AKAM					
CUSIP 00971T101								
Dividend Option Cash								
100 000	04/29/11*	34 9970	3,499 71	42 5500	4,255 00	755 29		
APTARGROUP INC			**Security Identifier:** ATR					
CUSIP 038336103								
Dividend Option Cash								
100 000	02/17/04*	20 8100	[3]2,081 00	55 2100	5,521 00	3,440 00	100 00	1 81%
100 000	02/16/05*	25 2000	[3]2,520 00	55 2100	5,521 00	3,001 00	100 00	1 81%
200.000	**Total Noncovered**		**4,601.00**		**11,042.00**	**6,441.00**	**200.00**	
200.000	**Total**		**$4,601.00**		**$11,042.00**	**$6,441.00**	**$200.00**	
BAYTEX ENERGY CORP COM			**Security Identifier:** BTE					
ISIN#CA07317Q1054								
CUSIP 07317Q105								
Dividend Option Cash								
100 000	02/23/07*	18 4850	1,848 45	36 0400	3,604 00	1,755 55	259 30	7 19%
CAL MAINE FOODS INC COM NEW			**Security Identifier:** CALM					
CUSIP 128030202								
Dividend Option Cash								
150 000	07/14/11*	31 9990	4,799 83	46 5100	6,976 50	2,176 67	253 80	3 63%
CANADIAN NATL RY CO COM			**Security Identifier:** CNI					
ISIN#CA1363751027								
CUSIP 136375102								
Dividend Option Cash								
100 000	05/23/01*	13 5070	[3]1,350 67	97 2700	9,727 00	8,376 33	163 62	1 68%
100 000	07/13/10*	60 1380	6,013 81	97 2700	9,727 00	3,713 19	163 62	1 68%
200.000	**Total Noncovered**		**7,364.48**		**19,454.00**	**12,089.52**	**327.24**	
200.000	**Total**		**$7,364.48**		**$19,454.00**	**$12,089.52**	**$327.24**	

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
CITRIX SYSTEMS INC			**Security Identifier:** CTXS					
CUSIP 177376100								
Dividend Option Cash								
75 000	04/29/11*	84 6170	6,346 25	60 3600	4,527 00	-1,819 25		
EMERSON ELEC CO COM			**Security Identifier:** EMR					
CUSIP 291011104								
Dividend Option Cash								
40 000	05/02/01*	32 6800	[3]1,307 20	54 5400	2,181 60	874 40	65 60	3 00%
100 000	02/26/02*	29 3650	[3]2,936 50	54 5400	5,454 00	2,517 50	164 00	3 00%
140.000	**Total Noncovered**		**4,243.70**		**7,635.60**	**3,391.90**	**229.60**	
140.000	**Total**		**$4,243.70**		**$7,635.60**	**$3,391.90**	**$229.60**	
ENTERPRISE PRODS PARTNERS L P COM			**Security Identifier:** EPD					
UNIT								
CUSIP 293792107								
Dividend Option Cash								
100 000	04/19/12*	52 1070	5,210 71	62 1500	6,215 00	1,004 29	268 00	4 31%
50 000	07/18/12*	54 8600	2,743 00	62 1500	3,107 50	364 50	134 00	4 31%
150.000	**Total Noncovered**		**7,953.71**		**9,322.50**	**1,368.79**	**402.00**	
150.000	**Total**		**$7,953.71**		**$9,322.50**	**$1,368.79**	**$402.00**	
GENUINE PARTS CO			**Security Identifier:** GPC					
CUSIP 372460105								
Dividend Option Cash								
100 000	07/13/10*	42 0780	4,207 81	78 0700	7,807 00	3,599 19	215 00	2 75%
75 000	04/19/12*	64 5370	4,840 25	78 0700	5,855 25	1,015 00	161 25	2 75%
175.000	**Total Noncovered**		**9,048.06**		**13,662.25**	**4,614.19**	**376.25**	
175.000	**Total**		**$9,048.06**		**$13,662.25**	**$4,614.19**	**$376.25**	
GOOGLE INC CL A			**Security Identifier:** GOOG					
CUSIP 38259P508								
Dividend Option Cash								
10 000	10/13/10*	548 3000	5,483 00	880 3700	8,803 70	3,320 70		
INTEL CORP COM			**Security Identifier:** INTC					
CUSIP 458140100								
Dividend Option Cash								
100 000	10/23/01*	25 8320	[3]2,583 18	24 2300	2,423 00	-160 18	90 00	3 71%
100 000	06/10/02*	22 5900	[3]2,259 00	24 2300	2,423 00	164 00	90 00	3 71%
200 000	05/14/08*	24 2790	4,855 70	24 2300	4,846 00	-9 70	180 00	3 71%

