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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn 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

A Employer identification number

PATTONY FOUNDATION

04-3577440

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

CHOATE LLP PO BOX 961019

B Telephone number
(617) 248-4760

City or town, state, and ZIP code

BOSTON, MA 02196

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

H Check type of organization:

☒ Section 501(c)(3) exempt private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationF If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

I Fair market value of all assets at end of year

J Accounting method: ☒ Cash ☐ Accrual

(from Part II, col. (c), line 16)

☐ Other (specify)

▶ \$ 4,687,577. (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received

300,000.

N/A

2 Check ☐ if the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

19.

19.

STATEMENT 1

4 Dividends and interest from securities

102,327.

102,242.

STATEMENT 2

5a Gross rents

b Net rental income or (loss)

259,232.

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

b Gross sales price for all assets on line 6a

1,483,657.

259,232.

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

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit or (loss)

11 Other income

661,578.

361,493.

12 Total Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc

0.

0.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees STMT 3

8,337.

0.

8,337.

b Accounting fees STMT 4

2,695.

1,347.

1,348.

c Other professional fees STMT 5

48,108.

36,081.

12,027.

17 Interest

18 Taxes STMT 6

11,453.

4,453.

0.

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses STMT 7

125.

0.

125.

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

70,718.

41,881.

21,837.

25 Contributions, gifts, grants paid

0.

0.

26 Total expenses and disbursements. Add lines 24 and 25

70,718.

41,881.

21,837.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

590,860.

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

319,612.

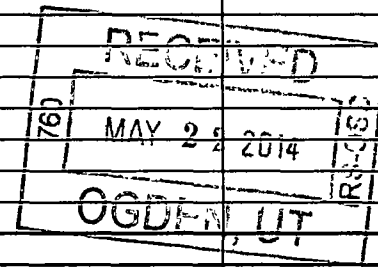
c Adjusted net income (if negative, enter -0-)

N/A

SCANNED MAY 28 2014

Revenue

Operating and Administrative Expenses

223501
12-05-12

LHA For Paperwork Reduction Act Notice, see instructions.

12

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		232,027.	263,606.	263,606.
	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 ▶	670,279.	STATEMENT 10		
		Less: allowance for doubtful accounts ▶	0.	606,320.	670,279.	670,279.
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 11	2,655,501.	3,057,779.	3,677,463.
	c	Investments - corporate bonds	STMT 12	99,888.	75,948.	76,229.
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)		3,593,736.	4,067,612.	4,687,577.	
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 ▶ <input type="checkbox"/>					
	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 ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		3,530,198.	4,008,765.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		63,538.	58,847.		
30	Total net assets or fund balances		3,593,736.	4,067,612.		
31	Total liabilities and net assets/fund balances		3,593,736.	4,067,612.		

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	3,593,736.
2	Enter amount from Part I, line 27a	2	590,860.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	1,918.
4	Add lines 1, 2, and 3	4	4,186,514.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	118,902.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,067,612.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED STATEMENT		P	VARIOUS	06/30/13
b CAPITAL GAINS DIVIDENDS				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,478,118.		1,224,425.	253,693.
b 5,539.			5,539.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(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			253,693.
b			5,539.
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	259,232.
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 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	144,241.	3,149,496.	.045798
2010	168,277.	2,953,085.	.056983
2009	124,747.	2,394,361.	.052100
2008	85,551.	1,786,387.	.047891
2007	116,569.	2,045,933.	.056976

2 Total of line 1, column (d)	2	.259748
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	.051950
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,694,911.
5 Multiply line 4 by line 3	5	191,951.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,196.
7 Add lines 5 and 6	7	195,147.
8 Enter qualifying distributions from Part XII, line 4	8	178,204.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2012 estimated tax payments and 2011 overpayment credited to 2012

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2013 estimated tax

1,758. Refunded

Part VII-A Statements Regarding Activities

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?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

c Did the foundation file Form 1120-POL for this year?

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

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T.

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?

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

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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

Yes No

1a X

1b X

1c X

2 X

3 X

4a X

4b

5 X

6 X

7 X

8b X

9 X

10 X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► CHOATE HALL & STEWART LLP Located at ► TWO INTERNATIONAL PLACE, BOSTON, MA	Telephone no. ► (617) 248-4760 ZIP+4 ► 02110		
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	
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	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? If "Yes," list the years ► , , ,	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☒ Yes ☐ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ 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)?

☐ Yes ☒ No

5b

X

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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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
PATRICIA A. RUBBICCO	TRUSTEE			
CHOATE HALL & STEWART LLP TWO INT'L BOSTON, MA 02110	1.00	0.	0.	0.
ANTHONY F. RUBBICCO	TRUSTEE			
CHOATE HALL & STEWART LLP TWO INT'L BOSTON, MA 02110	1.00	0.	0.	0.
WILLIAM A. LOWELL	TRUSTEE			
CHOATE HALL & STEWART LLP TWO INT'L BOSTON, MA 02110	1.00	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
NONE				

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

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	3,576,806.
b	Average of monthly cash balances	1b	174,373.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,751,179.
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	3,751,179.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	56,268.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,694,911.
6	Minimum investment return. Enter 5% of line 5	6	184,746.

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	184,746.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	6,392.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,392.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	178,354.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	178,354.
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	178,354.

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	21,837.
b	Program-related investments - total from Part IX-B	1b	156,367.
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	178,204.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	178,204.

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				178,354.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	19,238.			
b From 2008				
c From 2009	5,673.			
d From 2010	23,911.			
e From 2011				
f Total of lines 3a through e	48,822.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	178,204.			
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				178,204.
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))	150.			150.
6 Enter the net total of each column as indicated below:	48,672.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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				0.
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	19,088.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	29,584.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009	5,673.			
c Excess from 2010	23,911.			
d Excess from 2011				
e Excess from 2012				

Part XV Supplementary Information (continued)

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

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	19.	
4 Dividends and interest from securities			14	102,327.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	259,232.	
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.		361,578.	0.
13 Total. Add line 12, columns (b), (d), and (e)				361,578.	361,578.

