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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 12-01-2012 , and ending 11-30-2013

Name of foundation Lovett-Woodsum Foundation Inc c/o Summit Partners		A Employer identification number 04-2944183	
Number and street (or P O box number if mail is not delivered to street address) 222 Berkeley Street 18th Floor		B Telephone number (see instructions) (617) 824-1000	
City or town, state, and ZIP code Boston, MA 02116		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) ☒ \$ 45,409,580		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	3,770,903			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	22,289	22,286		
	4 Dividends and interest from securities.	296,016	296,016		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	963,229			
	b Gross sales price for all assets on line 6a _____ 11,822,521				
	7 Capital gain net income (from Part IV, line 2)		4,228,784		
	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) (attach schedule)				
	11 Other income (attach schedule)	 312,056	312,056		
	12 Total. Add lines 1 through 11	5,364,493	4,859,142		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	 64,423	64,423		0
	17 Interest	11,709	11,709		0
	18 Taxes (attach schedule) (see instructions)	 9,998	9,998		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	5,402	5,402		0
	22 Printing and publications				
	23 Other expenses (attach schedule)	 181,857	180,587		0
	24 Total operating and administrative expenses. Add lines 13 through 23	273,389	272,119		0
	25 Contributions, gifts, grants paid	2,380,905			2,380,905
	26 Total expenses and disbursements. Add lines 24 and 25	2,654,294	272,119		2,380,905
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	2,710,199			
	b Net investment income (if negative, enter -0-)		4,587,023		
	c Adjusted net income (if negative, enter -0-)				

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	2,972,435	2,440,098	2,440,098
	2	Savings and temporary cash investments			
	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 page 15 of the 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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	4,248,404	4,486,477	5,679,825
	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)	29,858,374	32,940,503	37,289,657
	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)	37,079,213	39,867,078	45,409,580	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable	41,000	118,666	
	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)	41,000	118,666	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	37,038,213	39,748,412	
	30	Total net assets or fund balances (see page 17 of the instructions)	37,038,213	39,748,412	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	37,079,213	39,867,078	

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 37,038,213
2	Enter amount from Part I, line 27a	2 2,710,199
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3	4 39,748,412
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 39,748,412

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a See Additional Data Table			
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	4,228,784
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 page 18 of 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	2,369,476	37,242,645	0 063623
2010	2,075,204	37,953,589	0 054677
2009	2,080,039	32,220,618	0 064556
2008	2,117,513	32,165,419	0 065832
2007	2,743,844	44,670,587	0 061424

2	Total of line 1, column (d).	2	0 310112
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 062022
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	43,101,377
5	Multiply line 4 by line 3.	5	2,673,234
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	45,870
7	Add lines 5 and 6.	7	2,719,104
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	2,380,905

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	91,740
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	91,740
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	91,740
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	26,956	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	20,000	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	46,956
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	69
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	44,853
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax ☐	Refunded ☐	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a	Yes	
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		No
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ MA _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶Mr David H HopfenbergTelephone no ▶(617) 824-1000 Located at ▶222 Berkeley Street 18th Floor Boston MAZIP +4 ▶02116			
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?	16	Yes	
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶ CA				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?. ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
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 ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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)?		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?	☐ 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	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?		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 (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
Anne R Lovett	President	0	0	0
117 Cromwell Point Road Holderness, NH 03245	0 00			
Stephen G Woodsum	Treasurer	0	0	0
25 Card Sound Road Key Largo, FL 33037	0 00			
David H Hopfenberg	Clerk	0	0	0
122 North Road Saunderstown, RI 02874	0 00			
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 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
Merrill Lynch	Investment Management	52,309
Ten Post Office Square		
Boston, MA 02109		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	5,411,573
b	Average of monthly cash balances.	1b	3,693,937
c	Fair market value of all other assets (see instructions).	1c	34,652,233
d	Total (add lines 1a, b, and c).	1d	43,757,743
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	43,757,743
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	656,366
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	43,101,377
6	Minimum investment return. Enter 5% of line 5.	6	2,155,069

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	2,155,069
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	91,740
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	91,740
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	2,063,329
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	2,063,329
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	2,063,329

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	2,380,905
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,380,905
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,380,905
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			
2		Undistributed income, if any, as of the end of 2012			
a		Enter amount for 2011 only.			
b		Total for prior years 20____, 20____, 20____			
3		Excess distributions carryover, if any, to 2012			
a		From 2007.			
b		From 2008.			
c		From 2009.			
d		From 2010.			
e		From 2011. 239,832			
f		Total of lines 3a through e. 239,832			
4		Qualifying distributions for 2012 from Part XII, line 4 \$ 2,380,905			
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. 2,063,329			
e		Remaining amount distributed out of corpus 317,576			
5		Excess distributions carryover applied to 2012 0 0			
		(If an amount appears in column (d), the same amount must be shown in column (a).)			
6		Enter the net total of each column as indicated below:			
a		Corpus Add lines 3f, 4c, and 4e Subtract line 5 557,408			
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). 0			
9		Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a. 557,408			
10		Analysis of line 9			
a		Excess from 2008.			
b		Excess from 2009.			
c		Excess from 2010.			
d		Excess from 2011. 239,832			
e		Excess from 2012. 317,576			

Part XIV

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

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 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.	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 organization 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))

See Additional Data Table

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

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 of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	2,380,905
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2012)

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**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 or fiduciary) is based on all information of which preparer has any knowledge.

*****	2014-10-14	*****	May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No
Signature of officer or trustee	Date	Title	

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

**Paid
Preparer
Use
Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☒	PTIN P00287396
	David Hopfenberg	David Hopfenberg			
	Firm's name ☐	VENTURE TAX SERVICES INC		Firm's EIN ☐ 20-8031866	
		225 Water Street			
	Firm's address ☐	Plymouth, MA 02360		Phone no (617) 553-1497	

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization Lovett-Woodsum Foundation Inc c/o Summit Partners	Employer identification number 04-2944183
--	--

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Stephen G Woodsum 25 Card Sound Road Key Largo, FL 33037	\$ 3,770,903	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization Lovett-Woodsum Foundation Inc c/o Summit Partners	Employer identification number 04-2944183
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Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

[illegible]

Name of organization Lovett-Woodsum Foundation Inc c/o Summit Partners	Employer identification number 04-2944183
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Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ▶ \$

Use duplicate copies of Part III if additional space is needed

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

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

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

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

TY 2012 Investments Corporate Stock Schedule

Name: Lovett-Woodsum Foundation Inc
c/o Summit Partners

EIN: 04-2944183

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Gardner Russo Gardner	1,038,201	1,334,726
Merrill Lynch (Div. Portf.)	1,650,944	2,180,154
Merrill Lynch (Intl. Portf.)	1,797,332	2,164,945
ML EIEMX	0	0
Northern ETF-EEM	0	0

