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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.

For calendar year 2012, or tax year beginning 9/01, 2012, and ending 8/31, 2013

M. MCKENNEY & E. W. BOOKER EDUCATION TR.
163 PARK ROW
BRUNSWICK, ME 04011A Employer identification number
01-6070365B Telephone number (see the instructions)
207-725-4327C 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 ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeH Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 4,961,166.J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

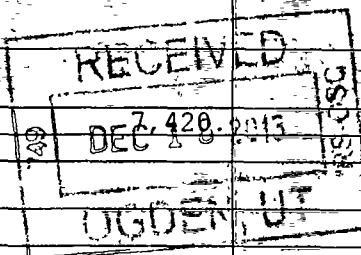
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (att sch)				
2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	27,337.	27,337.	27,337.	
4 Dividends and interest from securities	132,104.	132,104.	132,104.	
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain/(loss) from sale of assets not on line 10	338,062.			
b Gross sales price for all assets on line 6a 1,145,765.				
7 Capital gain net income (from Part IV, line 2)		338,062.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule) See Statement 1	-7,005.	-7,005.		
12 Total. Add lines 1 through 11	490,498.	490,498.	166,861.	
13 Compensation of officers, directors, trustees, etc	10,800.	10,800.	10,800.	10,800.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)				
b Accounting fees (attach sch) See St 2	4,000.	4,000.	4,000.	4,000.
c Other prof fees (attach sch) See St 3	25,323.	25,323.	25,323.	25,323.
17 Interest				
18 Taxes (attach schedule)(see instrs) See Stm 4	9,007.			9,007.
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) See Statement 5	46.	36.	36.	36.
24 Total operating and administrative expenses. Add lines 13 through 23	49,176.	40,159.	40,159.	49,166.
25 Contributions, gifts, grants paid Part XV	191,907.			191,907.
26 Total expenses and disbursements. Add lines 24 and 25	241,083.	40,159.	40,159.	241,073.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	249,415.			
b Net investment income (if negative, enter -0-)		450,339.		
c Adjusted net income (if negative, enter -0-)			126,702.	

REVENUE

ADMINISTRATIVE

OPERATING AND EXPENSES



8

14

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
A S S E T S	1 Cash — non-interest-bearing ..			
	2 Savings and temporary cash investments ..	276,280.	383,629.	383,629.
	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 sch) ▶			
	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 (attach schedule)			
	b Investments — corporate stock (attach schedule) Statement 6	2,762,546.	2,850,304.	4,212,036.
	c Investments — corporate bonds (attach schedule) Statement 7	294,757.	352,613.	365,501.
	11 Investments — land, buildings, and equipment: basis ▶			
Less: accumulated depreciation (attach schedule) ▶				
12 Investments — mortgage loans				
13 Investments — other (attach schedule) ..				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶)	1.			
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I) .	3,333,584.	3,586,546.	4,961,166.	
L I A B I L I T I E S	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule).			
	22 Other liabilities (describe ▶ See Statement 8)	1,229.	4,775.	
	23 Total liabilities (add lines 17 through 22)	1,229.	4,775.	
F U N D A S S E T B A L A N C E S	Foundations that follow SFAS 117, check here . and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	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	3,332,355.	3,581,771.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions) .	3,332,355.	3,581,771.	
	31 Total liabilities and net assets/fund balances (see instructions) ..	3,333,584.	3,586,546.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year— Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,332,355.
2 Enter amount from Part I, line 27a ..	2	249,415.
3 Other increases not included in line 2 (itemize) ▶ See Statement 9	3	1.
4 Add lines 1, 2, and 3	4	3,581,771.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)— Part II, column (b), line 30	6	3,581,771.

Part V 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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a See Statement 10				
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			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
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	338,062.
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	7,420.

Part VI 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 (column (b) divided by column (c))
2011	228,888.	4,513,869.	0.050708
2010	207,838.	4,489,686.	0.046292
2009	184,014.	4,045,457.	0.045487
2008	251,372.	3,593,850.	0.069945
2007	264,585.	5,156,734.	0.051309

2 Total of line 1, column (d)	2	0.263741
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	0.052748
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	4,857,881.
5 Multiply line 4 by line 3	5	256,244.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,503.
7 Add lines 5 and 6	7	260,747.
8 Enter qualifying distributions from Part XII, line 4	8	241,073.