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

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

[illegible]

Part XVII


Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | 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? | | Yes | No |
|---|-------|-----|----|
| 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. | | | |

[illegible]

- 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.		<div>May the IRS discuss this return with the preparer shown below (see instr. 1)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</div>
	 Signature of officer or trustee	<u>5/8/14</u> Date	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	PATRICK LAVOIE	<i>Patrick Lavoie</i>	5-6-14		P00491156
	Firm's name ▶ CHOATE HALL & STEWART LLP				Firm's EIN ▶ 04-1175860
	Firm's address ▶ PO BOX 961019 BOSTON, MA 02196				Phone no. 617-248-4760

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization

PATTONY FOUNDATION

Employer identification number

04-3577440

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization	Employer identification number
PATTONY FOUNDATION	04-3577440

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ANTHONY F. & PATRICIA A. RUBBICCO CHOATE HALL & STEWART LLP TWO INTL PLACE BOSTON, MA 02110	\$ 185,286.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	ANTHONY F. & PATRICIA A. RUBBICCO CHOATE HALL & STEWART LLP TWO INTL PLACE BOSTON, MA 02110	\$ 112,067.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	ANTHONY F. & PATRICIA A. RUBBICCO CHOATE HALL & STEWART LLP TWO INTL PLACE BOSTON, MA 02110	\$ 2,647.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

PATTONY FOUNDATION**04-3577440****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	<u>ISHARES MSCI GERMANY EFT - 7,312 UNITS</u> _____ _____	\$ <u>185,286.</u>	<u>02/15/13</u>
<u>2</u>	<u>T ROWE PRICE REAL ESTATE FUND - 5,162 UNITS</u> _____ _____	\$ <u>112,067.</u>	<u>02/05/13</u>
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____

Name of organization

Employer identification number

PATTONY FOUNDATION**04-3577440**

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

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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

SOURCE	AMOUNT
BLACKROCK FEDERAL TRUST FUND	19.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	19.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS AND INTEREST FROM SECURITIES	107,866.	5,539.	102,327.
TOTAL TO FM 990-PF, PART I, LN 4	107,866.	5,539.	102,327.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CHOATE HALL & STEWART LLP - LEGAL FEES RE SCHOLARSHIP LOAN PROGRAM	8,337.	0.		8,337.
TO FM 990-PF, PG 1, LN 16A	8,337.	0.		8,337.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CHOATE HALL & STEWART LLP - TAX PREPARATION FEE	2,695.	1,347.		1,348.
TO FORM 990-PF, PG 1, LN 16B	2,695.	1,347.		1,348.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CHOATE HALL & STEWART LLP - INVESTMENT MANAGEMENT, CUSTODY, RECORDKEEPING AND GRANT ADMINISTRATION	0. 48,108.	0. 36,081.		0. 12,027.
TO FORM 990-PF, PG 1, LN 16C	48,108.	36,081.		12,027.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD ON DIVIDENDS	4,453.	4,453.		0.
FEDERAL EXCISE TAX 6/30/12	7,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	11,453.	4,453.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEE FOR FORM PC	125.	0.		125.
TO FORM 990-PF, PG 1, LN 23	125.	0.		125.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
6/30/12 DIVIDENDS AND INTEREST POSTED 7/1/12	1,918.
TOTAL TO FORM 990-PF, PART III, LINE 3	1,918.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	9
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DESCRIPTION	AMOUNT
EXCESS OF MARKET VALUE OVER COST OF DONATED SECURITIES	113,922.
T ROWE PRICE REAL ESTATE - RETURN OF CAPITAL	212.
6/30/13 DIVIDENDS AND INTEREST POSTED 7/1/13	4,768.
TOTAL TO FORM 990-PF, PART III, LINE 5	118,902.

FORM 990-PF	OTHER NOTES AND LOANS RECEIVABLE	STATEMENT	10
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DESCRIPTION	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
VARIOUS - SEE STATEMENT ATTACHED	670,279.	0.	670,279.
TOTAL TO FM 990-PF, PART II, LN 7	670,279.	0.	670,279.

FORM 990-PF	CORPORATE STOCK	STATEMENT	11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	2,375,215.	2,956,604.
ALTERNATIVE AND OTHER INVESTMENTS	682,564.	720,859.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,057,779.	3,677,463.

FORM 990-PF	CORPORATE BONDS	STATEMENT	12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	75,948.	76,229.
TOTAL TO FORM 990-PF, PART II, LINE 10C	75,948.	76,229.

FORM 990-PF	SUMMARY OF PROGRAM-RELATED INVESTMENTS	STATEMENT	13
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DESCRIPTION

SCHOLARSHIP LOANS (NON-INTEREST BEARING) TO INDIVIDUALS -
PAID DIRECTLY TO EDUCATIONAL INSTITUTIONS.

CURRENT YEAR SCHOLARSHIP LOANS:	\$162,000
PRIOR YEAR LOANS FORGIVEN:	\$<5,633>
	\$156,637

	AMOUNT
TO FORM 990-PF, PART IX-B, LINE 1	156,367.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	14
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NAME OF MANAGER

PATRICIA A. RUBBICCO
ANTHONY F. RUBBICCO



Investment Detail

THE PATTONY FOUNDATION

01-Nov-2013 4 14 PM ET

Asset Types: Alternative, Cash, Cash & Equivalents, Equity, Fixed Income, Other
 Data Current as of: 30-Jun-2013

SUMMARY

Asset Type	Current Allocation	Market Value	Total Cost	Unrealized Gain/Loss
Alternative	10.137%	\$406,786.87	\$366,453.27	\$40,333.60
Cash	0.000%	\$0.00	\$0.00	\$0.00
Cash & Equivalents	6.457%	\$259,120.73	\$259,120.73	\$0.00
Equity	81.506%	\$3,270,675.49	\$2,691,325.33	\$579,350.16
Fixed Income	1.900%	\$76,229.26	\$75,947.50	\$281.76
Totals		\$4,012,812.35	\$3,392,846.83	\$619,965.52

DETAIL

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
Alternative: 10.137%									
CREDIT SUISSE COMM RET ST-I Ticker CRSOX Asset ID 22544R305	-	22544R305 CRSOX	4.361%	24,510.0430	7.1400	28-Jun-2013	\$175,001.71	\$193,906.23	(\$18,904.52)
MFS EMERGING MKTS DEBT FD I Ticker MEDIX Asset ID 55273E640	-	55273E640 MEDIX	1.536%	4,176.4930	14.7600	28-Jun-2013	\$61,645.04	\$47,444.97	\$14,200.07
T ROWE PRICE REAL ESTATE FUND Ticker TRREX Asset ID 779919109	-	779919109 TRREX	1.280%	2,352.2590	21.8400	28-Jun-2013	\$51,373.34	\$4,980.13	\$46,393.21
WELLS FARGO INTL BOND FUND- INST Ticker ESICX Asset ID 94985D582	-	94985D582 ESICX	2.960%	10,926.1070	10.8700	28-Jun-2013	\$118,766.78	\$120,121.94	(\$1,355.16)
Subtotal			10.137%				\$406,786.87	\$366,453.27	\$40,333.60
Cash: 0.000%									
CASH - INCOME	-	-	1.466%	58,847.0300	1.0000		\$58,847.03	\$58,847.03	\$0.00
CASH - PRINCIPAL	-	-	(1.466)%	(58,847.0300)	1.0000		(\$58,847.03)	(\$58,847.03)	\$0.00
Subtotal			0.000%				\$0.00	\$0.00	\$0.00
Cash & Equivalents: 6.457%									
BLACKROCK LIQ FD FED TRST-IN Ticker TFFXX Asset ID 09248U874	-	09248U874 TFFXX	6.457%	259,120.7300	100.0000%	28-Jun-2013	\$259,120.73	\$259,120.73	\$0.00
Subtotal			6.457%				\$259,120.73	\$259,120.73	\$0.00
Equity: 81.506%									
FIDELITY SPART INTL INDEX FA Ticker FSIVX Asset ID 315911875	-	315911875 FSIVX	1.818%	2,057.7730	35.4600	28-Jun-2013	\$72,968.63	\$55,354.09	\$17,614.54
GOLDMAN SACHS LOC EMG MK-I Ticker GIMDX Asset	-	38145N303 GIMDX	1.665%	7,539.9060	8.8600	28-Jun-2013	\$66,803.57	\$70,045.72	(\$3,242.15)