TY 2012 Investments - Other Schedule

Name: Lovett-Woodsum Foundation Inc
c/o Summit Partners
EIN: 04- 2944183

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Alysheba Fund	AT COST	1,000,000	1,107,256
Alysun Fund	AT COST	1,000,000	1,342,308
Bay Resources	AT COST	1,500,000	1,815,680
BPBT - Checking	AT COST	0	0
Bracebridge	AT COST	1,000,000	1,019,254
CFM Stratus Feeder	AT COST	999,891	948,037
Claren Credit Partners	AT COST	1,000,000	1,079,517
CMS Private REIT	AT COST	5,224	5,224
CMS Private REIT Fund	AT COST	1,192,012	1,505,713
COMAC	AT COST	506,839	465,060
Discovery Global	AT COST	1,500,000	2,128,373
GSIP	AT COST	125,415	141,242
HKL I LLC	AT COST	530,786	648,883
Karya	AT COST	1,000,000	923,082
Kensico Partners	AT COST	1,000,000	1,203,881
Lakewood	AT COST	500,000	593,150
Newbrook	AT COST	1,500,000	1,784,699
NT Asia Discovery	AT COST	1,500,000	1,897,857
Oak Hill European	AT COST	429,024	503,538
Oak Hill Newbury	AT COST	443,761	447,966
OxAM	AT COST	1,500,000	1,628,816
Palo Alto Healthcare	AT COST	1,000,000	1,468,676
Pershing Square	AT COST	1,000,000	1,206,792
Quellos Real Assets (E)	AT COST	357,803	376,444
Quellos Real Assets (T)	AT COST	798,731	940,829
Sankaty	AT COST	400,000	401,045
Snow Lake	AT COST	1,500,000	1,798,887
Spindrift	AT COST	0	170,961
Transtrend	AT COST	975,455	949,038
Vanguard (Northern)	AT COST	175,594	189,726

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
VR Global	AT COST	0	0
Wellington Bay Pond	AT COST	6,273,473	7,987,122
Whitehall 2005	AT COST	1,459,330	160,512
Whitehall 2007	AT COST	767,165	450,089

TY 2012 Other Expenses Schedule

Name: Lovett-Woodsum Foundation Inc
c/o Summit Partners

EIN: 04-2944183

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank Fees	1,908	1,908		0
O ther Portfolio Deductions	121,502	120,232		0
O ther Expenses	58,197	58,197		0
State Filing Fees	250	250		0

TY 2012 Other Income Schedule

Name: Lovett-Woodsum Foundation Inc
 c/o Summit Partners
EIN: 04-2944183

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
HKL I LLC - Net gain (loss) under section 1231	-552	-552	-552
HKL I LLC - Ordinary Income	-1,927	-1,927	-1,927
HKL I LLC - Other Income	2,571	2,571	2,571
Merrill Lynch (Div Portf) - Other Income	179,035	179,035	179,035
Merrill Lynch (Div Portf) Partnerships - Net gain (loss) under section 12	3,047	3,047	3,047
Merrill Lynch (Intl Portf) - Other Portfolio Income	58,136	58,136	58,136
Merrill Lynch (Div Portf) Partnerships - Ordinary Income	3,406	3,406	3,406
Merrill Lynch (Div Portf) Partnerships - Other Net Rental Income	99	99	99
Merrill Lynch (Div Portf) Partnerships - Royalties	2,263	2,263	2,263
Quellos Real Assets (E) - Net gain (loss) under section 1231	14,493	14,493	14,493
Quellos Real Assets (E) - Ordinary Income	28,299	28,299	28,299
Quellos Real Assets (E) - Other Income	6,475	6,475	6,475
Quellos Real Assets (E) - Other Net Rental Income	35	35	35
Quellos Real Assets (E) - Other Portfolio Income	-136	-136	-136
Quellos Real Assets (E) - Royalties	6,784	6,784	6,784
Quellos Real Assets (T) - Net gain (loss) under section 1231	10,057	10,057	10,057
Quellos Real Assets (T) - Ordinary Income	-6,882	-6,882	-6,882
Quellos Real Assets (T) - Other Net Rental Income	1,549	1,549	1,549
Quellos Real Assets (T) - Other Portfolio Income	22	22	22
Whitehall Par Global R/E LP 2007 - Net gain (loss) under section 1231	19,999	19,999	19,999
Whitehall Par Global R/E LP 2007 - Ordinary Income	-26,767	-26,767	-26,767
Whitehall Par Global R/E LP 2007 - Other Income	699	699	699
Whitehall Par Global R/E LP 2007 - Other Net Rental Income	8,424	8,424	8,424
Whitehall Par Global R/E LP 2007 - Other Portfolio Income	2,513	2,513	2,513
Whitehall Par Global R/E LP 2007 - Section 1256 Gains	414	414	414

TY 2012 Other Professional Fees Schedule

Name: Lovett-Woodsum Foundation Inc
c/o Summit Partners
EIN: 04-2944183

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Management Fees	64,423	64,423		0

TY 2012 Taxes Schedule

Name: Lovett-Woodsum Foundation Inc
c/o Summit Partners

EIN: 04-2944183

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Taxes	9,748	9,748		0
Federal Excise Taxes (sect 4940)	0	0		0
State Taxes	250	250		0

TY 2012 IRS Payment

Name: Lovett-Woodsum Foundation Inc
c/o Summit Partners

EIN: 04-2944183

Routing Transit Number: 011002343

Bank Account Number: 4015264

Type of Account: Checking

Payment Amount in Dollars and Cents: 44,853

Requested Payment Date: 2014-10-15

Taxpayer's Daytime Phone Number: (617) 824-1000

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
Citizens Republic Bancorp (CRBC)		2008-10-02	2013-01-07
MFO VANGUARD FXD INC SECS FD INC #532		2013-02-28	2013-07-15
MFO VANGUARD FXD INC SECS FD INC #532		2013-05-31	2013-07-15
MFO VANGUARD FXD INC SECS FD INC #532		2013-04-30	2013-07-15
MFO VANGUARD FXD INC SECS FD INC #532		2013-01-31	2013-07-15
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2013-01-31	2013-09-25
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2013-03-29	2013-09-25
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2013-08-30	2013-09-25
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2013-05-31	2013-09-25
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2013-06-28	2013-09-25
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2013-07-31	2013-09-25
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2013-03-28	2013-09-25
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2013-04-30	2013-09-25
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2013-02-28	2013-09-25
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2012-11-30	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2012-04-30	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2012-02-29	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2012-01-31	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2012-08-31	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2012-03-30	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2012-12-31	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2012-06-29	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2012-12-28	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2012-09-28	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2012-07-31	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2012-10-31	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2012-03-30	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2012-05-31	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2012-12-28	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2012-03-30	2013-01-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
MFO VANGUARD INTM TERM INVT GRADE ADMR		2013-03-28	2013-09-25
MFO VANGUARD INTM TERM INVT GRADE ADMR		2013-06-28	2013-09-25
MFO VANGUARD INTM TERM INVT GRADE ADMR		2013-03-28	2013-09-25
MFO VANGUARD INTM TERM INVT GRADE ADMR		2013-04-30	2013-09-25
MFO VANGUARD INTM TERM INVT GRADE ADMR		2013-02-28	2013-09-25
MFO VANGUARD INTM TERM INVT GRADE ADMR		2013-03-29	2013-09-25
MFO VANGUARD INTM TERM INVT GRADE ADMR		2013-07-31	2013-09-25
MFO VANGUARD INTM TERM INVT GRADE ADMR		2013-01-31	2013-09-25
MFO VANGUARD INTM TERM INVT GRADE ADMR		2013-08-30	2013-09-25
MFO VANGUARD INTM TERM INVT GRADE ADMR		2013-05-31	2013-09-25
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2012-05-31	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2012-12-31	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2012-06-29	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2012-09-28	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2012-07-31	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2012-03-30	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2012-10-31	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2012-01-31	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2012-08-31	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2012-12-21	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2012-03-30	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2012-12-21	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2012-11-30	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2012-04-30	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2012-03-30	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2012-02-29	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2013-03-29	2013-09-24
MFO VANGUARD FXD INC SECS FD INC #532		2013-06-28	2013-09-24
MFO VANGUARD FXD INC SECS FD INC #532		2013-07-31	2013-09-24
MFO VANGUARD FXD INC SECS FD INC #532		2012-01-31	2013-01-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
MFO VANGUARD FXD INC SECS FD INC #532		2012-08-31	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2012-12-28	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2012-07-31	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2012-10-31	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2012-12-31	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2012-03-30	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2012-05-31	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2012-11-30	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2012-04-30	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2012-02-29	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2012-03-30	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2012-06-29	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2012-12-28	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2012-09-28	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2012-02-29	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2012-07-31	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2012-10-31	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2012-12-28	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2012-05-31	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2012-11-30	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2012-04-30	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2012-03-30	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2012-12-31	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2012-12-28	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2012-03-30	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2012-03-30	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2012-06-29	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2012-09-28	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2012-01-31	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2012-08-31	2013-01-03