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

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

1 a 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	9,007.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	9,007.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	9,007.
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	4,232.	
b Exempt foreign organizations—tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	4,232.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	4,775.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VI Statements Regarding Activities

	Yes	No
1 a 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c 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 type="checkbox"/> \$ 0. (2) On foundation managers <input 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 type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV.</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> ME		
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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		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 <u>N/A</u>	13	X	
14	The books are in care of <u>BRIAN M. PERKINS, TRUSTEE</u> Telephone no. <u>207-725-4327</u> Located at <u>163 PARK ROW, BRUNSWICK, ME</u> ZIP + 4 <u>04011</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
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		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
1 a 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 <input type="checkbox"/>	1 b	N/A
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?	1 c	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 <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>	<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.)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a 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)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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

5 a 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)?

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)

6 a 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?

If 'Yes' to 6b, file Form 8870

7 a 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

5 b N/A

6 b X

7 b

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
BRIAN M. PERKINS 163 PARK ROW BRUNSWICK, ME 04011	Trustee 1.00	3,600.	0.	0.
RUPERT B. WHITE 25 MCKEEN ST BRUNSWICK, ME 04011	Trustee 1.00	3,600.	0.	0.
JOSEPH A. ALDRED III 22 LONGFELLOW AVENUE BRUNSWICK, ME 04011	Trustee 1.00	3,600.	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				

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

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1 a	4,931,859.
b	Average of monthly cash balances	1 b	
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	4,931,859.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,931,859.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	73,978.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,857,881.
6	Minimum investment return Enter 5% of line 5	6	242,894.

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	242,894.
2a	Tax on investment income for 2012 from Part VI, line 5	2 a	9,007.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	9,007.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	233,887.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	233,887.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	233,887.

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	1 a	241,073.
b	Program-related investments— total from Part IX-B	1 b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	241,073.
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	
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	241,073.

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				233,887.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0.	
b Total for prior years: 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	2,377.			
b From 2008	74,055.			
c From 2009				
d From 2010				
e From 2011	7,425.			
f Total of lines 3a through e	83,857.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 241,073.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2012 distributable amount				233,887.
e Remaining amount distributed out of corpus	7,186.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	91,043.			
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 instructions			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) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	2,377.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	88,666.			
10 Analysis of line 9				
a Excess from 2008	74,055.			
b Excess from 2009				
c Excess from 2010				
d Excess from 2011	7,425.			
e Excess from 2012	7,186.			

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			(e) Total
(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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.

See Statement Attached

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

- c** Any submission deadlines:

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

Part VII **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> BRUNSWICK AREA STUDENT AID FUN C/O JOHN LOYD ESQ. 167 PARK RW BRUNSWICK, ME 04011,		501 (C)	SCHOLARSHIPS	191,907.
Total			3 a	191,907.
b <i>Approved for future payment</i>				
Total			3 b	

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PART XV QUESTION 2

ALL INCOME EARNED BY THE TRUST IS DISTRIBUTED TO THE BRUNSWICK AREA STUDENT AID FUND AS REQUIRED BY THE TRUST INSTRUMENT. IT IS UP TO THE STUDENT AID FUND TO DISBURSE MONIES TO INDIVIDUALS. THE MCKENNEY BOOKER EDUCATION TRUST HAS NO INPUT IN WHO RECEIVES SCHOLARSHIPS THUS IT RECEIVES NO APPLICATIONS ETC...

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Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Other Investment Income.	\$ -7,005.	\$ -7,005.	
Total	<u>\$ -7,005.</u>	<u>\$ -7,005.</u>	<u>0.</u>

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
..	\$ 4,000.	\$ 4,000.	\$ 4,000.	\$ 4,000.
Total	<u>\$ 4,000.</u>	<u>\$ 4,000.</u>	<u>\$ 4,000.</u>	<u>\$ 4,000.</u>

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNT MANAGEMENT FEES	\$ 25,323.	\$ 25,323.	\$ 25,323.	\$ 25,323.
Total	<u>\$ 25,323.</u>	<u>\$ 25,323.</u>	<u>\$ 25,323.</u>	<u>\$ 25,323.</u>

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
.....	\$ 9,007.			\$ 9,007.
Total	<u>\$ 9,007.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 9,007.</u>

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Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ADVERTISING	\$ 33.	\$ 33.	\$ 33.	\$ 33.
MISCELLANEOUS	13.	3.	3.	3.
Total	<u>\$ 46.</u>	<u>\$ 36.</u>	<u>\$ 36.</u>	<u>\$ 36.</u>