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
ID 38145N303 ISHARES CORE S&P 500 ETF Ticker IVV Asset ID 464287200	-	464287200 IVV	3 171%	791 0000	160 8800	28-Jun-2013	\$127,256 08	\$115,649 90	\$11,606 18
ISHARES MSCI CANADA ETF Ticker EWC Asset ID 464286509	-	464286509 EWC	0 681%	1,045 0000	26 1500	28-Jun-2013	\$27,326 75	\$20,510 63	\$6,816 12
ISHARES TR MSCI EAFE GROWTH ETF Ticker EFG Asset ID 464288885	-	464288885 EFG	5 324%	3,460 0000	61 7500	28-Jun-2013	\$213,655 00	\$205,226 75	\$8,428 25
LAZARD EMERGING MARKETS EQUITY INST Ticker LZEMX Asset ID 52106N889	2236609	52106N889 LZEMX	1 952%	4,377 4690	17 8900	28-Jun-2013	\$78,312 92	\$50,127 90	\$28,185 02
MFS INTL NEW DISCOVERY-I Ticker MWNI Asset ID 552981854	-	552981854 MWNI	2 445%	3,798 6630	25 8300	28-Jun-2013	\$98,119 47	\$96,600 00	\$1,519 47
MFS INTL VALUE I Ticker MINIX Asset ID 55273E822	-	55273E822 MINIX	3 696%	4,678 8030	31 7000	28-Jun-2013	\$148,318 06	\$121,181 00	\$27,137 06
POWERSHARES BUYBACK ACHIEVERS Ticker PKW Asset ID 73935X286	-	73935X286 PKW	3 445%	3,890 0000	35 5400	28-Jun-2013	\$138,250 60	\$113,632 45	\$24,618 15
SPDR S&P MIDCAP 400 ETF TRUST Ticker MDY Asset ID 78467Y107	-	78467Y107 MDY	1 283%	245 0000	210 1000	28-Jun-2013	\$51,474 50	\$20,380 96	\$31,093 54
TEMPLETON FRONTIER MARKET-AD Ticker FFRZX Asset ID 88019R641	-	88019R641 FFRZX	4 932%	11,935 5780	16 5800	28-Jun-2013	\$197,891 88	\$196,850 00	\$1,041 88
TEMPLETON INST FOREIGN SM CO Ticker TFSCX Asset ID 880210877	-	880210877 TFSCX	2 457%	5,068 2060	19 4500	28-Jun-2013	\$98,576 61	\$96,600 00	\$1,976 61
VANGUARD 500 INDEX FUND- SIGN Ticker VIFSX Asset ID 922908496	-	922908496 VIFSX	21 510%	7,058 2300	122 2900	28-Jun-2013	\$863,150 95	\$446,689 84	\$416,461 11
VANGUARD DIVIDEND APPREC ETF Ticker VIG Asset ID 921908844	-	921908844 VIG	1 435%	870 0000	66 2000	28-Jun-2013	\$57,594 00	\$40,481 10	\$17,112 90
VANGUARD FTSE DEVELOPED MARKETS ETF Ticker VEA Asset ID 921943858	-	921943858 VEA	15 547%	17,525 0000	35 6000	28-Jun-2013	\$623,890 00	\$619,642 82	\$4,247 18
VANGUARD FTSE EMERGING MARKETS ETF Ticker VWO Asset ID 922042858	-	922042858 VWO	7 314%	7,565 0000	38 7950	28-Jun-2013	\$293,484 17	\$308,645 77	(\$15,161 60)
VANGUARD GLBL EX-US REAL EST Ticker VNQI Asset ID 922042676	-	922042676 VNQI	1 230%	925 0000	53 3800	28-Jun-2013	\$49,376 50	\$49,214 95	\$161 55
WISDOMTREE EMERGING MKTS S/C DIV FD Ticker DGS Asset ID 97717W281	-	97717W281 DGS	1 601%	1,395 0000	46 0400	28-Jun-2013	\$64,225 80	\$64,491 45	(\$265 65)
Subtotal			81.506%				\$3,270,675 49	\$2,691,325.33	\$579,350.16

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
Fixed Income: 1.900%									
GOLDMAN SACHS GROUP 5 150% 1/15/14 Asset ID 38143UAB7	-	38143UAB7	0.636%	25,000.0000	102.1100%	28-Jun-2013	\$25,527.50	\$24,987.50	\$540.00
PIMCO TOTAL RETURN FUND- INST Ticker PTTRX Asset ID 693390700	-	693390700 PTTRX	0.642%	2,395.8510	10.7600	28-Jun-2013	\$25,779.36	\$25,860.00	(\$80.64)
VANGUARD TOTL BD MKT IDX Ticker VBTSX Asset ID 921937868	-	921937868 VBTSX	0.621%	2,335.7450	10.6700	28-Jun-2013	\$24,922.40	\$25,100.00	(\$177.60)
Subtotal			1.900%				\$76,229.26	\$75,947.50	\$281.76



Investment Detail

PATTONY FOUNDATION PROMISSORY NOTES

04-Nov-2013 10 22 AM ET

Asset Types: Alternative, Cash, Cash & Equivalents, Equity, Fixed Income, Other
 Data Current as of: 30-Jun-2013

SUMMARY

Asset Type	Current Allocation	Market Value	Total Cost	Unrealized Gain/Loss
Cash	0.000%	\$0.00	\$0.00	\$0.00
Cash & Equivalents	0.665%	\$4,484.88	\$4,484.88	\$0.00
Other	99.335%	\$670,279.11	\$670,279.11	\$0.00
Totals		\$674,763.99	\$674,763.99	\$0.00