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(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)
MFO VANGUARD INTM TERM INVT GRADE ADMR		1999-12-30	2013-03-28
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		1999-12-30	2012-12-28
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		1999-12-30	2012-12-21
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		1999-12-30	2013-03-28
MFO VANGUARD FXD INC SECS FD INC #532		1999-12-30	2012-12-28
MFO VANGUARD INTM TERM INVT GRADE ADMR		1999-12-30	2012-12-28
MFO VANGUARD FXD INC SECS FD INC #532		2011-02-22	2013-07-15
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2011-02-22	2013-09-25
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2011-03-31	2013-09-25
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2011-05-31	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2011-06-30	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2011-12-29	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2011-07-29	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2011-08-31	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2011-12-30	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2011-02-22	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2011-02-28	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2011-03-22	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2011-09-30	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2011-12-29	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2011-11-30	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2011-04-29	2013-01-03
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		2011-10-31	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2011-02-22	2013-09-25
MFO VANGUARD INTM TERM INVT GRADE ADMR		2011-03-22	2013-09-25
MFO VANGUARD INTM TERM INVT GRADE ADMR		2011-03-22	2013-09-25
MFO VANGUARD INTM TERM INVT GRADE ADMR		2011-03-31	2013-09-25
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2011-12-30	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2011-09-30	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2011-12-22	2013-01-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2011-11-30	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2011-02-22	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2011-07-29	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2011-02-28	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2011-08-31	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2011-03-31	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2011-10-31	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2011-04-29	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2011-05-31	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2011-06-30	2013-01-03
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		2011-12-22	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2011-02-22	2013-09-24
MFO VANGUARD FXD INC SECS FD INC #532		2011-03-31	2013-09-24
MFO VANGUARD FXD INC SECS FD INC #532		2011-07-29	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2011-08-31	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2011-10-31	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2011-04-29	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2011-12-29	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2011-02-22	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2011-11-30	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2011-02-28	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2011-05-31	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2011-06-30	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2011-12-30	2013-01-03
MFO VANGUARD FXD INC SECS FD INC #532		2011-09-30	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2011-09-30	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2011-12-29	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2011-11-30	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2011-05-31	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2011-06-30	2013-01-03

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MFO VANGUARD INTM TERM INVT GRADE ADMR		2011-12-29	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2011-07-29	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2011-08-31	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2011-10-31	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2011-02-22	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2011-02-28	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2011-04-29	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		2011-12-30	2013-01-03
MFO VANGUARD INTM TERM INVT GRADE ADMR		1999-12-30	2012-12-28
MFO VANGUARD INTM TERM INVT GRADE ADMR		1999-12-30	2013-03-28
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		1999-12-30	2012-12-28
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		1999-12-30	2012-12-21
MFO VANGUARD BD INDEX FDS TOTAL BD MKT INDEX FD SIGNAL SHS		1999-12-30	2013-03-28
MFO VANGUARD FXD INC SECS FD INC #532		1999-12-30	2012-12-28
MFO VANGUARD INTER TERM TREAS FD ADMIRALSH FD#535		1999-12-30	2013-03-28
HEINEKEN HLDG NV SHS		2012-04-12	2013-01-02
CIE FINANCIERE RICHE MONT AG ZUG		2012-04-12	2013-05-21
CIE FINANCIERE RICHE MONT AG ZUG		2012-04-12	2013-05-23
CIE FINANCIERE RICHE MONT AG ZUG		2012-04-12	2013-05-31
CIE FINANCIERE RICHE MONT AG ZUG		2012-04-12	2013-06-20
WASHINGTON POST CO CL B CFRHF		2012-04-11	2013-06-20
CIE FINANCIERE RICHE MONT AG ZUG		2012-04-12	2013-08-28
HASBRO INC COM		2012-04-11	2013-10-22
HASBRO INC COM		2012-04-11	2013-10-23
BRITISH AMN TOBACO SPADR		2012-05-18	2013-05-01
CHIMERA INVESTMENT CORP CXL		2009-10-02	2012-06-27
CHIMERA INVESTMENT CORP		2009-10-02	2012-06-27
CHIMERA INVESTMENT CORP CXL		2009-10-05	2012-06-27
CHIMERA INVESTMENT CORP		2009-10-05	2012-06-27
CHIMERA INVESTMENT CORP CXL		2009-10-05	2012-06-28

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CHIMERA INVESTMENT CORP		2009-10-05	2012-06-28
CHIMERA INVESTMENT CORP CXL		2009-10-06	2012-06-28
CHIMERA INVESTMENT CORP		2009-10-06	2012-06-28
CHIMERA INVESTMENT CORP CXL		2009-10-06	2012-06-29
CHIMERA INVESTMENT CORP		2009-10-06	2012-06-29
CHIMERA INVESTMENT CORP CXL		2010-02-26	2012-06-29
CHIMERA INVESTMENT CORP		2010-02-26	2012-06-29
CHIMERA INVESTMENT CORP CXL		2010-03-01	2012-06-29
CHIMERA INVESTMENT CORP		2010-03-01	2012-06-29
ANNALY CAP MGMT INC		2007-11-08	2013-05-01
AT&T INC		2008-10-08	2013-05-01
BCE INC		2011-05-12	2013-05-01
EPR PPTYS		2004-07-22	2013-05-01
GENUINE PARTS CO		2008-11-26	2013-05-01
LOCKHEED MARTIN CORP		2012-01-26	2013-05-01
LORILLARD INC		2012-02-03	2013-05-01
PHILIP MORRIS INTL INC		2010-11-04	2013-05-01
PFIZER INC		2010-09-02	2013-05-01
SOUTHERN COPPER CORP		2011-03-15	2013-05-01
STARWOOD PPTY TR INC		2010-11-16	2013-05-01
SEADRILL LTD		2011-10-07	2013-05-01
VENTAS INC		2004-07-22	2013-05-01
AT&T INC		2008-10-08	2013-06-05
AT&T INC		2009-01-22	2013-06-05
SOUTHERN COPPER CORP		2011-03-15	2013-07-31
SOUTHERN COPPER CORP		2011-03-15	2013-08-01
SOUTHERN COPPER CORP		2011-03-15	2013-08-02
BAYTEX ENERGY CORP SHS		2008-09-08	2013-08-30
BAYTEX ENERGY CORP SHS		2012-03-02	2013-08-30
ANNALY CAP MGMT INC		2007-11-08	2013-11-12

