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Form **990-PF**

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

OMB No 1545-0052

2012

Department of the Treasury
Internal Revenue Service

Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection

For calendar year 2012 or tax year beginning 08/01, 2012, and ending 07/31, 2013

Name of foundation: **FRANK L PALMER FD TR U/W**

Number and street (or P O box number if mail is not delivered to street address): **P O BOX 1802**

Room/suite: _____

City or town, state, and ZIP code: **PROVIDENCE, RI 02901-1802**

A Employer identification number: 06-6026043

B Telephone number (see instructions): 888-866-3275

C If exemption application is pending, check here

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 33,463,416.**

J Accounting method: Cash Accrual
 Other (specify) _____
 (Part I, column (d) must be on cash basis.)

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Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue					
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	760,301.	754,296.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,758,013.			
b	Gross sales price for all assets on line 6a	28,270,608.			
7	Capital gain net income (from Part IV, line 2)		1,758,013.		
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) (attach schedule)				
11	Other income (attach schedule)	22,794.	15,000.		STMT 2
12	Total. Add lines 1 through 11.	2,541,108.	2,527,309.		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc.	148,316.	88,990.		59,327.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) STMT 3	1,600.	NONE	NONE	1,600.
b	Accounting fees (attach schedule) STMT 4	700.	NONE	NONE	700.
c	Other professional fees (attach schedule) STMT 5	81,685.			81,685.
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 6	60,036.	11,036.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 7	1,572.			1,572.
24	Total operating and administrative expenses.				
	Add lines 13 through 23	293,909.	100,026.	NONE	144,884.
25	Contributions, gifts, grants paid	1,418,046.			1,418,046.
26	Total expenses and disbursements. Add lines 24 and 25.	1,711,955.	100,026.	NONE	1,562,930.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	829,153.			
b	Net investment income (if negative, enter -0-)		2,427,283.		
c	Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	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	956,908.	1,357,694.	1,357,694.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)		501,230.	546,600.
	b	Investments - corporate stock (attach schedule)	29,912,637.	27,200,761.	28,971,256.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)		2,633,004.	2,587,866.
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	30,869,545.	31,692,689.	33,463,416.	
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 (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)			NONE	
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 and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	30,869,545.	31,692,689.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	30,869,545.	31,692,689.		
31	Total liabilities and net assets/fund balances (see instructions)	30,869,545.	31,692,689.		

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 30,869,545.
2	Enter amount from Part I, line 27a	2 829,153.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 31,698,698.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11	5 6,009.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 31,692,689.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 28,270,608.		26,512,595.	1,758,013.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))		
(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			
a			1,758,013.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	1,758,013.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			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	1,301,183.	30,452,186.	0.042729
2010	823,829.	31,291,722.	0.026327
2009	1,337,088.	28,002,773.	0.047748
2008	1,383,806.	24,858,216.	0.055668
2007	1,743,438.	33,903,650.	0.051423
2 Total of line 1, column (d)			2 0.223895
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.044779
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 32,386,655.
5 Multiply line 4 by line 3			5 1,450,242.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 24,273.
7 Add lines 5 and 6			7 1,474,515.
8 Enter qualifying distributions from Part XII, line 4 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.			8 1,562,930.



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

Table with 11 rows and 2 columns. Row 1: Exempt operating foundations... 24,273. Row 2: Tax under section 511... 2. Row 3: Add lines 1 and 2... 24,273. Row 4: Subtitle A (income) tax... NONE. Row 5: Tax based on investment income... 24,273. Row 6: Credits/Payments... 6a: 55,694. Row 7: Total credits and payments... 55,694. Row 8: Enter any penalty... 8. Row 9: Tax due... 9. Row 10: Overpayment... 31,421. Row 11: Enter the amount of line 10 to be Credited to 2013 estimated tax... 12,138. Refunded 19,283.

Part VII-A Statements Regarding Activities

Table with 10 rows and 3 columns (Yes/No). Row 1a: During the tax year, did the foundation attempt to influence any national, state, or local legislation... No. Row 1b: Did it spend more than \$100 during the year... No. Row 1c: Did the foundation file Form 1120-POL for this year? No. Row 2: Has the foundation engaged in any activities that have not previously been reported to the IRS? No. Row 3: Has the foundation made any changes, not previously reported to the IRS... No. Row 4a: Did the foundation have unrelated business gross income of \$1,000 or more during the year? No. Row 4b: If "Yes," has it filed a tax return on Form 990-T for this year? No. Row 5: Was there a liquidation, termination, dissolution, or substantial contraction during the year? No. Row 6: Are the requirements of section 508(e) satisfied either... Yes. Row 7: Did the foundation have at least \$5,000 in assets at any time during the year? Yes. Row 8a: Enter the states to which the foundation reports or with which it is registered... CT. Row 8b: If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General... Yes. Row 9: Is the foundation claiming status as a private operating foundation... No. Row 10: Did any persons become substantial contributors during the tax year? No.