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
INTEL CORP COM *(continued)*								
400.000	**Total Noncovered**		**9,697.88**		**9,692.00**	**-5.88**	**360.00**	
400.000	**Total**		**$9,697.88**		**$9,692.00**	**-$5.88**	**$360.00**	
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP 459200101 Dividend Option Cash			**Security Identifier:** IBM					
30 000	05/04/10*	128 3170	3,849 50	191 1100	5,733 30	1,883 80	114 00	1 98%
30.000	**Total Noncovered**		**3,849.50**		**5,733.30**	**1,883.80**	**114.00**	
30 000	04/23/13	190 2170	5,706 50	191 1100	5,733 30	26 80	114 00	1 98%
30.000	**Total Covered**		**5,706.50**		**5,733.30**	**26.80**	**114.00**	
60.000	**Total**		**$9,556.00**		**$11,466.60**	**$1,910.60**	**$228.00**	
IPG PHOTONICS CORP COM CUSIP 44980X109 Dividend Option Cash			**Security Identifier:** IPGP					
50 000	02/01/13	66 8300	3,341 50	60 7300	3,036 50	-305 00		
KONINKLIJKE DSM NV SHS ISIN#NL0000009827 CUSIP N5017D122 Dividend Option Cash			**Security Identifier:** KDSKF					
100 000	01/28/11*	59 8300	5,983.00	65 0629	6,506 30	523 30		
MCDONALDS CORP CUSIP 580135101 Dividend Option Cash			**Security Identifier:** MCD					
100 000	05/14/08*	61 5100	6,150 99	99 0000	9,900 00	3,749 01	308 00	3 11%
100 000	01/26/09*	57 8830	5,788 30	99 0000	9,900 00	4,111 70	308 00	3 11%
200.000	**Total Noncovered**		**11,939.29**		**19,800.00**	**7,860.71**	**616.00**	
200.000	**Total**		**$11,939.29**		**$19,800.00**	**$7,860.71**	**$616.00**	

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
MICROSOFT CORP COM			**Security Identifier:** MSFT					
CUSIP 594918104								
Dividend Option Cash								
150 000	04/23/13	30 8430	4,626 50	34 5450	5,181 75	555 25	138 00	2 66%
NESTLE SA SPONSORED ADR REPSTG			**Security Identifier:** NSRGY					
REG SHS ISIN#US6410694060								
CUSIP 641069406								
Dividend Option Cash								
125 000	05/18/05*	26 7160	3,339 50	65 4760	8,184 50	4,845 00	226 94	2 77%
125 000	08/12/05*	28 8960	3,612 00	65 4760	8,184 50	4,572 50	226 93	2 77%
250.000	**Total Noncovered**		**6,951.50**		**16,369.00**	**9,417.50**	**453.87**	
250.000	**Total**		**$6,951.50**		**$16,369.00**	**$9,417.50**	**$453.87**	
NOVARTIS AG SPONSORED ADR			**Security Identifier:** NVS					
CUSIP 66987V109								
Dividend Option Cash								
50 000	05/16/07*	57 9000	2,895 00	70 7100	3,535 50	640 50	102 87	2 90%
50 000	08/10/07*	54 9200	2,746 00	70 7100	3,535 50	789 50	102 87	2 90%
100.000	**Total Noncovered**		**5,641.00**		**7,071.00**	**1,430.00**	**205.74**	
100.000	**Total**		**$5,641.00**		**$7,071.00**	**$1,430.00**	**$205.74**	
NOVO NORDISK A.S. ADR FORMERLY NOVO			**Security Identifier:** NVO					
INDUSTRIE A S ADR SAME CUSIP								
CUSIP 670100205								
Dividend Option Cash								
50 000	01/26/12*	119 3700	5,968 50	154 9700	7,748 50	1,780 00	113 21	1 46%
NOVOZYMES A/S SHS B			**Security Identifier:** NVZMF					
ISIN#DK0060336014								
CUSIP K7317J133								
Dividend Option Cash								
125 000	03/03/03*	4 3630	545 37	31 9655	3,995 69	3,450 32		
125 000	11/24/04*	9 2920	1,161 50	31 9655	3,995 69	2,834 19		
250.000	**Total Noncovered**		**1,706.87**		**7,991.38**	**6,284.51**		
250.000	**Total**		**$1,706.87**		**$7,991.38**	**$6,284.51**	**$0.00**	
PEPSICO INC COM			**Security Identifier:** PEP					
CUSIP 713448108								
Dividend Option Cash								
50 000	02/11/08*	71 5700	3,578 50	81 7900	4,089 50	511 00	113 50	2 77%
50 000	08/11/08*	69 7200	3,486 00	81 7900	4,089 50	603 50	113 50	2 77%