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ANNALY CAP MGMT INC		2007-11-09	2013-11-12
ANNALY CAP MGMT INC		2007-11-09	2013-11-13
BRITISH AMN TOBACO SPADR		2012-05-18	2013-11-25
ALLIANCE RESRC PTNRS LP		2004-07-22	2013-05-01
BUCKEYE PARTNERS L P		2007-01-30	2013-05-01
EL PASO PIPELINE PARTNER		2011-07-26	2013-05-01
ENBRIDGE ENERGY PARTNERS		2008-10-17	2013-05-01
ENBRIDGE ENERGY PARTNERS		2008-10-17	2013-10-01
ENBRIDGE ENERGY PARTNERS		2009-01-21	2013-10-01
ENBRIDGE ENERGY PARTNERS		2009-01-22	2013-10-01
ENBRIDGE ENERGY PARTNERS		2009-01-23	2013-10-01
ENERGY TRANSFER EQUITY L		2007-09-17	2013-05-01
ENERGY TRANSFER EQUITY L		2007-09-13	2013-05-01
ENTERPRISE PRDTS PRTN LP		2004-07-22	2013-05-01
KINDER MORGAN ENERGY		2008-02-07	2013-05-01
KINDER MORGAN ENERGY		2008-02-08	2013-05-01
MAGELLAN MIDSTREAM		2004-07-22	2013-05-01
NATURAL RESOURCE PRTNRS		2005-02-14	2013-05-01
NATURAL RESOURCE PRTNRS		2005-02-15	2013-05-01
NATURAL RESOURCE PRTNRS		2005-02-16	2013-08-06
NATURAL RESOURCE PRTNRS		2005-02-15	2013-08-06
PLAINS ALL AMERN PIPL LP		2005-05-23	2013-05-01
PLAINS ALL AMERN PIPL LP		2006-04-10	2013-05-01
PVR PARTNERS LP		2005-10-14	2013-05-01
PVR PARTNERS LP		2005-10-14	2013-10-31
SUNOCO LOGISTICS PRTS LP		2005-08-02	2013-05-01
TARGA RESOURCES PARTNERS		2010-09-27	2013-05-01
TERRA NITROGEN L P		2008-08-28	2013-05-01
TERRA NITROGEN L P		2008-08-29	2013-05-01
WILLIAMS PARTNERS L P		2008-06-26	2013-05-01

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WILLIAMS PARTNERS L P		2008-09-03	2013-05-01
EATON VNCE PRMTRC STRCTRD EMRGN MRKTS FD I		2012-10-09	2013-01-02
EATON VNCE PRMTRC STRCTRD EMRGN MRKTS FD I		2012-10-09	2013-01-02
EATON VNCE PRMTRC STRCTRD EMRGN MRKTS FD I		2012-12-28	2013-01-02
EATON VNCE PRMTRC STRCTRD EMRGN MRKTS FD I		2012-12-28	2013-01-02
EATON VNCE PRMTRC STRCTRD EMRGN MRKTS FD I		2010-03-02	2013-01-02
EATON VNCE PRMTRC STRCTRD EMRGN MRKTS FD I		2010-04-07	2013-01-02
EATON VNCE PRMTRC STRCTRD EMRGN MRKTS FD I		2010-04-08	2013-01-02
EATON VNCE PRMTRC STRCTRD EMRGN MRKTS FD I		2010-07-02	2013-01-02
EATON VNCE PRMTRC STRCTRD EMRGN MRKTS FD I		2010-12-01	2013-01-02
EATON VNCE PRMTRC STRCTRD EMRGN MRKTS FD I		2010-12-30	2013-01-02
EATON VNCE PRMTRC STRCTRD EMRGN MRKTS FD I		2010-12-30	2013-01-02
EATON VNCE PRMTRC STRCTRD EMRGN MRKTS FD I		2011-12-29	2013-01-02
ASTRAZENECA PLC SPND ADR		2013-05-01	2013-05-30
CNOOC LTD ADR		2013-05-01	2013-05-30
SWISSCOM AG ADR		2013-05-01	2013-05-31
TELIASONERA AB		2013-05-01	2013-05-31
BAYTEX ENERGY CORP SHS		2013-06-11	2013-09-12
BAYTEX ENERGY CORP SHS		2013-06-11	2013-09-13
CHINA MOBILE LTD SPN ADR		2013-05-01	2013-09-06
CHINA MOBILE LTD SPN ADR		2013-06-10	2013-09-06
ASTRAZENECA PLC SPND ADR		2009-11-04	2013-05-30
CNOOC LTD ADR		2009-05-26	2013-05-30
CNOOC LTD ADR		2009-05-26	2013-05-30
SWISSCOM AG ADR		2012-05-11	2013-05-31
TELIASONERA AB		2012-05-11	2013-05-31
BAYTEX ENERGY CORP SHS		2008-09-08	2013-09-11
BAYTEX ENERGY CORP SHS		2010-09-02	2013-09-11
BAYTEX ENERGY CORP SHS		2010-09-02	2013-09-12
CHINA MOBILE LTD SPN ADR		2009-04-14	2013-09-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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CFM Stratus Feeder		2008-01-01	2013-11-30
COMAC		2008-01-01	2013-11-30
GSIP		2008-01-01	2013-11-30
Oak Hill Newbury		2008-01-01	2013-11-30
Spindrift		2008-01-01	2013-11-30
VR Global		2008-01-01	2013-11-30
Quellos Real Assets (E)		2004-01-01	2011-12-31
Quellos Real Assets (E)		2004-01-01	2011-12-31
Quellos Real Assets (T)		2004-03-04	2011-12-31
Whitehall 2007		2007-01-01	2011-12-31
Whitehall 2007		2007-01-01	2011-12-31
HKL I LLC		2006-11-01	2011-12-31
HKL I LLC		2006-11-01	2011-12-31
Merrill Lynch (Div Portf) Partnerships		2004-07-01	2011-12-31
Merrill Lynch (Div Portf) Partnerships		2004-07-01	2011-12-31
Countrywide Financial Corp - Settlement			2013-11-30
Dell Inc - Settlement			2013-11-30
Tyco Int'l - Settlement			2013-11-30
National City Corp - Settlement			2013-11-30
CIT Corp - Settlement			2013-11-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,958,129		505,348	3,452,781
1		1	0
1		1	0
1		1	0
15		15	0
107		110	-3
7		8	-1
8		8	0
7		8	-1
7		7	0
8		8	0
4		4	0
7		7	0
7		7	0
979		996	-17
994		997	-3
985		990	-5
1,086		1,100	-14
933		951	-18
2,249		2,225	24
1,056		1,062	-6
1,066		1,078	-12
4,854		4,892	-38
968		984	-16
886		902	-16
979		992	-13
1,034		1,024	10
1,129		1,146	-17
797		803	-6
3,119		3,087	32

