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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

IVA & JEROME PRESTON CHARITABLE TRUST  
D/B/A 1932 CHARITABLE TRUST

A Employer identification number

04-6108371

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

DAY PITNEY LLP, ONE INTERNATIONAL PLACE

Room/suite

B Telephone number

(617) 345-4600

City or town, state, and ZIP code

BOSTON, MA 02110-3179

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

☒

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)

J Accounting method

☒

Cash

☐

Accrual

☐ Other (specify)F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

▶ \$ 724,168. (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)

Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	359.	359.		STATEMENT 1
	4 Dividends and interest from securities	21,058.	21,058.		STATEMENT 2
	5a Gross rents				
	b Net rental income (or loss)				
	6a Net gain (or loss) from sale of assets not on line 10	21,041.			
	b Gross sales price for all assets on line 6a	88,024.			
	7 Capital gain net income (from Part IV, line 2)		21,041.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	42,458.	42,458.		
	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	2,000.	2,000.	0.
	c Other professional fees	STMT 4	5,445.	5,445.	0.
	17 Interest				
	18 Taxes	STMT 5	1,183.	674.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 6	35.	35.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23		8,663.	8,154.	0.
	25 Contributions, gifts, grants paid		55,587.		55,587.
	26 Total expenses and disbursements. Add lines 24 and 25		64,250.	8,154.	55,587.
	27 Subtract line 26 from line 12		-21,792.		
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)			34,304.	
	c Adjusted net income (if negative, enter -0-)			N/A	

223501  
12-05-12

LHA For Paperwork Reduction Act Notice, see instructions

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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	448.	303.	303.
	2 Savings and temporary cash investments	3,200.	10,100.	10,100.
	3 Accounts receivable ▶ 9.		9.	9.
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations STMT 7	12,498.	12,609.	12,760.
	b Investments - corporate stock STMT 8	361,651.	332,984.	584,022.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	89,889.	89,889.	116,974.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	467,686.	445,894.	724,168.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	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.		
Foundations that follow SFAS 117, check here <input type="checkbox"/>	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	552,492.	552,492.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-84,806.	-106,598.	
	30 Total net assets or fund balances	467,686.	445,894.	
31 Total liabilities and net assets/fund balances	467,686.	445,894.		

**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	467,686.
2 Enter amount from Part I, line 27a	2	-21,792.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	445,894.
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	445,894.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 88,024.		66,983.	21,041.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			21,041.

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	21,041.
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	34,357.	655,972.	.052376
2010	46,228.	646,036.	.071556
2009	26,374.	602,372.	.043784
2008	23,099.	606,337.	.038096
2007	6,783.	737,048.	.009203

2 Total of line 1, column (d)	2	.215015
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	.043003
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	714,476.
5 Multiply line 4 by line 3	5	30,725.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	343.
7 Add lines 5 and 6	7	31,068.
8 Enter qualifying distributions from Part XII, line 4	8	55,587.

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.

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**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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	343.
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	343.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	343.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	760.
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	760.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	417.
11	Enter the amount of line 10 to be <b>Credited to 2013 estimated tax</b> <input checked="" type="checkbox"/> <b>Refunded</b> <input checked="" type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> 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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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**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 ► DAY PITNEY LLP Telephone no ► (617) 345-4600 Located at ► ONE INTERNATIONAL PLACE, BOSTON, MA ZIP+4 ► 02110-3179			
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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" 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 N/A <input type="checkbox"/>	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <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?	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

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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)?

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
JEROME PRESTON JR 35 SCHOONER STREET UNIT 107 DAMARISCOTTA, ME 04543	TRUSTEE 0.50	0.	0.	0.
ELLEN B. CUTLER 567 BEARDS HILL ROAD ABERDEEN, MD 21001	TRUSTEE 0.50	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

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**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**

<b>Part IX-A</b>	<b>Summary of Direct Charitable Activities</b>
------------------	--

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		

<b>Part IX-B</b>	<b>Summary of Program-Related Investments</b>
------------------	---

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

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**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	708,491.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	16,865.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	725,356.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	725,356.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	10,880.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	714,476.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	35,724.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	35,724.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	343.
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	343.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	35,381.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	35,381.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	35,381.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	55,587.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	55,587.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	343.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	55,244.