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 US TRUST FIDUCIARY TAX SERVICES Telephone no (888)866-3275 Located at P.O. BOX 1802, PROVIDENCE, RI ZIP+4 02901-1802			
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			
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 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)	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)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X



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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No

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? Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BANK OF AMERICA, N.A. 777 MAIN STREET, HARTFORD, CT 06115	TRUSTEE 1	148,316.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 NONE



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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE

Total number of others receiving over \$50,000 for professional services	NONE	NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

Expenses

1 NONE	

2	

3	

4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE	

2	

All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3	



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	31,470,614.
b	Average of monthly cash balances	1b	1,409,239.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	32,879,853.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	32,879,853.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	493,198.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	32,386,655.
6	Minimum investment return. Enter 5% of line 5	6	1,619,333.

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	1,619,333.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	24,273.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	24,273.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,595,060.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	1,595,060.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,595,060.

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	1,562,930.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,562,930.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	24,273.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,538,657.

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				1,595,060.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			1,496,597.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2012				
a From 2007				NONE
b From 2008				NONE
c From 2009				NONE
d From 2010				NONE
e From 2011				NONE
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>1,562,930.</u>				
a Applied to 2011, but not more than line 2a			1,496,597.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				66,333.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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			NONE	
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				1,528,727.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2008				NONE
b Excess from 2009				NONE
c Excess from 2010				NONE
d Excess from 2011				NONE
e Excess from 2012				NONE



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

NOT APPLICABLE

1a 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)

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

Table with columns: Tax year (a) 2012, Prior 3 years (b) 2011, (c) 2010, (d) 2009, (e) Total. Rows include 85% of line 2a, Qualifying distributions from Part XII, line 4 for each year listed, Amounts included in line 2c not used directly for active conduct of exempt activities, Qualifying distributions made directly for active conduct of exempt activities, and alternative tests (Assets, Endowment, Support).

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).

N/A

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

N/A

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

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

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

SEE STATEMENT 12

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2



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
<p>a Paid during the year</p> <p>SEE ATTACHED STATEMENT</p>	NONE	PC	SUPPORTS NAMED ORGANIZATION	1,418,046.
Total				3a 1,418,046.
b Approved for future payment				
Total				3b



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		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

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

<i>[Signature]</i> Signature of officer or trustee	09/16/2013 Date	SVP Tax Title	May the IRS discuss this return with the preparer shown below (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
BANK OF AMERICA, N.A.			

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶	Firm's EIN ▶			
	Firm's address ▶	Phone no			

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESCO INTL GROWTH FUND CL Y	9,919.	9,919.
COLUMBIA DIVIDEND INCOME FUND CLASS Z SH	57,878.	57,878.
EAGLE SM CAP GROWTH FUND CL I	284.	284.
FEDERAL HOME LOAN BANK 11/22/2002 4.5% 1	16,951.	16,951.
HARBOR INTERNATIONAL FUND INSTL CL	16,667.	16,667.
ISHARES RUSSELL 2000 GROWTH INDEX FUND	1,310.	1,310.
ISHARES 1-3 YR CR BD ETF	10,632.	10,632.
MFS VALUE FUND CL I	49,924.	49,924.
METRO WEST T/R BD CL I	78,469.	78,469.
PIMCO TOTAL RETURN FUND INSTL	154,040.	154,040.
PIMCO HIGH YIELD FUND	67,736.	67,736.
PIMCO COMMODITY REALRETURN STRATEGY FUND	39,263.	39,263.
PIMCO EMERGING MKT CURRENCY FUND INSTL	1,675.	1,675.
PRUDENTIAL JENNISON MID-CAP GROWTH FUND	7,187.	7,187.
RIDGEWORTH MID CAP VALUE EQUITY FUND CL	17,411.	17,411.
TCW SELECT EQUITIES FUND CL I	5,955.	5,955.
UNITED STATES TREAS NTS DTD 11/15/05	22,500.	22,500.
VANGUARD FTSE DEVELOPED MARKETS ETF	17,240.	17,240.
VANGUARD FTSE EMERGING MKTS ETF	117,627.	117,627.
VANGUARD REIT ETF	52,571.	46,566.
VICTORY SMALL CO OPPTY FUND CL I SHS	13,968.	13,968.
BANK OF AMERICA MONEY MARKET SAVINGS ACC	1,094.	1,094.
TOTAL	760,301.	754,296.