Statement 6
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
750 S. CITIGROUP	Cost	\$ 33,712.	\$ 36,248.
1000 S. DEERE AND CO	Cost	0.	0.
2000 S. EXXON MOBIL CORP	Cost	9,967.	87,160.
4200 S. GENERAL ELECTRIC CO	Cost	9,311.	97,188.
1000 S. HEALTH CARE REIT INC	Cost	34,404.	61,440.
2000 S. INTEL CORP	Cost	24,185.	43,960.
1000 S. JOHNSON & JOHNSON	Cost	66,517.	86,410.
1500 S. J. P. MORGAN CHASE	Cost	64,625.	75,795.
1250 S. MERCK & CO	Cost	27,967.	59,113.
1500 S. MICROSOFT CORP	Cost	5,086.	50,100.
1000 OCCIDENTAL PETROLEUM CORP	Cost	14,533.	88,210.
600 S. PEPSICO INC	Cost	29,215.	47,838.
2500 S. PETROLEO BRASILEIRO SA	Cost	0.	0.
750 S. PROCTER & GAMBLE	Cost	23,743.	58,417.
2825 S. VERIZON COMMUNICATIONS	Cost	90,595.	133,849.
771 S. ISHARES TRUST RUSSELL 2000 VAL IN	Cost	30,456.	67,023.
745 S. ISHARES TRUST RUSSELL 2000 GWTH	Cost	40,951.	87,567.
1275 S. ISHARES TRUST RUSSELL M VAL IN	Cost	31,673.	74,792.
1120 S. ISHARES TRUST RUSSELL M GRWTH	Cost	39,113.	83,552.
900 S. ISHARES MSCI EAFE INDEX FD	Cost	49,158.	53,253.
2000 S. MERRILL LYNCH PFD CAP TR	Cost	50,000.	50,600.
15961.84 S. FT TEMPLETON FOREIGN A	Cost	126,907.	122,427.
300 S. APPLE INC	Cost	19,890.	146,165.
1250 S. BPH BILLITON LTD SPON ADR	Cost	65,733.	79,100.
175 S. GOOGLE INC	Cost	89,148.	148,207.
4515 S. FIDUCIARY CLAYMORE MLP	Cost	88,225.	116,352.
750 S. MCDONALDS CORP	Cost	26,288.	70,770.
1000 S. ORACLE CORP	Cost	0.	0.
1250 S. SPDR DJ GLOBAL REAL EST	Cost	66,158.	48,588.
3000 AT & T INC	Cost	88,710.	101,490.
1850 S. ISHARES MSCI EMERGING MARKETS	Cost	81,561.	70,337.
500 S. ISHARES BARCLAYS (LEHMAN) US TIPS	Cost	0.	0.
1000 S. CITIGROUP CAPITAL XX	Cost	0.	0.
1000 S. BP PLC SPON ADR	Cost	0.	0.
1250 S. BRISTOL MYERS SQUIBB CO	Cost	25,338.	52,112.
1100 S. COCA COLA CO	Cost	24,667.	41,998.
1500 S. DOW CHEMICAL	Cost	23,815.	56,100.
1000 S. KRAFT FOODS	Cost	0.	0.
2000 S. PFIZER INC	Cost	30,300.	56,420.
1200 S. NISOURCE INC	Cost	13,368.	35,112.
2000 JP MORGAN CHASE CAP XII 6.25%	Cost	0.	0.