**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.

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**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				35,381.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			387.	
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 ▶ \$ 55,587.				
a Applied to 2011, but not more than line 2a			387.	
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				35,381.
e Remaining amount distributed out of corpus	19,819.			
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.	19,819.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	19,819.			
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	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	19,819.			
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	19,819.			

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

N/A

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

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year

Prior 3 years

(a) 2012

(b) 2011

(c) 2010

(d) 2009

(e) Total

b 85% of line 2a

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

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

e Qualifying distributions made directly for active conduct of exempt activities

Subtract line 2d from line 2c

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

a "Assets" alternative test - enter (1) Value of all assets

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

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

c "Support" alternative test - enter

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

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

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

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

NONE

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

NONE

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

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

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**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
<b>a Paid during the year</b>				
AMERICAN FIELD SERVICE - USA 1 WHITEHALL STREET, 2ND FLOOR NEW YORK, NY 10004	NONE	PUBLIC CHARITY	PUBLIC CHARITY	250.
ASSOCIATION OF SMALL FOUNDATIONS 1720 N. STREET, NW WASHINGTON, DC 20036-3278	NONE	CHARITY	PUBLIC CHARITY	200.
BBB WISE GIVING ALLIANCE 3033 WILSON BOULEVARD, SUITE 600 ARLINGTON, VA 22201	NONE	CHARITY	PUBLIC CHARITY	100.
BOSTON ARTS ACADEMY 174 IPSWICH STREET BOSTON, MA 02215	NONE	PUBLIC CHARITY	GENERAL CHARITY	500.
BRISTOL AREA LIBRARY 619 OLD COUNTY ROAD PEMAQUID, ME 04558	NONE	CHARITY	PUBLIC CHARITY	500.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>55,587.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>





**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	ABBVIE INC 240 SHARES	P	06/10/05	05/14/13
b	CINCINNATI FINL CORP 525 SHARES	P	02/07/11	06/07/13
c	CULLEN FROST BANKERS INC 215 SHARES	P	05/04/10	06/13/13
d	KINDER MORGAN MANAGEMENT LLC .5278 SHARES	P	01/28/09	08/16/12
e	KINDER MORGAN MANAGEMENT LLC .7405 SHARES	P	01/28/09	11/15/12
f	KINDER MORGAN MANAGEMENT LLC .6525 SHARES	P	01/28/09	02/15/13
g	KINDER MORGAN MANAGEMENT LLC .4857 SHARES	P	01/28/09	05/22/13
h	KONINKLIJKE PHILIPS ELECTRS 350 SHARES	P	08/10/07	07/19/12
i	PPG INDS INC 95 SHARES	P	02/14/07	05/14/13
j	PROCTER & GAMBLE 150 SHARES	P	02/09/05	05/28/13
k	SOUTHERN CO 95 SHARES	P	11/04/09	05/28/13
l	CAPITAL GAINS DIVIDENDS			
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 10,853.		6,109.	4,744.
b 24,382.		17,423.	6,959.
c 13,850.		12,689.	1,161.
d 39.		18.	21.
e 52.		25.	27.
f 53.		21.	32.
g 42.		16.	26.
h 7,080.		13,393.	-6,313.
i 14,850.		6,533.	8,317.
j 12,191.		7,785.	4,406.
k 4,286.		2,971.	1,315.
l 346.			346.
m			
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			4,744.
b			6,959.
c			1,161.
d			21.
e			27.
f			32.
g			26.
h			-6,313.
i			8,317.
j			4,406.
k			1,315.
l			346.
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	21,041.
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