DETAIL

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
Cash: 0.000%									
CASH - INCOME	-	-	0.000%	0.5500	1.0000		\$0.55	\$0.55	\$0.00
CASH - PRINCIPAL	-	-	(0.000)%	(0.5500)	1.0000		(\$0.55)	(\$0.55)	\$0.00
Subtotal			0.000%				\$0.00	\$0.00	\$0.00
Cash & Equivalents: 0.665%									
FEDERATED GOV OBL TX MGD-I Ticker GOTXX Asset ID 60934N856	-	60934N856 GOTXX	0.665%	4,484.8800	100.0000%	28-Jun-2013	\$4,484.88	\$4,484.88	\$0.00
Subtotal			0.665%				\$4,484.88	\$4,484.88	\$0.00
Other: 99.335%									
AIELLO, CASEY L., \$32,000 NOTE Ticker 998622AC1 Asset ID 998622AC1	-	998622AC1 998622AC1	3.478%	23,466.7200	100.0000%	18-Jan-2012	\$23,466.72	\$23,466.72	\$0.00
BANZY, ALEXANDER \$15,000 NOTE Ticker 99862CBA1 Asset ID 99862CBA1	-	99862CBA1 99862CBA1	2.223%	15,000.0000	100.0000%	08-Apr-2013	\$15,000.00	\$15,000.00	\$0.00
BANZY, AMANDA \$5,000 NOTE Ticker 998622AM2 Asset ID 998622AM2	-	998622AM2 998622AM2	0.741%	5,000.0000	100.0000%	17-Oct-2011	\$5,000.00	\$5,000.00	\$0.00
BANZY, AMANDA \$5,000 NOTE Ticker 998622AM1 Asset ID 998622AM1	-	998622AM1 998622AM1	0.741%	5,000.0000	100.0000%	29-Sep-2010	\$5,000.00	\$5,000.00	\$0.00
BANZY, AMANDA, \$5,000 NOTE Asset ID 998622AM3	-	998622AM3	0.741%	5,000.0000	100.0000%	08-Nov-2012	\$5,000.00	\$5,000.00	\$0.00
BERNAZANI, NICOLE, \$20,000 NOTE Ticker 99862CNI1 Asset ID 99862CNI1	-	99862CNI1 99862CNI1	2.964%	20,000.0000	100.0000%	08-Apr-2013	\$20,000.00	\$20,000.00	\$0.00
BONETTI, ROBERT, \$10,000 NOTE Asset ID 998622RO1	-	998622RO1	1.482%	10,000.0000	100.0000%	08-Nov-2012	\$10,000.00	\$10,000.00	\$0.00
BRADBURY, KARLEIGH \$10,000	-	998622KB2 998622KB2	1.482%	10,000.0000	100.0000%	17-Oct-2011	\$10,000.00	\$10,000.00	\$0.00

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
NOTE Ticker 998622KB2 Asset ID 998622KB2									
BRADBURY, KARLEIGH \$10,000 NOTE Ticker 998622KB1 Asset ID 998622KB1	-	998622KB1 998622KB1	1 482%	10,000 0000	100 0000%	29-Sep-2010	\$10,000 00	\$10,000 00	\$0 00
BRADBURY, KARLEIGH, \$7,500 NOTE Asset ID 998622KB3	-	998622KB3	1 111%	7,500 0000	100 0000%	08-Nov-2012	\$7,500 00	\$7,500 00	\$0 00
BRADLEY, KATRINA, \$5,000 NOTE Asset ID 998622KA1	-	998622KA1	0 741%	5,000 0000	100 0000%	08-Nov-2012	\$5,000 00	\$5,000 00	\$0 00
BROWN, ERIC \$7,500 NOTE Ticker 998622EB1 Asset ID 998622EB1	-	998622EB1 998622EB1	1 111%	7,500 0000	100 0000%	17-Oct-2011	\$7,500 00	\$7,500 00	\$0 00
BROWN, ERIC, \$5,000 NOTE Asset ID 998622EB2	-	998622EB2	0 741%	5,000 0000	100 0000%	08-Nov-2012	\$5,000 00	\$5,000 00	\$0 00
BUTLER, STEPHEN F. \$20,000 NOTE Ticker 998622SB3 Asset ID 998622SB3	-	998622SB3 998622SB3	2 964%	20,000 0000	100 0000%	18-Jan-2012	\$20,000 00	\$20,000 00	\$0 00
CLARK, MEGHAN E, \$28,000 NOTE Ticker 998622MC1 Asset ID 998622MC1	-	998622MC1 998622MC1	4 150%	28,000 0000	100 0000%	18-Jan-2012	\$28,000 00	\$28,000 00	\$0 00
COMSTOCK, DESIREE, \$5,000 NOTE Ticker 998001AT8 Asset ID 998001AT8	-	998001AT8 998001AT8	0 679%	4,583 3500	100 0000%	31-Aug-2010	\$4,583 35	\$4,583 35	\$0 00
CRUIKSHANK, KRISTIN \$10,000 NOTE Ticker 998622KC6 Asset ID 998622KC6	-	998622KC6 998622KC6	1 482%	10,000 0000	100 0000%	29-Sep-2010	\$10,000 00	\$10,000 00	\$0 00
DICARLO, JANELLE, \$5,000 NOTE Ticker 998622JD3 Asset ID 998622JD3	-	998622JD3 998622JD3	0 679%	4,583 3500	100 0000%	31-Aug-2010	\$4,583 35	\$4,583 35	\$0 00
DICARLO, JENALEE \$20,500 NOTE Ticker 998622JD8 Asset ID 998622JD8	-	998622JD8 998622JD8	1 013%	6,833 2000	100 0000%	31-Aug-2010	\$6,833 20	\$6,833 20	\$0 00
DIQUATTRO, GORDON, \$30,000 NOTE Ticker 99862CDG1 Asset ID 99862CDG1	-	99862CDG1 99862CDG1	4 446%	30,000 0000	100 0000%	08-Apr-2013	\$30,000 00	\$30,000 00	\$0 00
FIORE, MATTHEW, \$7,000 NOTE Ticker 998001AH4 Asset ID 998001AH4	-	998001AH4 998001AH4	0 035%	233 3200	100 0000%	31-Aug-2010	\$233 32	\$233 32	\$0 00
FORAN, BRIAN PATRICK \$10,000 NOTE Ticker 998622BF3 Asset ID 998622BF3	-	998622BF3 998622BF3	1 482%	10,000 0000	100 0000%	17-Oct-2011	\$10,000 00	\$10,000 00	\$0 00
FORAN, BRIAN PATRICK \$10,000	-	998622BF2 998622BF2	1 482%	10,000 0000	100 0000%	29-Sep-2010	\$10,000 00	\$10,000 00	\$0 00