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
82		85	-3
31		31	0
13		14	-1
30		31	-1
28		30	-2
31		33	-2
32		32	0
256		268	-12
33		33	0
31		32	-1
2,864		2,885	-21
2,539		2,550	-11
2,801		2,817	-16
2,575		2,612	-37
2,755		2,803	-48
3,022		2,995	27
2,632		2,668	-36
3,027		3,035	-8
2,716		2,758	-42
3,879		3,893	-14
566		561	5
2,510		2,519	-9
2,521		2,555	-34
2,861		2,861	0
566		561	5
2,907		2,907	0
1		1	0
1		1	0
1			1
214		216	-2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
104		105	-1
1,052		1,053	-1
72		73	-1
125		126	-1
144		144	0
757		758	-1
284		285	-1
126		127	-1
185		186	-1
195		196	-1
199		199	0
263		263	0
1,016		1,017	-1
147		148	-1
2,641		2,623	18
2,587		2,615	-28
2,447		2,502	-55
9,807		9,865	-58
2,756		2,732	24
2,365		2,416	-51
2,719		2,690	29
2,829		2,774	55
2,446		2,455	-9
2,682		2,698	-16
1,166		1,143	23
3,081		3,021	60
2,581		2,563	18
2,410		2,452	-42
2,880		2,852	28
2,535		2,565	-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
14			14
4,892			4,892
2,519			2,519
16			16
1,017			1,017
2,698			2,698
1,234		1,231	3
4,252		4,222	30
1,480		1,467	13
1,517		1,509	8
1,517		1,504	13
26,048		26,160	-112
1,483		1,500	-17
1,242		1,288	-46
1,082		1,089	-7
781,306		755,778	25,528
314		304	10
417		406	11
1,251		1,304	-53
7,110		7,141	-31
1,081		1,122	-41
1,179		1,155	24
1,341		1,391	-50
1,721		1,742	-21
152		153	-1
6,312		6,357	-45
2,958		2,958	0
3,140		3,129	11
3,172		3,169	3
2,233		2,217	16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,118		3,095	23
1,020,983		974,743	46,240
3,277		3,215	62
689		659	30
3,264		3,241	23
3,450		3,294	156
3,166		3,160	6
2,670		2,576	94
3,344		3,259	85
3,291		3,187	104
3,461		3,436	25
374		372	2
256		255	1
246		248	-2
230		233	-3
264		267	-3
204		204	0
2,034		2,044	-10
380,881		378,396	2,485
238		241	-3
53		53	0
250		251	-1
251		252	-1
235		236	-1
231		233	-2
2,880		2,813	67
905		878	27
2,894		2,803	91
3,029		2,962	67
2,938		2,838	100

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,626		9,335	291
2,971		2,925	46
2,956		2,907	49
2,930		2,893	37
784,984		758,258	26,726
597		578	19
2,386		2,312	74
2,974		2,890	84
9,865			9,865
85			85
803			803
3,893			3,893
268			268
1,053			1,053
4			4
1,371		1,159	212
2,361		1,548	813
2,267		1,548	719
2,240		1,548	692
6,524		4,643	1,881
7,188		5,711	1,477
2,379		1,548	831
1,248		904	344
3,732		2,712	1,020
25,881		22,085	3,796
8,555		13,777	-5,222
8,555		13,563	-5,008
8,847		14,683	-5,836
8,847		14,461	-5,614
2,954		4,987	-2,033

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,954		4,912	-1,958
7,424		12,652	-5,228
7,424		12,463	-5,039
540		937	-397
540		923	-383
10,002		17,305	-7,303
10,002		17,045	-7,043
2,792		4,920	-2,128
2,792		4,847	-2,055
21,851		24,081	-2,230
27,408		18,042	9,366
10,907		9,004	1,903
21,608		13,397	8,211
8,690		4,550	4,140
30,423		25,237	5,186
29,211		25,240	3,971
34,289		21,514	12,775
34,683		19,315	15,368
9,711		11,835	-2,124
34,794		26,234	8,560
26,426		20,105	6,321
45,066		13,813	31,253
22,477		15,802	6,675
33,981		24,380	9,601
8,545		12,998	-4,453
5,701		8,706	-3,005
2,588		3,932	-1,344
13,805		9,843	3,962
25,046		36,642	-11,596
543		911	-368

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
23,400		39,112	-15,712
7,173		11,816	-4,643
54,925		49,452	5,473
43,810		21,749	22,061
26,681		19,786	6,895
9,374		8,189	1,185
30,235		12,088	18,147
21,380		6,416	14,964
5,009		1,112	3,897
16,860		3,764	13,096
24,985		5,849	19,136
13,450		5,764	7,686
23,975		10,332	13,643
49,923		18,852	31,071
12,237		7,191	5,046
19,456		11,568	7,888
56,891		20,696	36,195
6,654		7,148	-494
7,536		8,025	-489
8,743		11,371	-2,628
16,773		20,781	-4,008
30,533		13,276	17,257
18,376		7,125	11,251
7,081		5,067	2,014
15,782		10,704	5,078
75,644		27,965	47,679
30,270		16,368	13,902
14,190		8,566	5,624
30,287		18,409	11,878
33,087		23,550	9,537

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
265		184	81
15		14	1
13,795		13,014	781
7		7	0
8,594		8,385	209
145,012		124,976	20,036
133,787		124,977	8,810
15		14	1
148,982		116,182	32,800
122,897		124,985	-2,088
15		14	1
6,358		6,579	-221
6,860		5,691	1,169
20,097		19,918	179
13,238		13,849	-611
10,004		11,101	-1,097
22,913		23,564	-651
1,238		1,150	88
15,599		14,612	987
20,284		20,051	233
12,226		11,196	1,030
21,402		18,434	2,968
7,440		5,119	2,321
19,946		13,771	6,175
29,161		26,670	2,491
16,381		16,230	151
18,134		12,655	5,479
9,994		8,247	1,747
4,874		4,057	817
21,395		17,270	4,125

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,001		2,110	-109
452,510		493,161	-40,651
26,496		23,526	2,970
167,752		166,177	1,575
41,068			41,068
1,704,148		1,500,000	204,148
		2,303	-2,303
		23,858	-23,858
2,961			2,961
11,975			11,975
		28,099	-28,099
195			195
25,161			25,161
770			770
		1	-1
1,327			1,327
3			3
86			86
439			439
61			61

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,452,781
			0
			0
			0
			0
			-3
			-1
			0
			-1
			0
			0
			0
			0
			0
			-17
			-3
			-5
			-14
			-18
			24
			-6
			-12
			-38
			-16
			-16
			-13
			10
			-17
			-6
			32