IVA & JEROME PRESTON CHARITABLE TRUST  
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**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
CHRIST CHURCH CAMBRIDGE ZERO GARDEN STREET CAMBRIDGE, MA 02138	NONE	PUBLIC CHARITY	PUBLIC CHARITY	4,563.
DOCTORS WITHOUT BORDERS USA 333 7TH AVENUE 2ND FLOOR NEW YORK, NY 10001	NONE	PUBLIC CHARITY	GENERAL CHARITY	200.
DOUBLE EDGE THEATER 948 CONWAY ROAD ASHFIELD, MA 01330	NONE	PUBLIC CHARITY	PUBLIC CHARITY	250.
EDEN MILL NATURE CENTER 1617 EDEN MILL ROAD PYLESVILLE, MD 21132	NONE	PUBLIC CHARITY	GENERAL CHARITY	302.
GREENFIELD CENTER SCHOOL 71 MONTAGUE CITY ROAD GREENFIELD, MA 01301	NONE	PUBLIC CHARITY	PUBLIC CHARITY	812.
HARFORD COUNTY DUCKS UNLIMITED 1618 KIERSTON COURT FOREST HILL, MD 21050	NONE	CHARITY	PUBLIC CHARITY	110.
HARFORD COUNTY PUBLIC LIBRARY FOUNDATION 1221-A BRASS MILL ROAD BELCAMP, MD 21017	NONE	PUBLIC CHARITY	GENERAL CHARITY	200.
HARVARD ART MUSEUM 124 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	NONE	CHARITY	PUBLIC CHARITY	500.
HARVARD COLLEGE 124 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	NONE	PUBLIC CHARITY	PUBLIC CHARITY	3,000.
HARVARD GRADUATE SCHOOL OF ARTS & SCIENCES 124 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	NONE	CHARITY	PUBLIC CHARITY	500.
Total from continuation sheets				54,037.



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**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
HARVARD MAGAZINE 7 WARE STREET CAMBRIDGE, MA 02138-4037	NONE	PUBLIC CHARITY	GENERAL CHARITY	300.
HISTORICAL SOCIETY OF HARTFORD COUNTY, INC 143 NORTH MAIN STREET BEL AIR, MD 21014	NONE	PUBLIC CHARITY	GENERAL CHARITY	387.
HYDE SCHOOLS ANNUAL FUND 616 HIGH STREET BATH, ME 04530	NONE	PUBLIC CHARITY	GENERAL CHARITY	1,000.
LIGHTS FOR LIFE, INC. 18 GREENWOOD AVE LEHIGH ACRES, FL 33936	NONE	PUBLIC CHARITY	PUBLIC CHARITY	4,563.
LINCOLN ACADEMY 81 ACADEMY HILL ROAD NEWCASTLE, ME 04553	NONE	CHARITY	PUBLIC CHARITY	500.
LINCOLN THEATER 2 THEATER STREET, P.O. BOX 237 DAMARISCOTTA, ME 04543	NONE	CHARITY	PUBLIC CHARITY	500.
MAINE PUBLIC BROADCASTING NETWORK 63 TEXAS AVENUE BANGOR, ME 04401	NONE	PUBLIC CHARITY	GENERAL CHARITY	1,000.
NORTHAMPTON SURVIVAL CENTER 265 PROSPECT STREET NORTHAMPTON, MA 01060	NONE	PUBLIC CHARITY	PUBLIC CHARITY	1,000.
NORTHEAST ORGANIC FARMING ASSOCIATION, MASSACHUSETTS CHAPTER 411 SHELTON ROAD BARRE, MA 01005	NONE	PUBLIC CHARITY	PUBLIC CHARITY	500.
OTTER POINT CREEK ALLIANCE 700 OTTER POINT ROAD ABERDEEN, MD 21009	NONE	PUBLIC CHARITY	GENERAL CHARITY	1,000.
Total from continuation sheets				

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**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
PHILLIPS ACADEMY-OFFICE OF ACADEMY RESOURCES 180 MAIN STREET ANDOVER, MA 01810	NONE	PUBLIC CHARITY	PUBLIC CHARITY	500.
PINE TREE SOCIETY P.O. BOX 518 BATH, ME 04530	NONE	CHARITY	PUBLIC CHARITY	500.
QUANTUM FUTURE GROUP P.O. BOX 4322 BOULDER, CO 80306	NONE	PUBLIC CHARITY	PUBLIC CHARITY	1,000.
RYE COUNTY DAY SCHOOL (RCDS) ALUMNI FUND CEDAR STREET RYE, NY 10580-2034	NONE	PUBLIC CHARITY	GENERAL CHARITY	500.
SAFE PASSAGE 43 CENTER STREET SUITE 304 NORTHAMPTON, MA 01060	NONE	PUBLIC CHARITY	PUBLIC CHARITY	1,000.
SKIDOMPHA LIBRARY P.O. BOX 70 DAMARISCOTTA, ME 04543	NONE	CHARITY	PUBLIC CHARITY	100.
SOUTH KENT SCHOOL 40 BULL'S BRIDGE ROAD SOUTH KENT, CT 06785	NONE	PUBLIC CHARITY	EDUCATIONAL	300.
THE ABERDEEN ROOM ARCHIVES AND MUSEUM, INC 18 NORTH HOWARD STREET ABERDEEN, MD 21001	NONE	PUBLIC CHARITY	PUBLIC CHARITY	300.
THE COMMUNITY FDN FOR THE NATIONAL CAPITAL REGION 1201 15TH ST NW, SUITE 420 WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	GENERAL CHARITY	18,250.
THE EMMA WILLARD SCHOOL ANNUAL FUND DEVELOPMENT OFFICE 285 PAWLING AVENUE TROY, NY 12180	NONE	PUBLIC CHARITY	GENERAL CHARITY	1,250.
Total from continuation sheets				