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
NOTE Ticker 998622BF2 Asset ID 998622BF2									
GLICK, MATTHEW, - \$14,000 NOTE Ticker 998622MG0 Asset ID 998622MG0		998622MG0	0.657%	4,433.4700	100.0000%	31-Aug-2010	\$4,433.47	\$4,433.47	\$0.00
GRAFFAM, SARAH, \$10,000 NOTE Asset ID 998622SG1		998622SG1	1.482%	10,000.0000	100.0000%	08-Nov-2012	\$10,000.00	\$10,000.00	\$0.00
HATHAWAY, LAUREN, \$7,500 NOTE Asset ID 998622LA1		998622LA1	1.111%	7,500.0000	100.0000%	08-Nov-2012	\$7,500.00	\$7,500.00	\$0.00
HURKETT, MOLLY - ROSE, \$10,000 NOTE Ticker 998622MH2 Asset ID 998622MH2		998622MH2	1.482%	10,000.0000	100.0000%	31-Aug-2010	\$10,000.00	\$10,000.00	\$0.00
HURKETT, PETER, - \$10,000 NOTE Ticker 998622MH3 Asset ID 998622MH3		998622MH3	1.482%	10,000.0000	100.0000%	31-Aug-2010	\$10,000.00	\$10,000.00	\$0.00
LAVITA, JENNA, - \$5,000 NOTE Ticker 998622JL0 Asset ID 998622JL0		998622JL0	0.333%	2,250.0900	100.0000%	31-Aug-2010	\$2,250.09	\$2,250.09	\$0.00
LAVORGNA, JACQUELINE, \$28,000 NOTE Ticker 99862CJL1 Asset ID 99862CJL1		99862CJL1	4.150%	28,000.0000	100.0000%	08-Apr-2013	\$28,000.00	\$28,000.00	\$0.00
LEE, NICOLE J, - \$46,000 NOTE Ticker 99862CNL1 Asset ID 99862CNL1		99862CNL1	6.817%	46,000.0000	100.0000%	08-Apr-2013	\$46,000.00	\$46,000.00	\$0.00
LEE, TIFFANY - \$10,000 NOTE Ticker 998622TL3 Asset ID 998622TL3		998622TL3	1.482%	10,000.0000	100.0000%	29-Sep-2010	\$10,000.00	\$10,000.00	\$0.00
LEE, TIFFANY M, - \$32,500 NOTE Ticker 998622MG1 Asset ID 998622MG1		998622MG1	0.803%	5,416.5000	100.0000%	31-Aug-2010	\$5,416.50	\$5,416.50	\$0.00
LINCOURT, JUSTIN H, \$10,000 NOTE Ticker 998622CB6 Asset ID 998622CB6		998622CB6	1.234%	8,329.3000	100.0000%	31-Aug-2010	\$8,329.30	\$8,329.30	\$0.00
MASERIAN, JAY D, \$37,500 NOTE Ticker 99862CJA1 Asset ID 99862CJA1		99862CJA1	5.557%	37,500.0000	100.0000%	08-Apr-2013	\$37,500.00	\$37,500.00	\$0.00
MASERIAN, JENNA L, \$38,000 NOTE Ticker 998622JM0 Asset ID 998622JM0		998622JM0	4.224%	28,502.1600	100.0000%	18-Jan-2012	\$28,502.16	\$28,502.16	\$0.00
MASERIAN, KAYLA R, \$10,000 NOTE Ticker 998622KM0 Asset ID 998622KM0		998622KM0	1.087%	7,332.6200	100.0000%	31-Aug-2010	\$7,332.62	\$7,332.62	\$0.00
MCCORMICK, CHELSEY \$10,000 NOTE Ticker 99862CCM1 Asset ID 99862CCM1		99862CCM1	0.924%	6,232.0000	100.0000%	08-Apr-2013	\$6,232.00	\$6,232.00	\$0.00
MCCORMICK, -		998622CM3	1.482%	10,000.0000	100.0000%	17-Oct-2011	\$10,000.00	\$10,000.00	\$0.00

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Pnced	Market Value	Total Cost	Unrealized Gain/Loss
CHRISTIAN \$10,000 NOTE Ticker 998622CM3 Asset ID 998622CM3		998622CM3							
MCCORMICK, CHRISTIAN \$10,000 NOTE Ticker 998622CM2 Asset ID 998622CM2	-	998622CM2	1 482%	10,000 0000	100 0000%	29-Sep-2010	\$10,000 00	\$10,000 00	\$0 00
MCCORMICK, CHRISTIAN, \$10,000 NOTE Asset ID 998622CM5	-	998622CM5	1 482%	10,000 0000	100 0000%	08-Nov-2012	\$10,000 00	\$10,000 00	\$0 00
O'CALLGHAN, HALEY, \$10,000 NOTE Asset ID 998622HC1	-	998622HC1	1 482%	10,000 0000	100 0000%	08-Nov-2012	\$10,000 00	\$10,000 00	\$0 00
O'CONNELL, DANIEL \$10,000 NOTE Ticker 998622DO1 Asset ID 998622DO1	-	998622DO1	1 383%	9,333 3200	100 0000%	29-Sep-2010	\$9,333 32	\$9,333 32	\$0 00
O'CONNELL, THOMAS \$10,000 NOTE Ticker 998622TO1 Asset ID 998622TO1	-	998622TO1	1 482%	10,000 0000	100 0000%	29-Sep-2010	\$10,000 00	\$10,000 00	\$0 00
PACUNAS, CASSANDRA, \$10,000 NOTE Asset ID 998622PC1	-	998622PC1	1 482%	10,000 0000	100 0000%	08-Nov-2012	\$10,000 00	\$10,000 00	\$0 00
PATNOD, ALEX, \$10,000 NOTE Asset ID 998622AP2	-	998622AP2	1 482%	10,000 0000	100 0000%	08-Nov-2012	\$10,000 00	\$10,000 00	\$0 00
PATNOD, GREGORY, \$10,000 NOTE Asset ID 998622GP1	-	998622GP1	1 482%	10,000 0000	100 0000%	08-Nov-2012	\$10,000 00	\$10,000 00	\$0 00
PAULIN, LAURA MARIE, \$10,000 NOTE Ticker 998622LM0 Asset ID 998622LM0	-	998622LM0	0 173%	1,166 4900	100 0000%	31-Aug-2010	\$1,166 49	\$1,166 49	\$0 00
PINO, ANNA-MARIA, \$5,000 NOTE Ticker 998622CD5 Asset ID 998622CD5	-	998622CD5	0 716%	4,833 3300	100 0000%	31-Aug-2010	\$4,833 33	\$4,833 33	\$0 00
PORTALEWSKA, AGNES, \$7,500 00 NOTE Ticker 998622AP1 Asset ID 998622AP1	-	998622AP1	0 204%	1,375 0000	100 0000%	31-Aug-2010	\$1,375 00	\$1,375 00	\$0 00
PUGLIESE, SASHA \$15,000 NOTE Ticker 998622SP9 Asset ID 998622SP9	-	998622SP9	0 704%	4,750 0000	100 0000%	31-Aug-2010	\$4,750 00	\$4,750 00	\$0 00
ROBBLEE, CHRISTOPHER, \$15,000 NOTE Ticker 998622CR1 Asset ID 998622CR1	-	998622CR1	2 075%	14,000 0000	100 0000%	01-Mar-2013	\$14,000 00	\$14,000 00	\$0 00
ROJAS, PETER, \$11,000 NOTE Ticker 998622MG4 Asset ID 998622MG4	-	998622MG4	0 109%	733 5000	100 0000%	31-Aug-2010	\$733 50	\$733 50	\$0 00
SAINTE, JR, STEVEN L	-	998622CB9	0 864%	5,833 2500	100 0000%	31-Aug-2010	\$5,833 25	\$5,833 25	\$0 00