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Statement 6 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
750 S KINDER MORGAN ENERGY PTRS	Cost	\$ -9,296.	\$ 61,170.
500 S. CATERPILLAR INC	Cost	26,550.	41,270.
1000 S. DUPONT DE NEMOURS	Cost	31,960.	56,620.
1000 S. HOME DEPOT INC	Cost	35,288.	74,490.
250 S. INTL BUSINESS MACHINES	Cost	0.	0.
500 S. NESTLES SPONS ADR	Cost	24,424.	32,725.
600 S. NORFOLK STHN CORP	Cost	28,679.	43,296.
1000 S. TOTAL SA FRANCE SPON ADR	Cost	0.	0.
2500 S. HARTFORD FIN SERV 7.25%	Cost	36,842.	44,400.
800 S. BANK OF NOVA SCOTIA CANADA	Cost	0.	0.
4500 S. BANK OF AMERICA	Cost	37,710.	63,540.
500 S. BERKSHIRE HATHAWAY	Cost	38,160.	55,610.
100 S. CHIPOTLE MEXICAN GRILL, INC	Cost	0.	0.
1500 S. CSX CORPORATION	Cost	0.	0.
1250 S. KINDER MORGAN HLDCO LLC	Cost	39,625.	47,412.
500 S. MONSANTO CORP	Cost	27,134.	48,945.
500 S. NATIONAL GRID PLC	Cost	0.	0.
350 S. NIKEINC CL B	Cost	27,479.	43,974.
2714 S. ADVENT CLAYMORE CONV SECS & INC	Cost	51,653.	46,681.
5622 S. COHEN & STEERS QUALITY INC RLTY F	Cost	47,024.	54,590.
1000 S. GENERAL MOTORS CO 4.75%	Cost	0.	0.
500 S. ENTERPRISE PRODUCTS PARTNER LP	Cost	13,955.	29,710.
400 S. LULULEMON ATHLETICA INC	Cost	0.	0.
400 S TIFFANY & CO	Cost	0.	0.
2000 S TEMPLETON EMERGING MRKT INC FD	Cost	34,160.	27,740.
1000 S AIG SERIES A-5 7.70%	Cost	0.	0.
11724.029 S ALLIANCE BERNSTEIN HI INC FD	Cost	107,337.	109,268.
4905.400 S. FRANKLIN TEMPLETON GLOBAL BD	Cost	63,207.	62,200.
8278.738 S PIMCO TOTAL RETURN FD	Cost	91,061.	88,168.
800 S STARBUCKS CORP	Cost	45,285.	56,416.
150 S AMAZON.COM	Cost	40,619.	42,147.
500 S AMGEN	Cost	44,335.	54,470.
1000 S ASTRAZENECA PLC	Cost	46,827.	49,210.
500 S EBAY	Cost	27,833.	24,995.
1500 S FACEBOOK	Cost	34,940.	61,941.
2500 S FORD MOTOR CO	Cost	33,267.	40,475.
2000 S FREEPORT MCMORAN COPPER & GOLD	Cost	64,389.	60,440.
750 S GILEAD SCIENCES	Cost	38,630.	45,202.
3000 S KEYCORP	Cost	28,346.	35,010.
100 S NETFLIX	Cost	24,234.	28,391.
1000 S POTASH CORP	Cost	29,299.	29,640.
2000 S ANNALLY CAPITAL MGMT 7.50%	Cost	51,940.	46,520.
2000 S GOLDMAN SACHS GROUP INC	Cost	47,500.	41,140.
2000 S ING GROUP N V 6.20%	Cost	50,440.	46,400.
1250 LINN ENERGY LLC	Cost	44,149.	30,137.
Total		\$ 2,850,304.	\$ 4,212,036.

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Statement 7**Form 990-PF, Part II, Line 10c****Investments - Corporate Bonds**

Corporate Bonds	Valuation Method	Book Value	Fair Market Value
50,000 GENERAL MOTORS ACCP NTS 6.80%	Cost	\$ 0.	\$ 0.
50000 MERRILL LYNCH & CO INC MED TRM NTS	Cost	48,995.	50,854.
50000 GENERAL ELECTRIC CAP CORP NTS 5.0%	Cost	43,375.	54,256.
50000 GOLDMAN SACHS GROUP INC 5.65%	Cost	50,263.	54,453.
50000 BANK OF AMERICA CORP 5.75% 12/17	Cost	52,624.	55,944.
50000 FORD CREDIT NOTES MED TM NTS	Cost	0.	0.
50000 FORD MTR CR 3.25%	Cost	49,938.	48,552.
50000 PETROBRAS INTL FIN NTS 5.375%	Cost	50,177.	48,824.
50000 G E CAPITAL INTERNOTES 4.85%	Cost	57,241.	52,618.
	Total	\$ 352,613.	\$ 365,501.

Statement 8**Form 990-PF, Part II, Line 22****Other Liabilities**

TAXES PAYABLE	\$ 4,775.
Total	\$ 4,775.

Statement 9**Form 990-PF, Part III, Line 3****Other Increases**

ROUNDING ...	\$ 1.
Total	\$ 1.

Statement 10**Form 990-PF, Part IV, Line 1****Capital Gains and Losses for Tax on Investment Income**

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	1500 CSX CORPORATION	Purchased	12/09/2010	9/17/2012
2	400 TIFFANY & CO	Purchased	1/18/2012	9/17/2012
3	100 CHIPOTLE MEXICAN GRILL INC	Purchased	1/14/2011	10/16/2012
4	FRAC KRAFT FOOD GROUP INC	Purchased	12/16/2008	10/02/2012
5	500 DEERE & CO	Purchased	8/17/2004	10/16/2012
6	250 ISHARES BARCLAYS TIPS BOND FUND	Purchased	3/18/2008	10/16/2012
7	1000 NISOURCE INC	Purchased	12/16/2008	10/16/2012
8	1000 PETROLEO BRASILERIO SA	Purchased	Various	10/16/2012
9	1000 TOTAL S A FRANCE SPON ADR	Purchased	5/18/2010	10/16/2012
10	1000 CITIGROUP CAP XX 7.875%	Purchased	12/27/2007	12/17/2012
11	1000 BP PLC SPON ADR	Purchased	10/16/2008	12/18/2012
12	1500 PETROLEO BRASILERIO SA	Purchased	Various	1/14/2013
13	1500 CHENIERE ENERGY INC	Purchased	9/17/2012	2/20/2013
14	400 LULULEMON ATHLETICA INC	Purchased	1/18/2012	2/20/2013