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**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 ENGLISH-SPEAKING UNION OF THE UNITED STATES 144 EAST 39TH STREET NEW YORK, NY 10016	NONE	PUBLIC CHARITY	GENERAL CHARITY	150.
THE WALTERS ART MUSEUM ANNUAL FUND 600 N CHARLES STREET BALTIMORE, MD 21201	NONE	PUBLIC CHARITY	GENERAL CHARITY	500.
WELLESLEY COLLEGE 106 CENTRAL STREET WELLESLEY, MA 02481-8203	NONE	PUBLIC CHARITY	PUBLIC CHARITY	5,000.
WHEATON COLLEGE 26 E.MAIN STREET NORTON, MA 02766	NONE	CHARITY	PUBLIC CHARITY	500.
YALE LAW SCHOOL FUND P.O. BOX 803 NEW HAVEN, CT 06503-0803	NONE	PUBLIC CHARITY	GENERAL CHARITY	3,000.
Total from continuation sheets				

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

SOURCE	AMOUNT
UNITED STATES TREAS TIPS 2%	249.
UNITED STATES TREAS TIPS 2% AMORTIZATION	-24.
UNITED STATES TREAS TIPS 2% OID	134.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	359.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ABBOTT LABORATORIES	312.	0.	312.
ABBVIE INC	192.	0.	192.
ACCENTURE PLC CL A	413.	0.	413.
ALTRIA GROUP INC	908.	0.	908.
BCE INC	700.	0.	700.
BECTON DICKINSON & CO	281.	0.	281.
CHEVRONTXACO CORP	796.	0.	796.
CHUBB CORP	468.	0.	468.
CINCINNATI FINL CORP	853.	0.	853.
COLGATE-PALMOLIVE CO	635.	0.	635.
CULLEN FROST BANKERS INC	417.	0.	417.
DIAGEO PLC ADR	452.	0.	452.
EXXON MOBIL CORP	562.	0.	562.
GALLAGHER ARTHUR J & CO	335.	0.	335.
GENUINE PARTS CO	556.	0.	556.
HARBOR INT'L FUND INVESTORS CL	740.	0.	740.
HARBOR INT'L FUND INVESTORS CL	7.	0.	7.
HARBOR INT'L FUND INVESTORS CL	59.	0.	59.
INTEL CORP	585.	0.	585.
INTERNATIONAL BUSINESS MACHINES CORP	490.	0.	490.
JOHNSON & JOHNSON	996.	0.	996.
JPMORGAN ALERIAN MLP INDEX FUND	802.	0.	802.
KIMBERLY CLARK	667.	0.	667.
MCDONALDS CORP	497.	0.	497.
MICROSOFT CORP	463.	0.	463.
NOVARTIS AG SPONSORED ADR	473.	0.	473.
PHILIP MORRIS INT'L INC	531.	0.	531.
PPG INDUSTRIES INC	524.	0.	524.
PROCTER & GAMBLE CO	1,853.	0.	1,853.
RAYTHEON COMPANY NEW	522.	0.	522.
REYNOLDS AMERICAN INC	1,062.	0.	1,062.
SCOUT INTERNATIONAL FUND	694.	0.	694.
SEI CASH & PLUS GOVERNMENT II FD	1.	0.	1.