FRANK L PALMER FD TR U/W

06-6026043

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
TOTALS	22,794. =====	15,000. =====

FRANK L PALMER FD TR U/W

06-6026043

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - CHARITABLE	1,600.			1,600.
TOTALS	1,600.	NONE	NONE	1,600.

FRANK L PALMER FD TR U/W

06-6026043

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING & TAX PREPARATION	700.			700.
TOTALS	700.	NONE	NONE	700.

FRANK L PALMER FD TR U/W

06-6026043

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
-----	-----	-----
GRANTMAKING FEES - BOA	81,685.	81,685.
	-----	-----
TOTALS	81,685.	81,685.
	=====	=====

FRANK L PALMER FD TR U/W

06-6026043

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EXCISE TAX ESTIMATES	49,000.	
FOREIGN TAXES ON QUALIFIED FOR	6,379.	6,379.
FOREIGN TAXES ON NONQUALIFIED	4,657.	4,657.
TOTALS	60,036.	11,036.

FRANK L PALMER FD TR U/W

06-6026043

FORM 990PF, PART I - OTHER EXPENSES

=====

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

OTHER CHARITABLE EXPENSES
OTHER CHARITABLE EXPENSES

786.
786.

786.
786.

TOTALS

1,572.
=====

1,572.
=====

FRANK L PALMER FD TR U/W

06-6026043

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
912828EN6 UNITED STATES TREAS	501,230.	546,600.
TOTALS	501,230.	546,600.

FRANK L PALMER FD TR U/W

06-6026043

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
464287648	293,484.	350,400.
921943858	606,087.	661,742.
922042858	3,250,340.	3,036,251.
922908553	1,882,600.	2,018,903.
00078H281	2,480,451.	2,522,883.
269858304	570,287.	702,980.
47803W406	1,640,000.	1,716,907.
552983694	2,019,273.	2,578,801.
87234N302	2,260,810.	2,570,339.
92646A815	883,543.	1,046,571.
19765N245	2,136,098.	2,527,154.
693390700	2,615,139.	2,579,908.
693390841	636,074.	656,360.
04314H204	781,076.	850,628.
38142Y401	1,635,499.	1,743,775.
4812A0573	820,000.	828,277.
592905509	2,690,000.	2,579,377.
TOTALS		28,971,256.

FRANK L PALMER FD TR U/W

06-6026043

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
73935S105 POWERSHARES DB COMMO	C	2,633,004.	2,587,866.
TOTALS		2,633,004.	2,587,866.

=====



FRANK L PALMER FD TR U/W

06-6026043

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION -----	AMOUNT -----
ADJUST CARRYING VALUE	6,005.
INCOME ADJUSTMENT	4.

TOTAL	6,009.
	=====



FRANK L PALMER FD TR U/W
FORM 990PF, PART XV - LINES 2a - 2d
=====

06-6026043

RECIPIENT NAME:

BANK OF AMERICA, N.A.

ADDRESS:

777 MAIN STREET

HARTFORD, CT 06115

FORM, INFORMATION AND MATERIALS:

SEE ATTACHED

SUBMISSION DEADLINES:

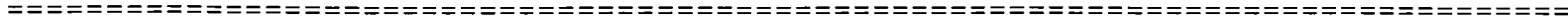
MAY 15 AND NOVEMBER 15

RESTRICTIONS OR LIMITATIONS ON AWARDS:

SEE ATTACHED



FEDERAL FOOTNOTES



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

Distribution	Relationship to substantial contributor	Purpose	Recipient	Foundation Status of	Amount
CRIS RADIO	NONE	SUPPT SERV TO NURSING HOMES/NEW LONDON	PUBLIC CHARITY		3,500.00
CITY OF NEW LONDON	NONE	REPLACEMENT OF TWO BRIDGES/OLD TOWN MILL	PUBLIC CHARITY		40,000.00
UNITED WAY OF SECT	NONE	SUPPT: EMERGENCY FOOD & HEATING ASSIST	PUBLIC CHARITY		45,000.00
VNA OF SECT, INC	NONE	SUPPT NURSE MANAGED WELLNESS & FOOT CARE	PUBLIC CHARITY		10,000.00
COVENANT SHELTER OF NEW LONDON	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY		50,000.00
HABITAT FOR HUMANITY OF SECT	NONE	SUPPT PROPERTY ACQUISITION IN NEW LONDON	PUBLIC CHARITY		20,000.00
MYSTIC AREA SHELTER & HOSP	NONE	SUPPT EMERGENCY SHELTER FOR HOMELESS	PUBLIC CHARITY		14,653.00
NEW LONDON DEVELOPMENT CORP	NONE	SUPPT N LONDON DOWN PAYMENT PROGRAM	PUBLIC CHARITY		12,500.00
THAMES RIVER COMM SERVICE INC	NONE	SUPPT THE CHILD DEVL P PROGRAMMING	PUBLIC CHARITY		7,000.00
THAME VALLEY COUNCIL COMM ACTION	NONE	SUPPT HOMELESS PREVENTION & RAPID-RE	PUBLIC CHARITY		50,000.00
CATHOLIC CHARITIES/DIOCESE OF	NONE	SUPPT RENTAL ASSISTANCE & SECURITY	PUBLIC CHARITY		25,000.00
CENTRO DE LA COMUNIDAD	NONE	SUPPT YOUTH DANCE PROGRAM	PUBLIC CHARITY		1,728.00
CONN ADOPTION & FAMILY SERV	NONE	SUPPT PROJECT CONNECTICUTS CHILD	PUBLIC CHARITY		5,000.00
FAMILIES IN CRISIS INC	NONE	NEW LONDON PROGRAM/INTERVENTION PROG	PUBLIC CHARITY		5,000.00
OPERATION FUEL INC	NONE	SUPPT LOW INCOME EMERGENCY ENERGY	PUBLIC CHARITY		5,000.00
THE RIVERFRONT CHILDREN'S CTR	NONE	SUPPT SCHOLAR DOLLARS TUITION TO	PUBLIC CHARITY		14,000.00
S.T.E.P.S	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY		5,000.00
SAFE FUTURES INC	NONE	SUPPT VIOLENCE PREVENTION ED	PUBLIC CHARITY		30,000.00
UNITED COMMUNITY & FAMILY SERVIC	NONE	SUPPT INCREASING ACCESS TO BEHAVIORAL	PUBLIC CHARITY		10,000.00
AMERICAN RED CROSS CT CHAPTER	NONE	SUPPT DISASTER SERVICES/NEW LONDON	PUBLIC CHARITY		15,000.00
NEW LONDON COMM BOATING INC	NONE	SUPPT FREE SAILING LESSONS TO	PUBLIC CHARITY		9,000.00
BIG BROTHER BIG SISTER OF SECT	NONE	SUPPT MILITARY MENTORING PROG	PUBLIC CHARITY		10,000.00
GIRL SCOUTS OF CONN INC	NONE	SUPPT LIVE HEALTHY, LEAD HEALTHY PROG	PUBLIC CHARITY		6,000.00
CITY OF NEW LONDON/YOUTH AFFAIR	NONE	SUPPT EARLY CHILDHOOD FAM CENTER	PUBLIC CHARITY		15,000.00
FLOCK THEATRE COMPANY	NONE	SUPPT 2013-2014 SEASON	PUBLIC CHARITY		35,000.00
THE COLONIAL THEATRE SCHOOL INC	NONE	SUPPT SHAKESPEARE TO GO SCHOOOL	PUBLIC CHARITY		10,000.00
NATIONAL THEATRE OF THE DEAF	NONE	SUPPT SEE OUR SIGNS PROGRAM/NEW LONDON	PUBLIC CHARITY		9,340.00
CONNECTICUT COLLEGE	NONE	SUPPT INITIATIVE TO IMPACT NEW LONDON	PUBLIC CHARITY		25,000.00
EASTERN CONN COMM GARDEN ASSOC	NONE	SUPPT COMM GARDENS IN CITY OF NEW LONDON	PUBLIC CHARITY		15,000.00
CONNECTICUT LANDMARKS	NONE	SUPPT HEMPSTEAD UNCHAINED PROGRAM	PUBLIC CHARITY		10,000.00
CONNECTICUT LYRIC OPERA	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY		5,000.00
CONN SCIENCE CENTER INC	NONE	SUPPT NEW LONDON STEM ED PROGRAM	PUBLIC CHARITY		7,500.00
CONN STORYTELLING CENTER	NONE	SUPPT LITTLEST LISTENERS PRESCHOOL	PUBLIC CHARITY		10,000.00