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
PEPSICO INC COM *(continued)*								
100.000	**Total Noncovered**		**7,064.50**		**8,179.00**	**1,114.50**	**227.00**	
100.000	**Total**		**$7,064.50**		**$8,179.00**	**$1,114.50**	**$227.00**	
PROCTER & GAMBLE CO COM			**Security Identifier:** PG					
CUSIP 742718109								
Dividend Option Cash								
50 000	01/26/12*	65 2800	3,264 00	76 9900	3,849 50	585 50	120 30	3 12%
50 000	07/18/12*	65 2900	3,264 50	76 9900	3,849 50	585 00	120 30	3 12%
100.000	**Total Noncovered**		**6,528.50**		**7,699.00**	**1,170.50**	**240.60**	
100.000	**Total**		**$6,528.50**		**$7,699.00**	**$1,170.50**	**$240.60**	
PSYCHEMEDICS CORP COM NEW			**Security Identifier:** PMD					
CUSIP 744375205								
Dividend Option Cash								
500 000	10/14/11*	8 6730	4,336 67	10 7400	5,370 00	1,033 33	300 00	5 58%
400 000	07/18/12*	11 4530	4,581 04	10 7400	4,296 00	-285 04	240 00	5 58%
900.000	**Total Noncovered**		**8,917.71**		**9,666.00**	**748.29**	**540.00**	
900.000	**Total**		**$8,917.71**		**$9,666.00**	**$748.29**	**$540.00**	
ROGERS SUGAR INC COM			**Security Identifier:** RSGUF					
ISIN#CA77519R1029								
CUSIP 77519R102								
Dividend Option Cash								
1,200 000	10/15/10*	4 9160	5,899 07	5 7267	6,872 09	973 02	428 50	6 23%
SIEMENS A G SPONSORED ADR			**Security Identifier:** SI					
ISIN#US8261975010								
CUSIP 826197501								
Dividend Option Cash								
50 000	01/25/10*	90 0300	4,501 50	101 3100	5,065 50	564 00	147 10	2 90%
50.000	**Total Noncovered**		**4,501.50**		**5,065.50**	**564.00**	**147.10**	
50 000	04/23/13	101 6400	5,082 00	101 3100	5,065 50	-16 50	147 09	2 90%
50.000	**Total Covered**		**5,082.00**		**5,065.50**	**-16.50**	**147.09**	
100.000	**Total**		**$9,583.50**		**$10,131.00**	**$547.50**	**$294.19**	