SIEMENS A G SPONSORED ADR	539.	0.	539.
SOUTHERN CO	188.	0.	188.
TOTAL FINA ELF SA ADR	179.	0.	179.
VANGUARD INFLATION-PROTECTED SECURITIES FD	879.	346.	533.
VANGUARD INFLATION-PROTECTED SECURITIES FD	69.	0.	69.
VANGUARD INFLATION-PROTECTED SECURITIES FD	6.	0.	6.
VANGUARD INFLATION-PROTECTED SECURITIES FD	49.	0.	49.
WALGREEN CO	275.	0.	275.
WASTE MANAGEMENT INC	374.	0.	374.
TOTAL TO FM 990-PF, PART I, LN 4	21,404.	346.	21,058.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DAY PITNEY LLP	2,000.	2,000.		0.
TO FORM 990-PF, PG 1, LN 16B	2,000.	2,000.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DAY PITNEY LLP	5,445.	5,445.		0.
TO FORM 990-PF, PG 1, LN 16C	5,445.	5,445.		0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	674.	674.		0.	
FEDERAL EXCISE TAX					
PENALTIES AND INTEREST	509.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	1,183.	674.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
COMMONWEALTH OF MASSACHUSETTS	35.	35.		0.	
TO FORM 990-PF, PG 1, LN 23	35.	35.		0.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHED SCHEDULE	X		12,609.	12,760.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			12,609.	12,760.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			12,609.	12,760.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHED SCHEDULE	332,984.	584,022.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	332,984.	584,022.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	COST	89,889.	116,974.
TOTAL TO FORM 990-PF, PART II, LINE 13		89,889.	116,974.

## Asset Detail Section

### For Statement Period:

January 1, 2013 - June 30, 2013

### Asset Detail

Description	Shares/Par Value	Current Yield	Market Value	Tax Cost	Est. Ann. Income	% of Mkt. Val.
<b>Government &amp; Agencies</b>						
US Treasury Notes & Bonds						
U.S. Treasury TIPS 2.000% 1/15/14	12,585.00	1.97%	\$12,760.06	\$12,608.58	\$251.70	1.76%
<b>Total Government &amp; Agencies</b>						
			\$12,760.06	\$12,608.58	\$251.70	1.76%
<b>Equity</b>						
<b>Consumer Discretionary</b>						
Genuine Parts Co	275.00	2.75%	\$21,469.25	\$11,712.25	\$591.25	2.96%
McDonalds Corp Com	165.00	3.11%	\$16,335.00	\$8,604.21	\$508.20	2.26%
			\$37,804.25	\$20,316.46	\$1,099.45	5.22%
<b>Consumer Staples</b>						
Altria Group Inc	525.00	5.03%	\$18,369.75	\$10,437.43	\$924.00	2.54%
Colgate-Palmolive	500.00	2.37%	\$28,645.00	\$13,652.30	\$680.00	3.96%
Diageo PLC ADR	160.00	2.46%	\$18,392.00	\$10,163.47	\$452.46	2.54%
General Mills	288.00	3.13%	\$13,976.64	\$14,012.70	\$437.76	1.93%
Kimberly-Clark Corp	220.00	3.33%	\$21,370.80	\$13,095.66	\$712.80	2.95%
Philip Morris International	160.00	3.92%	\$13,859.20	\$5,456.04	\$544.00	1.91%
Procter & Gamble Co	660.00	3.13%	\$50,813.40	\$24,357.00	\$1,587.96	7.02%
Reynolds America	450.00	5.21%	\$21,766.50	\$11,521.12	\$1,134.00	3.01%
Walgreen Company	250.00	2.49%	\$11,050.00	\$9,054.43	\$275.00	1.53%
			\$198,243.29	\$111,750.15	\$6,747.98	27.39%
<b>Energy</b>						
Chevron Corporation	215.00	3.38%	\$25,443.10	\$12,100.20	\$860.00	3.51%
Exxonmobil Corp	240.00	2.79%	\$21,684.00	\$1,172.25	\$604.80	2.99%