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-3
			0
			-1
			-1
			-2
			-2
			0
			-12
			0
			-1
			-21
			-11
			-16
			-37
			-48
			27
			-36
			-8
			-42
			-14
			5
			-9
			-34
			0
			5
			0
			0
			0
			1
			-2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1
			-1
			-1
			-1
			0
			-1
			-1
			-1
			-1
			-1
			0
			0
			-1
			-1
			18
			-28
			-55
			-58
			24
			-51
			29
			55
			-9
			-16
			23
			60
			18
			-42
			28
			-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			14
			4,892
			2,519
			16
			1,017
			2,698
			3
			30
			13
			8
			13
			-112
			-17
			-46
			-7
			25,528
			10
			11
			-53
			-31
			-41
			24
			-50
			-21
			-1
			-45
			0
			11
			3
			16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			23
			46,240
			62
			30
			23
			156
			6
			94
			85
			104
			25
			2
			1
			-2
			-3
			-3
			0
			-10
			2,485
			-3
			0
			-1
			-1
			-1
			-2
			67
			27
			91
			67
			100

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			291
			46
			49
			37
			26,726
			19
			74
			84
			9,865
			85
			803
			3,893
			268
			1,053
			4
			212
			813
			719
			692
			1,881
			1,477
			831
			344
			1,020
			3,796
			-5,222
			-5,008
			-5,836
			-5,614
			-2,033

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,958
			-5,228
			-5,039
			-397
			-383
			-7,303
			-7,043
			-2,128
			-2,055
			-2,230
			9,366
			1,903
			8,211
			4,140
			5,186
			3,971
			12,775
			15,368
			-2,124
			8,560
			6,321
			31,253
			6,675
			9,601
			-4,453
			-3,005
			-1,344
			3,962
			-11,596
			-368

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-15,712
			-4,643
			5,473
			22,061
			6,895
			1,185
			18,147
			14,964
			3,897
			13,096
			19,136
			7,686
			13,643
			31,071
			5,046
			7,888
			36,195
			-494
			-489
			-2,628
			-4,008
			17,257
			11,251
			2,014
			5,078
			47,679
			13,902
			5,624
			11,878
			9,537

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			81
			1
			781
			0
			209
			20,036
			8,810
			1
			32,800
			-2,088
			1
			-221
			1,169
			179
			-611
			-1,097
			-651
			88
			987
			233
			1,030
			2,968
			2,321
			6,175
			2,491
			151
			5,479
			1,747
			817
			4,125

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-109
			-40,651
			2,970
			1,575
			41,068
			204,148
			-2,303
			-23,858
			2,961
			11,975
			-28,099
			195
			25,161
			770
			-1
			1,327
			3
			86
			439
			61

Form 990PF Part XV Line 1a - 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).

Anne R Lovett
Stephen G Woodsum

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Animal Rescue League Of Boston PO Box 265 Boston,MA 02117	None	Public Charity	Unrestricted	5,000
Appalachian Mountain Club Five Joy Street Boston,MA 02108	None	Public Charity	Unrestricted	12,500
Associated Early Care And Education 95 Berkeley Street 306 Boston,MA 02116	None	Public Charity	Unrestricted	1,000
Association Of Small Foundation 1720 N Street NW Washington,DC 20036	None	Public Charity	Unrestricted	725
Be The Change 2 Canal Park Cambridge,MA 02141	None	Public Charity	Unrestricted	31,668
Beacon Academy 477 Longwood Avenue Boston,MA 02215	None	Public Charity	Unrestricted	10,000
Beacon Hill Nursery School 74 Joy Street Boston,MA 02114	None	Public Charity	Unrestricted	2,500
Berklee College Of Music 1140 Boylston St Boston,MA 02215	None	Public Charity	Unrestricted	16,666
Big Sister Association 161 Massachusetts Avenue Boston,MA 02115	None	Public Charity	Unrestricted	1,000
Black Ministerial Alliance Of Greater Boston 7 Palmer Street Roxbury,MA 02119	None	Public Charity	Unrestricted	10,000
Bonefish And Tarpon Unlimited 24 Dockside Lane PMB 83 Key Largo,FL 33037	None	Public Charity	Unrestricted	3,500
Boston Area Rape Crisis Center 99 Bishop Allen Drive Cambridge,MA 02139	None	Public Charity	Unrestricted	12,500
Boston Ballet 19 Clarendon Street Boston,MA 02116	None	Public Charity	Unrestricted	10,000
Boston Children's Chorus 105 Chauncy Street Boston,MA 02111	None	Public Charity	Unrestricted	25,000
Boston Children's Museum 300 Congress Street Boston,MA 02210	None	Public Charity	Unrestricted	65,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Boston Medical Center 715 Albany Street M-4th Floor Boston,MA 02118	None	Public Charity	Unrestricted	25,000
Boys And Girls Club Of Boston 50 Congress Street Suite 730 Boston,MA 02109	None	Public Charity	Unrestricted	351
Bridge House 260 Highland Street Plymouth,NH 03245	None	Public Charity	Unrestricted	5,000
Buckingham Browne & Nichols 80 Gerrys Landing Cambridge,MA 02138	None	Public Charity	Unrestricted	37,000
Career Collaborative 711 Atlantic Avenue suite B2 Boston,MA 02111	None	Public Charity	Unrestricted	5,000
Charles River Watershed 190 Park Road Weston,MA 02493	None	Public Charity	Unrestricted	1,000
Chocorua Chapel PO Box 356 Holderness,NH 03245	None	Public Charity	Unrestricted	1,000
Citizen Schools 308 Congress Street Boston,MA 02210	None	Public Charity	Unrestricted	50,000
City Year 287 Columbus Avenue Boston,MA 02116	None	Public Charity	Unrestricted	225,000
Community Music Center Of Boston 34 Warren Avenue Boston,MA 02116	None	Public Charity	Unrestricted	10,000
Community Servings 18 Marbury Terrace Jamiaca Plain,MA 02130	None	Public Charity	Unrestricted	10,000
Currier Art Gallery 150 Ash Street Manchester,NH 03104	None	Public Charity	Unrestricted	2,500
Cystic Fibrosis Foundation 6391 Arlington Road Bethesda,MD 20814	None	Public Charity	Unrestricted	1,000
Dana Farber-Jimmy Fund 44 Binney Street Boston,MA 02115	None	Public Charity	Unrestricted	500
Dwight Hall At Yale University 67 High Street New Haven,CT 06520	None	Public Charity	Unrestricted	500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Easter Seals 89 South Street Boston, MA 02111	None	Public Charity	Unrestricted	500
Edvestors 140 Clarendon Street Boston, MA 02116	None	Public Charity	Unrestricted	75,000
Emerald Necklace Conservancy 2 Brookline Place Brookline, MA 02445	None	Public Charity	Unrestricted	500
Facing History And Ourselves 16 Hurd Road Brookline, MA 02445	None	Public Charity	Unrestricted	5,000
Fairchild Tropical Botanical Gardens 10901 Old Cutler Road Coral Gables, FL 33156	None	Public Charity	Unrestricted	10,485
First Literacy 160 Boylston Street Boston, MA 02116	None	Public Charity	Unrestricted	500
French Library And Cultural Center 53 Marlborough St Boston, MA 02116	None	Public Charity	Unrestricted	1,500
Friends OfThe Children 555 Armory Street Boston, MA 02130	None	Public Charity	Unrestricted	5,000
Future Chefs 681 Main Street Suite 2-4 Waltham, MA 02451	None	Public Charity	Unrestricted	1,000
Generation Citizen 89 South Street 203 Boston, MA 02111	None	Public Charity	Unrestricted	2,500
Green Light Fund 2 Canal Park Cambridge, MA 02141	None	Public Charity	Unrestricted	16,000
Heading Home PO Box 390516 Cambridge, MA 02139	None	Public Charity	Unrestricted	7,500
Health Leads 2 Oliver Street 10th Floor Boston, MA 02109	None	Public Charity	Unrestricted	5,000
Hill House 127 Mt Vernon Street Boston, MA 02108	None	Public Charity	Unrestricted	500
Holderness Historical Society PO Box 319 Holderness, NH 03245	None	Public Charity	Unrestricted	275