Distribution	Relationship to substantial contributor	Purpose	Recipient	Amount	Foundation Status of Recipient
EASTERN CONN BALLET INC	NONE	SUPPT THE NUTCRACKER PERFORMANCE	PUBLIC CHARITY	5,000.00	
EASTERN CONN SYMPHONY INC	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY	15,000.00	
EUGENE O'NEILL THEATER CENTER	NONE	SUPPT 14TH ANNUAL CELEBRATION	PUBLIC CHARITY	8,000.00	
EXPRESSIONES CULTURAL CENTER INC	NONE	SUPPORT ARTVENTURE	PUBLIC CHARITY	15,000.00	
FLORENCE GRISWOLD MUSEUM	NONE	SUPPT 2013 ART COLONY CAMP	PUBLIC CHARITY	5,000.00	
HELEN KELLER INTERNATIONAL	NONE	NEW LONDON/CHILDSIGHT PROGRAM	PUBLIC CHARITY	5,000.00	
HYGIENIC ART	NONE	SUPPT: ART PARK SUMMER FEST EVENT	PUBLIC CHARITY	35,000.00	
LYMAN ALLYN ART MUSEUM	NONE	EXHIBITION SUPPORT, ED PROGRAMSFOR	PUBLIC CHARITY	25,000.00	
LYME ACADEMY COLLEGE OF FINE ART	NONE	SUPPT ACADEMY COLLEGE PROGRAM	PUBLIC CHARITY	5,000.00	
MYSTIC ART ASSOCIATION, INC	NONE	SUPPT EDUCATION OUTREACH/NEW LONDON	PUBLIC CHARITY	9,000.00	
MYSTIC BALLET INC	NONE	SUPPT LITERACY IN MONTION DANCE PROJ	PUBLIC CHARITY	7,500.00	
NEW LONDON COUNTY HISTORICAL	NONE	SUPPT SHAW MANSION WINDOW RESTORATION	PUBLIC CHARITY	20,000.00	
NEW LONDON LANDMARKS INC	NONE	SUPPT NEW LONDON YEAR OF SURPRISE	PUBLIC CHARITY	7,575.00	
NEW LONDON MARTIME SOCIETY INC	NONE	SUPPT ORIENTATION FILM& RESTORATION	PUBLIC CHARITY	22,200.00	
NEW LONDON MUSIC FESTIVAL INC	NONE	SUPPT 2013 SUMMER SEASON PRODUCTION	PUBLIC CHARITY	20,000.00	
SURFERS ALUMNI ASSOCIATION INC	NONE	SUPPT EXPANSION OF MEMBERSHIP PROG	PUBLIC CHARITY	20,000.00	
THE WRITERS BLOCK INK, INC	NONE	SUPPORT THE 2013 PROGRAMMING	PUBLIC CHARITY	10,000.00	
YOUNG AUDIENCES OF CONN INC	NONE	SUPPT MUSIC IN THE SCHOOLS-NEW LONDON	PUBLIC CHARITY	5,000.00	
CONNECTICUT LEGAL SERVICES	NONE	SUPPT THE DEFERRED ACTION LEGAL SERV	PUBLIC CHARITY	10,000.00	
UNITED CEREBRAL PALSY OF EASTERN	NONE	SUPPT DISABILITY SUPPT PROGRAM/NEW LONDO	PUBLIC CHARITY	10,000.00	
CHILD & FAMILY AGENCY OF SECT	NONE	SUPPT BP LEARNED MISSION STAFFING	PUBLIC CHARITY	12,000.00	
HISTORICALLY BLACK COLLEGE	NONE	SUPPT HBCA COLLEGE BUS TOUR	PUBLIC CHARITY	3,000.00	
LEARN COMM COALITION F/CHILDREN	NONE	SUPPT COMM COALESCING FOR CHILDRENS	PUBLIC CHARITY	4,000.00	
MITCHELL COLLEGE	NONE	SUPPT SCHOLARSHIP FUNDING FOR	PUBLIC CHARITY	15,000.00	
NEW LONDON PUBLIC SCHOOLS	NONE	SUPPT THE CULINARY ARTS PROGRAM	PUBLIC CHARITY	2,000.00	
NEW LONDON PUBLIC SCHOOLS	NONE	SUPPT THE BENNIE DOVER CHORAL PROGRAM	PUBLIC CHARITY	12,500.00	
NEW LONDON PUBLIC SCHOOLS	NONE	SUPPT THE EMPTY BOWLS PROJECT	PUBLIC CHARITY	1,250.00	
PRIMERA IGLESIA BAUTISTA HISPANA	NONE	SUPPT THECOLLEGE ACCESS PROGRAM	PUBLIC CHARITY	12,000.00	
READ TO GROW INC	NONE	SUPPT READ TO GROW NEW LONDON PROG	PUBLIC CHARITY	7,000.00	
THAMES VALLEY MUSIC SCHOOL	NONE	SUPPT ARTS CAMP SCHOLARSHIPS	PUBLIC CHARITY	5,000.00	
WATERFORD COUNTRY SCHOOL	NONE	SUPPT CAMP CUHECA SCHOLARSHIPS	PUBLIC CHARITY	15,000.00	
OIC OF NEW LONDON	NONE	SUPPT ENHANCED ACADEMIC SUPPT PROGRAM	PUBLIC CHARITY	20,000.00	
DENISON PEQUOTSEPOS NATURE CTR	NONE	SUPPT NEW LONDON ECOSYSTEMS-EDUCATING	PUBLIC CHARITY	15,800.00	