# **Asset Detail Section (continued)**

## **For Statement Period:**

January 1, 2013 - June 30, 2013

<b>Description</b>	<b>Shares/Par Value</b>	<b>Current Yield</b>	<b>Market Value</b>	<b>Tax Cost</b>	<b>Est. Ann. Income</b>	<b>% of Mkt. Val.</b>
Total S A Spon ADR	60.00	5.28%	\$2,922.00	\$3,178.43	\$154.32	0.40%
			\$50,049.10	\$16,450.88	\$1,619.12	6.90%
<b>Financials</b>						
Chubb Corp	280.00	2.08%	\$23,702.00	\$11,970.00	\$492.80	3.27%
Gallagher Arthur J & C	195.00	3.20%	\$8,519.55	\$5,319.54	\$273.00	1.18%
			\$32,221.55	\$17,289.54	\$765.80	4.45%
<b>Health Care</b>						
Abbott Labs Inc	240.00	1.61%	\$8,371.20	\$5,633.40	\$134.40	1.16%
Becton Dickinson & Co	145.00	2.00%	\$14,330.35	\$9,871.19	\$287.10	1.98%
Johnson & Johnson	400.00	3.07%	\$34,344.00	\$4,032.50	\$1,056.00	4.74%
Novartis AG Sponsored ADR	195.00	2.91%	\$13,788.45	\$10,812.47	\$401.21	1.90%
Pfizer Inc	858.00	3.43%	\$24,032.58	\$24,302.68	\$823.68	3.32%
			\$94,866.58	\$54,652.24	\$2,702.39	13.10%
<b>Industrials</b>						
Raytheon Company	255.00	3.33%	\$16,860.60	\$11,820.35	\$561.00	2.33%
Siemens A G Sponsored ADR	135.00	2.90%	\$13,676.85	\$16,439.61	\$397.16	1.89%
Waste Mgmt Inc DEL	260.00	3.62%	\$10,485.80	\$8,615.97	\$379.60	1.45%
			\$41,023.25	\$36,875.93	\$1,337.76	5.67%
<b>Information Technology</b>						
Accenture PLC CL A	255.00	2.25%	\$18,349.80	\$9,720.13	\$413.10	2.53%
IBM Corporation	140.00	1.99%	\$26,755.40	\$15,827.00	\$532.00	3.69%
Intel Corp	650.00	3.71%	\$15,749.50	\$10,403.86	\$585.00	2.17%
Microsoft Corp	520.00	2.66%	\$17,963.40	\$13,418.28	\$478.40	2.48%
			\$78,818.10	\$49,369.27	\$2,008.50	10.87%

# Asset Detail Section (continued)

## For Statement Period:

January 1, 2013 - June 30, 2013

Description	Shares/Par Value	Current Yield	Market Value	Tax Cost	Est. Ann. Income	% of Mkt. Val.
<i>Materials</i>						
PPG Inds Inc	125.00	1.67%	\$18,301.25	\$8,595.79	\$305.00	2.53%
			\$18,301.25	\$8,595.79	\$305.00	2.53%
<i>Telecommunication</i>						
BCE Inc	310.00	5.66%	\$12,716.20	\$9,940.43	\$720.13	1.76%
			\$12,716.20	\$9,940.43	\$720.13	1.76%
<i>Other</i>						
Kinder Morgan Management LLC	239.00	0.00%	\$19,978.01	\$7,743.51	\$0.00	2.76%
			\$19,978.01	\$7,743.51	\$0.00	2.76%
Total Equity			\$584,021.58	\$332,984.20	\$17,306.13	80.65%
<i>Mutual Funds</i>						
Harbor International Fd INV	672.05	1.70%	\$41,438.48	\$31,035.15	\$706.32	5.72%
JPMorgan Alerian MLP Index Fund	385.00	4.47%	\$17,956.40	\$10,228.27	\$801.96	2.48%
Scout International Fund	963.55	1.93%	\$32,298.06	\$25,626.02	\$622.45	4.46%
Vanguard Inflation-Protected SEC Fd	1,892.26	2.38%	\$25,280.62	\$23,000.00	\$601.74	3.49%
Total Mutual Funds			\$116,973.56	\$89,889.44	\$2,732.47	16.15%
<i>Cash &amp; Equivalents</i>						
SEI SDIT Government II CL A 33	7,600.00	0.01%	\$7,600.00	\$7,600.00	\$0.77	1.05%
SEI SDIT Government II CL A 33	2,500.00	0.01%	\$2,500.00	\$2,500.00	\$0.25	0.35%(i)
Principal Cash			\$151.28			0.02%

**Asset Detail Section (continued)**

**For Statement Period:**

January 1, 2013 - June 30, 2013

<b>Description</b>	<b>Shares/Par Value</b>	<b>Current Yield</b>	<b>Market Value</b>	<b>Tax Cost</b>	<b>Est. Ann. Income</b>	<b>% of Mkt. Val.</b>
Income Cash			\$151.55			0.02%
Total Cash & Equivalents	-		\$10,402.83	\$10,100.00	\$1.02	1.44%
<b>Total All Assets</b>			<b>\$724,158.03</b>	<b>\$445,582.22</b>	<b>\$20,291.32</b>	<b>100.00%</b>