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
SONOCO PRODS CO COM			**Security Identifier:** SON					
CUSIP 835495102								
Dividend Option Cash								
200 000	10/16/12	31 6210	6,324 20	34 5700	6,914 00	589 80	248 00	3 58%
UNILEVER PLC SPON ADR NEW			**Security Identifier:** UL					
ISIN#US9047677045								
CUSIP 904767704								
Dividend Option Cash								
100 000	01/25/10*	31 3680	3,136 81	40 4500	4,045 00	908 19	128 29	3 17%
100 000	07/18/12*	34 1300	3,412 98	40 4500	4,045 00	632 02	128 29	3 17%
200.000	**Total Noncovered**		**6,549.79**		**8,090.00**	**1,540.21**	**256.58**	
100 000	02/01/13	41 2000	4,120 00	40 4500	4,045 00	-75 00	128 29	3 17%
100.000	**Total Covered**		**4,120.00**		**4,045.00**	**-75.00**	**128.29**	
300.000	**Total**		**$10,669.79**		**$12,135.00**	**$1,465.21**	**$384.87**	
VERMILION ENERGY INC COM			**Security Identifier:** VET					
ISIN#CA9237251058								
CUSIP 923725105								
Dividend Option Cash								
100 000	02/01/13	51 9250	5,192 50	48 7436	4,874 37	-318 13	235 96	4 84%
5VIRGIN AUST INTL HOLD P/L UNLISTD SHS			**Security Identifier:** Q9460P100					
ISIN#AU0000VAHXE6								
Dividend Option Cash								
200 000	03/30/12*	0 0000	0 00	N/A	N/A	N/A		
WESTERN GAS PARTNERS LP COM UNIT REPSTG			**Security Identifier:** WES					
LTD PARTNER INT								
CUSIP 958254104								
Dividend Option Cash								
100 000	04/19/12*	45 5470	4,554 71	64 8900	6,489 00	1,934 29	216 00	3 32%
150 000	10/16/12*	52 3590	7,853 90	64 8900	9,733 50	1,879 60	324 00	3 32%
250.000	**Total Noncovered**		**12,408.61**		**16,222.50**	**3,813.89**	**540.00**	
250.000	**Total**		**$12,408.61**		**$16,222.50**	**$3,813.89**	**$540.00**	

Winslow, Evans & Crocker, Inc.℠
175 Federal Street · Boston, MA 02110
(617) 896-3500

Brokerage
Account Statement

Statement Period: 06/01/2013 - 06/30/2013

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
3M CO COM		Security Identifier: MMM						
CUSIP 88579Y101								
Dividend Option Cash								
50 000	08/16/06*	70 8500	3,542 50	109 3500	5,467 50	1,925 00	127 00	2 32%
50 000	11/20/06*	81 5900	4,079 50	109 3500	5,467 50	1,388 00	127 00	2 32%
50 000	08/11/08*	74 4500	3,722 50	109 3500	5,467 50	1,745 00	127 00	2 32%
150.000	**Total Noncovered**		**11,344.50**		**16,402.50**	**5,058.00**	**381.00**	
150.000	**Total**		**$11,344.50**		**$16,402.50**	**$5,058.00**	**$381.00**	
Total Common Stocks			**$204,533.11**		**$283,241.04**	**$78,707.93**	**$7,683.13**	
Total Equities			**$204,533.11**		**$283,241.04**	**$78,707.93**	**$7,683.13**	

	Cost Basis	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income
Total Portfolio Holdings	**$410,416.56**	**$482,750.77**	**$72,334.21**	**$2,442.73**	**$15,690.81**

* Noncovered under the cost basis rules as defined below

Securities acquired before 2011 are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986, as amended ("IRC") (incorporating amendments enacted by P.L.110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered " noncovered," under the new cost basis reporting rules, and marked or denoted as such All other securities in this section are securities which are "covered" under the new cost basis reporting rules Securities which are "covered" under the new cost basis reporting rules are defined as securities which have been acquired on or after their "applicable date(s)" at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099-B for the applicable tax year in which the security is disposed

Reporting requirements generally will be phased in over a three-year period, as follows:

- Stock in a corporation acquired on or after January 1, 2011
- Mutual funds and dividend reinvestment plan (DRP) shares acquired on or after January 1, 2012
- Other securities, principally debt securities and options, acquired on or after January 1, 2013, or later, as determined by the Secretary of the Treasury.

Cost Basis on fixed income securities is adjusted for amortization, accretion or principal paydowns The method of calculation is based upon the type of fixed income security and certain attributes, obtained from sources believed to be reliable In the event, one or more of these attributes is changed, there may be a temporary incorrect adjusted cost basis reflected until the portfolio system is amended to reflect this change These calculations will not be performed under certain circumstances, including those involving continuously callable bonds, foreign bonds, variable rates, bonds in default, index-linked bonds, bonds sold short or bonds that have a negative yield This information is meant as a general guide and you should consult your tax advisor in the preparation of your tax returns