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Statement 10 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
15	250 ISHARES BARCLAYS TIPS BOND FUND	Purchased	3/18/2008	2/21/2013
16	1000 AIG SERIES A-5 7.70%	Purchased	5/08/2012	3/18/2013
17	500 EXXONMOBIL CORP	Purchased	Various	3/26/2013
18	300 OCCIDENTAL PETROLEUM	Purchased	5/06/2002	3/26/2013
19	1000 ORACLE CORP	Purchased	9/12/2006	3/26/2013
20	50000 GENERAL MOTORS ACCEP NOTES	Purchased	4/23/2003	4/15/2013
21	802 HARTFORD FINANCIAL SERVICES INC	Purchased	6/25/2010	4/23/2013
22	2000 JP MORGAN CHASE	Purchased	Various	5/08/2013
23	300 VMWARE INC CL A	Purchased	2/01/2013	5/14/2013
24	1000 GENERAL MTRS CO 4.75% SER B	Purchased	3/10/2011	5/15/2013
25	333 KRAFT FOOD GROUP INC	Purchased	12/16/2008	5/15/2013
26	1000 MONDELEZ INTL INC	Purchased	12/16/2008	5/15/2013
27	50000 FORD CREDIT NOTES 5.0%	Purchased	11/22/2011	5/20/2013
28	500 DEERE AND CO	Purchased	8/17/2004	7/16/2013
29	500 EXXONMOBIL CORP	Purchased	10/28/1982	7/16/2013
30	250 INTL BUSINESS MACHINES	Purchased	5/28/2010	7/16/2013
31	500 ENTERPRISE PRODUCTS PARTNERS	Purchased	8/15/2011	7/16/2013
32	500 NATIONAL GRID PLC	Purchased	12/09/2010	7/16/2013
33	250 PROCTER & GAMBLE CO	Purchased	9/21/1998	7/16/2013
34	800 BANK OF NOVA SCOTIA CANADA	Purchased	Various	8/15/2013
35	250 MCDONALDS CORP	Purchased	12/13/2005	8/15/2013
36	FROM K-1S	Purchased	Various	Various

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	34,054.		31,870.	2,184.				\$ 2,184.
2	24,879.		23,624.	1,255.				1,255.
3	28,196.		22,996.	5,200.				5,200.
4	15.		9.	6.				6.
5	41,179.		15,335.	25,844.				25,844.
6	30,537.		27,909.	2,628.				2,628.
7	25,629.		11,140.	14,489.				14,489.
8	22,709.		9,360.	13,349.				13,349.
9	49,889.		50,070.	-181.				-181.
10	25,000.		25,250.	-250.				-250.
11	41,691.		38,200.	3,491.				3,491.
12	29,521.		14,048.	15,473.				15,473.
13	32,223.		24,820.	7,403.				7,403.
14	26,723.		24,081.	2,642.				2,642.
15	29,984.		27,909.	2,075.				2,075.
16	25,000.		25,430.	-430.				-430.
17	44,104.		4,984.	39,120.				39,120.
18	23,552.		4,360.	19,192.				19,192.
19	32,603.		15,610.	16,993.				16,993.
20	50,000.		50,000.	0.				0.
21	21,422.		21,243.	179.				179.
22	50,000.		41,450.	8,550.				8,550.
23	22,913.		23,721.	-808.				-808.
24	47,309.		48,210.	-901.				-901.
25	18,378.		9,411.	8,967.				8,967.
26	30,729.		17,550.	13,179.				13,179.
27	50,000.		49,500.	500.				500.
28	41,854.		15,335.	26,519.				26,519.
29	46,756.		4,984.	41,772.				41,772.

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Statement 10 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
30	48,453.		30,618.	17,835.				\$ 17,835.
31	32,020.		13,955.	18,065.				18,065.
32	28,772.		21,805.	6,967.				6,967.
33	20,123.		8,784.	11,339.				11,339.
34	44,927.		45,370.	-443.				-443.
35	24,377.		8,762.	15,615.				15,615.
36	244.		0.	244.				244.
							Total	\$ 338,062.