FRANK L PALMER FD TR 06-6026043

Distribution	Relationship to substantial contributor	Purpose	Foundation Status of Recipient	Amount
SEA RESEARCH FOUNDATION INC	NONE	SUPPT WHERE THE CITY MEETS THE SEA	PUBLIC CHARITY	10,000.00
FRESH NEW LONDON	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY	20,000.00
NEW LONDON COMM MEAL CENTER	NONE	UNRESTRICTED GENERAL SUPPORT	PUBLIC CHARITY	10,000.00
ST. JAMES EPISCOPAL CHURCH	NONE	SUPPT SATURDAY COMMUNITY MEAL	PUBLIC CHARITY	3,000.00
COMM PARTNERSHIPS-L & M HOSPITAL	NONE	SUPPT LATINO PARENT POWER & B TRU 2	PUBLIC CHARITY	10,000.00
CONN COMMUNITY CARE INC	NONE	SUPPT EASTERN REGION INDEPENDENT	PUBLIC CHARITY	3,000.00
HIGH HOPES THERAPEUTIC RIDING	NONE	SUPPT SCHOLARSHIP SUPPORT/RESIDENT	PUBLIC CHARITY	10,000.00
PLANNED PARENTHOOD OF SOUTHERN	NONE	SUPPT NEW LONDON FUND FOR ACCESS	PUBLIC CHARITY	30,000.00
NEW LONDON HOMELESS HOSP CENTER	NONE	SUPPT THE EMERGENCY SHELTER OPERATIONS	PUBLIC CHARITY	80,000.00
THE CENTER A DROP IN COMM LEARNI	NONE	SUPPT RENTAL ASSISTANCE & SECURITY	PUBLIC CHARITY	60,000.00
THAMES VALLEY MUSIC SCHOOL	NONE	SUPPT NEW LONDON MUSIC SCH SCHOLARSHIP	PUBLIC CHARITY	5,000.00
CONNECTICUT COLLEGE	NONE	1ST PAYMENT/SUPPORT RENOVATIONS TO	PUBLIC CHARITY	30,000.00
NONPROFIT FINANCE FUND	NONE	FINANCIAL CONSULTATION FOR DROP IN	PUBLIC CHARITY	50,000.00
NONPROFIT FINANCE FUND	NONE	FINANCIAL CONSULTATION FOR OIC	PUBLIC CHARITY	50,000.00
ST. JAMES EPISCOPAL CHURCH	NONE	SUPPT HEATING REPLACEMENT AND JOIST	PUBLIC CHARITY	25,000.00
LAWRENCE & MEMORIAL HOSPITAL	NONE	SUPPT CARDIAC REHABILITATION PROGRAM FOR	PUBLIC CHARITY	100,000.00
CONNECTICUT BALLET	NONE	NEW LONDON SCHOOLS ANNUAL ASSEMBLY	PUBLIC CHARITY	3,000.00
TOTAL				1,418,046.00