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
\$10,000 NOTE Ticker 998622CB9 Asset ID 998622CB9									
THIBAUT, ADAM B \$40,000 NOTE Ticker 99862CAT1 Asset ID 99862CAT1	-	99862CAT1 99862CAT1	5.928%	40,000.0000	100.0000%	08-Apr-2013	\$40,000.00	\$40,000.00	\$0.00
TRACY, HILLARY \$10,000 NOTE Ticker 998622HT1 Asset ID 998622HT1	-	998622HT1 998622HT1	1.309%	8,833.3100	100.0000%	17-Oct-2011	\$8,833.31	\$8,833.31	\$0.00
TURESKY, RACHEL, \$10,000.00 NOTE Ticker 998622RT0 Asset ID 998622RT0	-	998622RT0 998622RT0	1.463%	9,875.0000	100.0000%	31-Aug-2010	\$9,875.00	\$9,875.00	\$0.00
ULLRICH, VALERIE, \$10,000 NOTE Ticker 998622UV0 Asset ID 998622UV0	-	998622UV0 998622UV0	0.049%	333.1400	100.0000%	31-Aug-2010	\$333.14	\$333.14	\$0.00
VINCENT, CAITLIN, \$5,000.00 NOTE Ticker 998622CV0 Asset ID 998622CV0	-	998622CV0 998622CV0	0.210%	1,416.8100	100.0000%	31-Aug-2010	\$1,416.81	\$1,416.81	\$0.00
WOODBERRY, KRISTIN A, \$10,000 NOTE Ticker 998622CD7 Asset ID 998622CD7	-	998622CD7 998622CD7	0.534%	3,599.8800	100.0000%	31-Aug-2010	\$3,599.88	\$3,599.88	\$0.00
ZUNIGA, JULIE ANNE, \$10,000 NOTE Ticker 998622CC3 Asset ID 998622CC3	-	998622CC3 998622CC3	1.482%	10,000.0000	100.0000%	31-Aug-2010	\$10,000.00	\$10,000.00	\$0.00
Subtotal			99.335%				\$670,279.11	\$670,279.11	\$0.00

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TRUST YEAR ENDING 06/30/2013

TAX PREPARER 17
TRUST ADMINISTRATOR 43
INVESTMENT OFFICER

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC	8949
6070 0000 FIDELITY SPART INTL INDEX FA - 315911875 - MINOR = 61								
SOLD		08/06/2012	192115 50					
ACQ	6070 0000	07/08/2009	192115 50	163282.99	28832 51	LT	Y	
2990 0000 GATEWAY FUND Y - 367829884 - MINOR = 59								
SOLD		08/06/2012	81716 70					
ACQ	2990 0000	04/10/2012	81716 70	79833 00	1883 70	ST		C
2705 0000 GOLDMAN SACHS LOC EMG MK-I - 38145N303 - MINOR = 64								
SOLD		08/06/2012	25616 35					
ACQ	2705 0000	02/10/2011	25616.35	25129 45	486 90	LT	Y	
1010 0000 MFS INTL VALUE I - 55273E822 - MINOR = 61								
SOLD		08/06/2012	27300 30					
ACQ	1010 0000	04/10/2012	27300 30	26159 00	1141 30	ST		C
1600 0000 T ROWE PRICE REAL ESTATE FUND - 779919109 - MINOR = 59								
SOLD		08/06/2012	34064 00					
ACQ	1600 0000	07/08/2009	34064 00	1716 69	32347 31	LT	Y	
FOUND UPDATE 02/16/13								
90 0000 VANGUARD DIVIDEND APPREC ETF - 921908844 - MINOR = 63								
SOLD		08/06/2012	5256 78					
ACQ	90 0000	02/10/2011	5256.78	4894 70	362.08	LT	Y	
630 0000 VANGUARD FTSE ALL WORLD X-US SC - 922042718 - MINOR = 63								
SOLD		08/06/2012	52235 34					
ACQ	325 0000	07/28/2011	26946 80	33009.26	-6062 46	LT	Y	
	305 0000	02/10/2011	25288 54	30548 67	-5260 13	LT	Y	
0000 CARDINAL HEALTH INC COM - 14149Y108 - MINOR = 43								
SOLD		10/16/2012	88 32					
ACQ	0000		88 32	0 00	88 32	LT	Y	
CHANGED 12/05/12 SMC								
0000 AMERICAN INTERNATIONAL GROUP - 026874784 - MINOR = 43								
SOLD		11/07/2012	52 66					
ACQ	0000		52 66	0 00	52 66	LT	Y	
CHANGED 12/05/12 SMC								
15277 1570 FIDELITY HIGH INCOME FUND - 316146406 - MINOR = 64								
SOLD		02/07/2013	143299 73					
ACQ	15277 1570	04/11/2012	143299 73	136425 00	6874 73	ST		A
CHANGED 01/27/14 CPH								
1876 8540 GATEWAY FUND Y - 367829884 - MINOR = 59								
SOLD		02/07/2013	51951 32					
ACQ	1876 8540	04/10/2012	51951 32	50112 00	1839 32	ST		A
CHANGED 01/27/14 CPH								
2255 0000 GOLDMAN SACHS LOC EMG MK-I - 38145N303 - MINOR = 64								
SOLD		02/07/2013	22369 60					
ACQ	1793 7700	04/05/2012	17794 20	16700 00	1094 20	ST		A
	461 2300	02/10/2011	4575 40	4284 83	290 57	LT	Y	
CHANGED 01/27/14 CPH								
7312 0000 ISHARES MSCI GERMANY ETF - 464286806 - MINOR = 63								
SOLD		02/07/2013	180785 13					
ACQ	7312 0000	06/25/2012	180785 13	137126 32	43658 81	ST		A
CHANGED 01/27/14 CPH								
460 0000 ISHARES CORE S&P SMALL-CAP ETF - 464287804 - MINOR = 63								
SOLD		02/07/2013	38250 44					
ACQ	125 0000	03/12/2009	10394 14	4247 06	6147 08	LT	Y	
	335 0000	03/12/2009	27856 30	11382 13	16474 17	LT	Y	
CHANGED 01/27/14 CPH								
4545 0000 MFS EMERGING MKTS DEBT FD I - 55273E640 - MINOR = 64								
SOLD		02/07/2013	73083 60					
ACQ	1025 2370	07/08/2009	16485 81	13000 00	3485.81	LT	Y	
	1028 5130	01/21/2010	16538 49	14532 89	2005 60	LT	Y	
	1148 5770	04/05/2012	18469 12	17355 00	1114 12	ST		A
	1117 7580	08/06/2012	17973.55	17750 00	223 55	ST		A
	224 9150	03/16/2009	3616.63	2555 03	1061 60	LT	Y	
CHANGED 01/27/14 CPH								
15120 3010 T ROWE INSTI AFR&MID EAST - 74144Q609 - MINOR = 61								
SOLD		02/07/2013	88151 35					
ACQ	6802 7210	07/08/2009	39659 86	30000 00	9659 86	LT	Y	
	8317 5800	01/21/2010	48491 49	44000 00	4491.49	LT	Y	
CHANGED 01/27/14 CPH								
4850 0000 T ROWE PRICE REAL ESTATE FUND - 779919109 - MINOR = 59								
SOLD		02/07/2013	105293 50					
ACQ	4850 0000	06/24/2009	105293 50	44703 38	60590 12	LT	Y	
CHANGED 01/27/14 CPH ***FOUND UPDATE*** 02/16/13								
640 0000 SPDR DJ WILSHIRE INTL REAL ESTATE - 78463X863 - MINOR = 63								
SOLD		02/07/2013	26313 01					
ACQ	400 0000	03/12/2009	16445 63	7978 20	8467 42	LT	Y	
	100 0000	08/28/2008	4111 41	4418.15	-306.74	LT	Y	
	140 0000	08/28/2008	5755 97	6185 42	-429 45	LT	Y	
CHANGED 01/27/14 CPH								
880 0000 VANGUARD DIVIDEND APPREC ETF - 921908844 - MINOR = 63								
SOLD		02/07/2013	55601 64					
ACQ	120 0000	02/10/2011	7582 04	6526 27	1055 77	LT	Y	
	760 0000	07/13/2010	48019 60	35362 80	12656 80	LT	Y	
CHANGED 01/27/14 CPH								
1055 0000 VANGUARD FTSE ALL WORLD X-US SC - 922042718 - MINOR = 63								
SOLD		02/07/2013	98360.82					
ACQ	100 0000	01/19/2010	9323 30	8641 00	682 30	LT	Y	
	360 0000	07/06/2009	33563 88	23409 28	10154 60	LT	Y	
	175 0000	02/10/2011	16315 78	17527.92	-1212.14	LT	Y	
	420 0000	04/05/2012	39157 86	36283 82	2874 04	ST		A