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Name and address (home or business)				
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Holderness Library PO Box L Holderness,NH 03245	None	Public Charity	Unrestricted	500
Horizons For Homeless Children 90 Cushing Ave Dorchester, MA 02125	None	Public Charity	Unrestricted	15,000
Initiative For a Competitive Inner City 727 Atlantic Avenue Boston,MA 02111	None	Public Charity	Unrestricted	15,000
Inner-City Scholarship Fund 260 Franklin Street Boston,MA 02110	None	Public Charity	Unrestricted	12,000
Institute For Contemporary Art 100 Northern Avenue Boston,MA 02210	None	Public Charity	Unrestricted	4,325
Island Alliance 408 Atlantic Avenue Boston,MA 02110	None	Public Charity	Unrestricted	10,000
Keys Children's Foundation 24 Dockside Lane PMB 139 Key Largo,FL 33037	None	Public Charity	Unrestricted	500
Lakes Region Conservation Trust PO Box 1097 Meredith,NH 03253	None	Public Charity	Unrestricted	2,500
Light Boston 3 School Street Boston,MA 02108	None	Public Charity	Unrestricted	500
Loon Preservation Committee PO Box 604 Moultonborough,NH 03254	None	Public Charity	Unrestricted	6,000
Maspumelele Corporation PO Box 221 Center Harbor,NH 03226	None	Public Charity	Unrestricted	14,000
Massachusetts Audubon Society 208 South Great Road Lincoln,MA 01773	None	Public Charity	Unrestricted	5,000
Massachusetts General Hospital 165 Cambridge Street Boston,MA 02114	None	Public Charity	Unrestricted	10,000
Mayhew Program 293 West Shore Road Bristol,NH 03222	None	Public Charity	Unrestricted	5,500
Middlebury College Main Street Middlebury,VT 05753	None	Public Charity	Unrestricted	5,000

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Montana Land Reliance 324 Fuller Avenue POBox 355 Helena,MT 59624	None	Public Charity	Unrestricted	10,000
Mother Caroline Academy And Education Center 515 Blue Hill Avenue Dorchester,MA 02121	None	Public Charity	Unrestricted	10,000
Museum Of African American History 14 Beacon St Suite 719 Boston,MA 02108	None	Public Charity	Unrestricted	5,000
Museum Of Modern Art 11 West 53rd Street New York,NY 10019	None	Public Charity	Unrestricted	85
Neighborhood Association Of The Back Bay 337 Newbury Strret Boston,MA 02115	None	Public Charity	Unrestricted	500
New England Aquarium I Central Wharf Boston,MA 02110	None	Public Charity	Unrestricted	30,000
New Hampshire Center For Public Policy One Eagle Square Concord,NH 03301	None	Public Charity	Unrestricted	5,000
New Hampshire Charitable Foundation 37 Pleasant Street Concord,NH 03301	None	Public Charity	Unrestricted	5,000
New Hampshire Children's Trust Fund 95 North State Street Suite 3 Concord,NH 03301	None	Public Charity	Unrestricted	1,000
New Hampshire Lakes Association 3 Silk Farm Road Concord,NH 03301	None	Public Charity	Unrestricted	12,500
New Hampshire Public Radio 2 Pillsbury Street Concord,NH 03301	None	Public Charity	Unrestricted	5,000
New Hampshire Public Television 268 Mast Road Durham,NH 03824	None	Public Charity	Unrestricted	10,000
New Schools Fund 49 Stevenson Street 575 San Francisco,CA 94105	None	Public Charity	Unrestricted	62,500
Northern Forest Center PO Box 201 Concord,NH 03302	None	Public Charity	Unrestricted	10,000
Northfield Mount Hermon One Lamplighter Way Mount Hermon,MA 01354	None	Public Charity	Unrestricted	15,000

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Northwestern University 633 Clark Street Evanston,IL 60208	None	Public Charity	Unrestricted	100,000
Ocean Reef Cultural Center 200 Anchor Drive Key Largo,FL 33037	None	Public Charity	Unrestricted	4,000
Ocean Reef Fire Department 110 Anchor Drive Key Largo,FL 33037	None	Public Charity	Unrestricted	285
Ocean Reef Foundation 200 Anchor Drive Key Largo,FL 33037	None	Public Charity	Unrestricted	12,451
Old South Meeting House 310 Washington Street Boston,MA 02108	None	Public Charity	Unrestricted	500
ORCAT 97 S Harbor Drive Key Largo,FL 33037	None	Public Charity	Unrestricted	7,000
Parents Helping Parents 140 Clarendon Street Boston,MA 02116	None	Public Charity	Unrestricted	1,000
Peer Health Exchange 140 Clarendon Street Boston,MA 02116	None	Public Charity	Unrestricted	250,000
Pemi-Valley Habitat For Humanity PO Box 238 Plymouth,NH 03264	None	Public Charity	Unrestricted	5,000
Pine Street Inn 444 Harrison Avenue Boston,MA 02118	None	Public Charity	Unrestricted	10,000
Planned Parenthood Action Fund 434 West 33rd Street New York,NY 10001	None	Public Charity	Unrestricted	-15,000
Planned Parenthood League Of Massachusetts 1055 Commonwealth Ave Boston,MA 02115	None	Public Charity	Unrestricted	16,000
Planned Parenthood Of Northern New England 89 South Main Street West Lebanon,NH 03784	None	Public Charity	Unrestricted	15,000
Plymouth Area Community Closet 5 Main Street Plymouth,NH 03245	None	Public Charity	Unrestricted	500
Plymouth Congregational Church 4 Post Office Square Plymouth,NH 03264	None	Public Charity	Unrestricted	14,500

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Princeton University 701 Carnegie Center Princeton, NJ 08544	None	Public Charity	Unrestricted	55,000
Project Bread 145 Border Street East Boston, MA 02128	None	Public Charity	Unrestricted	10,000
Project Hope 255 Carter Hall Lane Millwood, VA 22646	None	Public Charity	Unrestricted	2,500
Room To Grow 142 Berkeley Street Boston, MA 02116	None	Public Charity	Unrestricted	7,500
Rosie's Place 889 Harrison Avenue Boston, MA 02118	None	Public Charity	Unrestricted	10,000
Roxbury Prep 206 Magnolia Street Dorchester, MA 02121	None	Public Charity	Unrestricted	25,000
Save The HarborSave The Bay 212 Northern Avenue Boston, MA 02210	None	Public Charity	Unrestricted	5,000
Seeing Eye The PO Box 375 Morristown, NJ 07963	None	Public Charity	Unrestricted	2,500
Share Our Strength 1730 M Street NW Washington, DC 20036	None	Public Charity	Unrestricted	1,000
Spaulding Youth Center PO Box 247 Tilton, NH 03279	None	Public Charity	Unrestricted	5,000
Speare Memorial Hospital 16 Hospital Road Plymouth, NH 03264	None	Public Charity	Unrestricted	2,000
Squam Lakes Association PO Box 204 Holderness, NH 03245	None	Public Charity	Unrestricted	7,500
Squam Lakes Conservation Society PO Box 696 Holderness, NH 03245	None	Public Charity	Unrestricted	5,500
Squam Lakes Natural Science Center 23 Science Center Road Holderness, NH 03245	None	Public Charity	Unrestricted	75,000
Squash Busters 795 Columbus Avenue Roxbury Crossing, MA 02120	None	Public Charity	Unrestricted	10,000

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St Jude Children's Research Hospital 332 N Lauderdale Memphis,TN 38105	None	Public Charity	Unrestricted	1,000
Steppingstone Foundation 155 Federal Street Boston,MA 02110	None	Public Charity	Unrestricted	10,000
Summer Scholars c/o Learning Project 107 Marlboroug Street Boston,MA 02116	None	Public Charity	Unrestricted	2,500
Summer Search 500 Armory Street Jamaica Plain,MA 02130	None	Public Charity	Unrestricted	2,500
Teach For America 60 Canal Street Boston,MA 02114	None	Public Charity	Unrestricted	50,000
Tenacity 367 Western Avenue Boston,MA 02135	None	Public Charity	Unrestricted	110,000
The Boston Foundation 75 Arlington Street 10th Floor Boston,MA 02116	None	Public Charity	Unrestricted	300,000
The Nature Conservancy 32 South Ewing Street Helena,MT 59601	None	Public Charity	Unrestricted	5,000
Thompson Island Outward Bound Education Center PO Box 127 Boston,MA 02127	None	Public Charity	Unrestricted	10,000
Trinity Boston Foundation 206 Clarendon Street Boston,MA 02116	None	Public Charity	Unrestricted	2,500
Trout Unlimited 1300 N 17th Street Sutie 500 Arlington,VA 22209	None	Public Charity	Unrestricted	1,000
UAspire 31 St James Ave Suite 520 Boston,MA 02116	None	Public Charity	Unrestricted	10,000
University of Southern California 700 Childs Way JHH 334 Los Angeles,CA 90089	None	Public Charity	Unrestricted	10,000
Wellesley Centers For Women 106 Central Street Wellesley,MA 02481	None	Public Charity	Unrestricted	500
Wrexham Foundation PO Box 1913 New Haven,CT 06509	None	Public Charity	Unrestricted	-1,000

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Yale University PO Box 2038 New Haven, CT 06520	None	Public Charity	Unrestricted	33,545
Year Up 93 summer St 5th Floor Boston, MA 02110	None	Public Charity	Unrestricted	50,000
Youth Tennis Foundation Of New England 110 Turnpike Road Westborough, MA 01581	None	Public Charity	Unrestricted	5,000
YWCA 140 Clarendon Street Boston, MA 02116	None	Public Charity	Unrestricted	5,000
Zoo New England One Franklin Park Road Boston, MA 02121	None	Public Charity	Unrestricted	1,000
MetroLacrosse 209 Green Street Jamaica Plain, MA 02130	None	Public Charity	Unrestricted	5,000
Containers 2 Clinics 1320 Centre Street Suite 202 Newton, MA 02459	None	Public Charity	Unrestricted	2,500
Design Museum 70 E India Row Boston, MA 02110	None	Public Charity	Unrestricted	500
Family Independence Initiative 1203 Preservation Park Way Oakland, CA 94612	None	Public Charity	Unrestricted	5,000
First Tees NYC 3545 Jerome Avenue Bronx, NY 10467	None	Public Charity	Unrestricted	500
Friends OfThe Dog Park 1280 Columbia Road Boston, MA 02127	None	Public Charity	Unrestricted	100
Granite United Way 22 Concord Street Manchester, NH 03101	None	Public Charity	Unrestricted	12,500
Higher Ground 384 Warren Street 3rd Floor Roxbury, MA 02119	None	Public Charity	Unrestricted	25,000
Holderness School Chapel Lane Plymouth, NH 03264	None	Public Charity	Unrestricted	20,000
Humane Society Of Greater Miami 16101 West Dixie Highway North Miami Beach, FL 33160	None	Public Charity	Unrestricted	1,000

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Kure It 2201 Dupont Drive 700 Irvine,CA 92612	None	Public Charity	Unrestricted	500
Nami Walks 529 Main Street Suite 1M17 Boston,MA 02129	None	Public Charity	Unrestricted	500
Network for Good 1140 Connecticut Avenue NW Suite 700 Washington,DC 20036	None	Public Charity	Unrestricted	250
New Hampshire Humane Society 1305 Meredith Center Road Laconia,NH 03246	None	Public Charity	Unrestricted	500
New Teacher Center 50 Milk Street 17th Floor Boston,MA 02109	None	Public Charity	Unrestricted	5,000
North Bennett Street School 150 North Street Boston,MA 02109	None	Public Charity	Unrestricted	25,000
Raising a Reader 9B Hamilton Place 3rd Floor Boston,MA 02108	None	Public Charity	Unrestricted	5,000
Right To Play 49 West 27th Street Suite 930 New York,NY 10001	None	Public Charity	Unrestricted	5,000
Sandy Hook Promise PO Box 3489 Newtown,CT 06470	None	Public Charity	Unrestricted	500
Single Stop USA 1825 Park Ave 503 New York,NY 10035	None	Public Charity	Unrestricted	5,000
Swim Across America One International Place Suite 4600 Boston,MA 02110	None	Public Charity	Unrestricted	100
Tanzanian Children's Fund 2 Atlantic Avenue 4th Floor Boston,MA 02110	None	Public Charity	Unrestricted	1,000
Wheelock College 200 Riverway Boston,MA 02215	None	Public Charity	Unrestricted	2,500
Youth Villages 400 West Cummings Park Suite 5200 Woburn,MA 01801	None	Public Charity	Unrestricted	5,000
Merrill Lynch PTP's - Flow through from Schedule K-1 222 Berkeley Street FL18 Boston,MA 02116	None	Public Charity	Unrestricted	80

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Q-BLK ENERGY PORTFOLIO - Flow through from Schedule K-1 222 Berkeley Street FL18 Boston,MA 02116	None	Public Charity	Unrestricted	8
WHITEHALL PARALLEL GLOBAL REAL ESTATE LP 2007 - Flow through from Schedule 222 Berkeley Street FL18 Boston,MA 02116	None	Public Charity	Unrestricted	4
HKL I LLC - Flow through from Schedule K-1 222 Berkeley Street FL18 Boston,MA 02116	None	Public Charity	Unrestricted	2
Total ▶ 3a				2,380,905

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
11 Other revenue					
a Merrill Lynch (Div Portf) Partnerships - Net gain (loss) under sec 1231	900000				
b Whitehall 2007 - Net gain (loss) under sec 1231	531390				
c Merrill Lynch (Div Portf) Partnerships - Ordinary Income	900000				
d Quellos Real Assets (E) - Ordinary Income	900000				
e Quellos Real Assets (T) - Ordinary Income	900000				
f HKL I LLC - Ordinary Income	900000				