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TRUST YEAR ENDING 06/30/2013

TAX PREPARER 17
TRUST ADMINISTRATOR 43
INVESTMENT OFFICER

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC	8949
CHANGED 01/27/14 CPH								
8531 6140 VIRTUS EMERGING MKTS OPPOR-I - 92828T889 - MINOR = 61								
SOLD		02/07/2013	88899 42					
ACQ	7266 0540	04/05/2012	75712 28	71280 00	4432 28	ST		A
	1265 5600	08/06/2012	13187 14	12200 00	987 14	ST		A
CHANGED 01/27/14 CPH								
5380 0000 WELLS FARGO INTL BOND FUND-INST - 94985D582 - MINOR = 64								
SOLD		02/07/2013	61923 80					
ACQ	5380 0000	08/06/2012	61923.80	61923 80	0 00	ST		A
CHANGED 01/27/14 CPH								
25000 0000 DOMINION RESOURCES 5 000% 3/15/13 - 25746UAM1 - MINOR = 30								
SOLD		03/15/2013	25000.00					
ACQ	25000 0000	06/28/2004	25000 00	23940 50	1059 50	LT	Y	
CHANGED 01/27/14 CPH								
0000 BISYS GROUP INC - 055472104								
SOLD		05/15/2013	388 37					
ACQ	.0000		388.37	0 00	388 37	LT	Y	
CHANGED 01/22/14 SMC								
TOTALS			1478117 68	1224424 56				

ST	729,271	663,148	66,123
LT	748,847	541,277	187,570

THE PATTONY FOUNDATION

Educational Loan Application for School Year 2013-2014

The Pattony Foundation provides interest-free loans to help students finance their education. Loans range in amounts from \$1,000 to \$10,000. The Foundation makes interest-free loans rather than outright grants because it believes that it is important for students to invest in their own education.

Selection Criteria

In order to qualify as an applicant, you must meet the following criteria:

- Have graduated or be about to graduate from a high school or college located in New England (i.e., the states of Connecticut, Maine, Massachusetts, New Hampshire, Rhode Island, or Vermont).
- Be enrolled or enrolling in an accredited post-secondary institution.
- Demonstrate, in order of most to least important, the following: financial need; character, motivation and leadership skills; and academic promise.
- Complete and submit this application with the required attachments, prior to the deadline listed below.

In order to receive the interest-free loan, if selected:

- Dependent students: you and your parents will be required to sign a promissory note agreeing to repay the loan (without interest).
- Independent students: you will be required to sign a promissory note agreeing to repay the loan (without interest).

The terms of the loan (e.g., length of time to repay, frequency and amount of payments, etc.) will depend on your particular circumstances. Those terms will be determined in consultation with you at the time of your selection.

* Applicants who have qualified and received interest-free loan(s) from the Foundation in prior year(s) may be eligible to apply for additional loans in succeeding year(s) *

Deadline

Your completed application and attachments must arrive in one envelope at the address listed below no later than **May 31, 2013**. Applicants selected to receive a loan will be notified on or about July 31, 2013.

Mail three (3) copies of the completed application together with three (3) copies of the required attachments in one envelope to:

The Pattony Foundation
c/o William A. Lowell
Choate, Hall & Stewart LLP
Two International Place
Boston, Massachusetts 02110

Please contact Maggie Wilson at (617) 248-4700 if you have any questions concerning the application or submission process.

THE PATTONY FOUNDATION
CHECK LIST OF REQUIREMENTS FOR SUBMITTING
STUDENT LOAN APPLICATION

This check list is intended only as a "check list" and has been included to assist in keeping track of the application requirements which need to be completed.

- ☐ 1. **Application filled in completely**
 - _____ **Background Information** (Section A)
 - _____ **Financial Aid Information** (Section B)
 - _____ **Leadership and Personal Qualities** (Section C)
 - _____ **Academic Information** (Section D)
 - _____ **Additional Information** (Section E)
 - _____ **Certification and Signatures** (Section F)
- ☐ 2. **Acceptance Letter** (Section A) *
- ☐ 3. **Character Reference** (Section A) *
- ☐ 4. **Financial Award Letter and/or SAR** (Section B1)
- ☐ 5. **School Literature** (Section B2) *
- ☐ 6. **Form 4506-T – Request for Transcript of Tax Return** (Section B4 or B5)
- ☐ 7. **Resume of Activities** (Section C1)
- ☐ 8. **Essay** (Section C2)
- ☐ 9. **Scholastic Reference Letter** (Section C3)
- ☐ 10. **Official Transcript** (Section D1)

Loans are made to the **student applicant only** (not the parents, the school or outside agencies).

It is important that you follow these instructions carefully - your ability to follow these instructions is a factor taken into consideration by the Foundation Trustees when selecting loan recipients.

The application form **MUST BE FILLED IN COMPLETELY** by the student applying for the loan with all the requested information. If a particular question or section is not applicable to you, indicate either "*Not Applicable*", "*No*" or "*None*".

Recipients must notify the Foundation if any of the following changes have occurred: change of graduation date; change of school; change of major; change of address or change of telephone number.

(*) Students who have previously received funds from the Foundation **DO NOT** need to complete these sections

THE PATTONY FOUNDATION EDUCATIONAL LOAN APPLICATION

Please type or print legibly in black or blue ink.

A. Background Information

Name: _____
Social Security No.: _____
Birth Date: _____
Permanent Address: _____

Telephone: _____
E-mail: _____

Please provide the address and phone number for the best place to contact you, if different from above:

Address: _____
Telephone: _____

High School

Graduated: Yes/No (circle one)

If yes, date of graduation: _____ If no, expected date of graduation: _____

Name, City and State of High School: _____

Post-Secondary Institution, if applicable

Graduated: Yes/No (circle one)

If yes, date of graduation: _____ If no, expected date of graduation: _____

Name, City and State of Institution: _____

Post-Secondary or Graduate Institution, for Loan Request

Name, City and State of Institution: _____

Loan Amount Requested: \$ _____, Not to exceed \$10,000.
(The Foundation reserves the right to award less than the amount you request.)

Enrollment Status:

In Fall 2013,

I am: Accepted/Enrolled/Awaiting a Decision (*circle one*)
If applicable, attach copy of Acceptance Letter

I will be a: Freshman/Sophomore/Junior/Senior/Graduate Student (*circle one*)
Full-time/Part-time (*circle one*)

My expected graduation date is: _____

My intended field of study and degree are: _____

My housing status is: On Campus/Off Campus/Home with Family (*circle one*)

Character Reference:

Attach a reference letter from someone who will know your address after graduation. (Personal friends, neighbors, employers, clergy, etc.)

**** Immediate family and persons from the academic field may not be used ****

B. Financial Aid Information

(1) **Financial Aid:**

If you have **NOT** applied for financial aid, check this box ☐

If you **HAVE** applied for financial aid, please attach the following documents:

- Copy of the financial aid award letter from the college or institution of higher education you will be attending (if you are undecided, please send award letters from your top two choices)
- Copy of your final Student Aid Report (SAR);
"Information Acknowledgement 2013-2014 Student Aid Report Federal Student Aid Programs"

(2) **Budget** (*Attach Official School Brochure or Letter Showing Costs of Tuition, Room & Board, Etc.*)

Budget for Academic Year

Tuition/Fees	\$ _____
Room/Board	\$ _____
Books	\$ _____
Travel	\$ _____
Other	\$ _____
Total	\$ _____

Your Resources for Academic Year

Given by Family	\$ _____
Your Own Resources	\$ _____
Wages (if any)	\$ _____
Scholarships (if any)	\$ _____
Other Loans (if any)	\$ _____
Total	\$ _____

(3) Educational Indebtedness:

Total student loans owed to date - please list sources, interest rate and repayment terms. Include any previous loans from this Foundation. Estimate your total debt upon completion of your studies/graduation.

(4) Financial Resources – Dependent Student:

Parental Information:

Complete this question using information from the most recent U.S. Income Tax Return.
(A completed Form 4506-T – Request for Transcript of Tax Return must also be included)

Father - Name and Occupation: _____

Mother - Name and Occupation: _____

Adjusted Gross Income: \$ _____ (Amount from Father \$ _____)
(Amount from Mother \$ _____)

Number of Family Members _____ Number of Dependents _____

List all family members supported at least half-time by parents, not including student applicant.

Name/age	School/tuition	Relationship to Applicant

(5) Financial Resources - Independent Student:

Complete this question about you and your spouse (if applicable) using information from your most recent U.S. Income Tax Return.

(A completed Form 4506-T – Request for Transcript of Tax Return must also be included)

Adjusted Gross Income: \$ _____ (Amount from Student \$ _____)
(Amount from Spouse \$ _____)

List all family members that you support at least half-time, **not** including yourself.

Name/age	School/tuition	Relationship to Applicant
Name/age	School/tuition	Relationship to Applicant
Name/age	School/tuition	Relationship to Applicant

(6) Special Circumstances

- Do you have any unusual personal, financial, or family circumstances that warrant special attention? Please be specific.

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There is no text or other markings on the paper.

C. Leadership And Personal Qualities

- (1) Resume/Activities: Please attach a resume or list of activities that you participate in including positions held, dates of participation, estimated time spent on each activity and any special honors received.
- (2) Essay:
If you are going to be a college freshman in the fall AND you are a first-time applicant –
Submit an essay describing your educational goals, why you selected a particular college, efforts you have made to finance your education, and general information about yourself.
- If you are not a first-time applicant OR you are already enrolled in college or graduate school OR you will be attending graduate school in the fall –
Submit an essay of no more than 500 words on **one** of the following topics:
- Tell us about an experience that has influenced the career path you would like to pursue or some other future goal.
 - Tell us what you hope to gain from your college experience or what you gained so far in your college experience.
- (3) Optional:
Submit a letter of recommendation that addresses your leadership skills and potential. You may submit the letter directly or have the person writing the recommendation send it directly to the Pattony Foundation.

D. Academic Information

- (1) Submit an official copy of your most recent transcript; high school, college, or graduate school.

E. Additional Information

- (1) Will you be the first person in your family to pursue a post-secondary education?
☐ Yes ☐ No
- (2) How did you hear about the interest-free loans from the Pattony Foundation?
-
-

F. CERTIFICATION AND SIGNATURES

I (we) certify that the information on this form is true and complete to the best of my (our) knowledge. I (we) shall provide on request any information required to verify statements made in this application. I (we) realize that if I (we) do not comply with requests for information, eligibility for loans will be lost. I (we) further agree that, if the Pattony Foundation selects me to receive an interest-free loan, I (we) will execute a promissory note to repay the loan.

Signature of Applicant

Date

Signature of Applicant's Mother, if applicant is a dependent

Date

Signature of Applicant's Father, if applicant is a dependent

Date

Mail three (3) copies of the completed application together with three (3) copies of the required attachments in one envelope to:

The Pattony Foundation
c/o William A. Lowell
Choate, Hall & Stewart LLP
Two International Place
Boston, Massachusetts 02110

Your envelope must arrive no later than May 31, 2013

*Please **do not** staple the application or attachments, and include your name on all materials submitted*

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- 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. PATTONY FOUNDATION	Employer identification number (EIN) or 04-3577440
	Number, street, and room or suite no. If a P.O. box, see instructions. CHOATE LLP PO BOX 961019	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BOSTON, MA 02196	

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

04

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

CHOATE HALL & STEWART LLP

- The books are in the care of ► **TWO INTERNATIONAL PLACE - BOSTON, MA 02110**
Telephone No. ► **(617) 248-4760** FAX No. ► **(617) 502-4760**

- 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 **FEBRUARY 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☐ calendar year _____ or
► ☒ tax year beginning **JUL 1, 2012**, and ending **JUN 30, 2013**

- 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	\$	8,150.
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	\$	4,400.
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	\$	3,750.

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev. 1-2013)

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1/11

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions	
Type or print	Name of exempt organization or other filer, see instructions
File by the due date for filing your return. See instructions	Employer identification number (EIN) or
	PATTONY FOUNDATION
	04-3577440
	Number, street, and room or suite no. If a P O box, see instructions
	CHOATE LLP PO BOX 961019
	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.
	BOSTON, MA 02196

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

04

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

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

CHOATE HALL & STEWART LLP

- The books are in the care of **TWO INTERNATIONAL PLACE - BOSTON, MA 02110**

Telephone No **(617) 248-4760**

FAX No **(617) 502-4760**

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

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

4 I request an additional 3-month extension of time until **MAY 15, 2014**

5 For calendar year _____, or other tax year beginning **JUL 1, 2012**, and ending **JUN 30, 2013**

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

☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED IN ORDER TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	8,150.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	8,150.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature **[Signature]** Title **CPA**

Date **2/13/14**

Form 8868 (Rev. 1-2013)

MC
2/13