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Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For calendar year **2013** or tax year beginning , **2013**, and ending , **20**

Name of foundation
JOHN BOLTEN CHARITABLE FOUNDATION 851848211

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
CHOATE HALL & STEWART PO BOX 961019

City or town, state or province, country, and ZIP or foreign postal code
BOSTON, MA 02196

A Employer identification number
04-2767454

B Telephone number (see instructions)
617-248-4760

C If exemption application is pending, check here

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

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

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

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

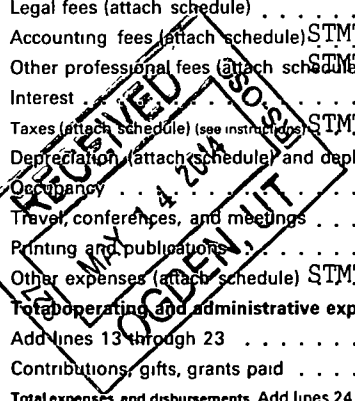
H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 3,024,430.**

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)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	71,161.	71,042.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	338,568.			
	b Gross sales price for all assets on line 6a	2,079,494.			
	7 Capital gain net income (from Part IV, line 2)		338,568.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	409,729.	409,610.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	118.	59.	NONE	59.
	c Other professional fees (attach schedule) STMT 3	40,538.	25,684.		14,854.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	2,711.	1,121.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 5	35.			35.
	24 Total operating and administrative expenses. Add lines 13 through 23	43,402.	26,864.	NONE	14,948.
	25 Contributions, gifts, grants paid	155,000.			155,000.
26 Total expenses and disbursements. Add lines 24 and 25	198,402.	26,864.	NONE	169,948.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	211,327.				
b Net investment income (if negative, enter -0-)		382,746.			
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	182,105.	117,851.	117,851.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10	a Investments - U S and state government obligations (attach schedule)	442,610.	49,216.	49,955.
		b Investments - corporate stock (attach schedule)	1,536,981.	2,309,253.	2,600,979.
		c Investments - corporate bonds (attach schedule)	344,428.	242,694.	255,645.
	11	Investments - land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule)				
14	Land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe ASSETS SOLD 2011, SETTLED 2012)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	2,506,124.	2,719,014.	3,024,430.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
23	Total liabilities (add lines 17 through 22)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	2,506,124.	2,719,014.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	2,506,124.	2,719,014.		
31	Total liabilities and net assets/fund balances (see instructions)	2,506,124.	2,719,014.		

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	2,506,124.
2	Enter amount from Part I, line 27a	2	211,327.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 9	3	2,444.
4	Add lines 1, 2, and 3	4	2,719,895.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 10	5	881.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,719,014.

Part IV Capital Gains and Losses for Tax on Investment Income

Table with columns (a) through (k) for publicly traded securities. Includes rows for gross sales price, depreciation, cost basis, gain/loss, and net capital gain/loss.

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 [X] No

Table for qualification under Section 4940(e) with columns (a) Base period years, (b) Adjusted qualifying distributions, (c) Net value of noncharitable-use assets, and (d) Distribution ratio. Includes rows for total, average ratio, net value, and final qualifying distributions.

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

Table with 11 rows for excise tax calculation. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', 'Credits/Payments', and 'Total credits and payments'. Total tax due is 2,867.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political influence, tax expenditures, and foundation status. Includes a 'Yes/No' column and a 'Refunded' column.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of CHOATE HALL & STEWART LLP Telephone no. (617) 248-4760
Located at TWO INTERNATIONAL PLACE, BOSTON, MA ZIP+4 02110
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year. 15
16 At any time during calendar year 2013, 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 No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

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.

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? X Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X 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 X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b X
Organizations relying on a current notice regarding disaster assistance check here
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 2013? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? 4b X

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

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

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

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

If "Yes" to 6b, file Form 8870.

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN BOLTEN JR C/O CHOATE LLP TWO INTL PL, BOSTON, MA 02110	TRUSTEE 2	-0-	-0-	-0-
JENNIFER C SNYDER C/O CHOATE LLP TWO INTL PL, BOSTON, MA 02110	TRUSTEE 2	-0-	-0-	-0-
A SILVANA GINER C/O CHOATE LLP TWO INTL PL, BOSTON, MA 02110	TRUSTEE 2	-0-	-0-	-0-

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

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

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,759,844.
b	Average of monthly cash balances	1b	93,421.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	2,853,265.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	2,853,265.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	42,799.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	2,810,466.
6	Minimum investment return. Enter 5% of line 5	6	140,523.

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	140,523.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,827.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,827.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	136,696.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	136,696.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	136,696.

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	169,948.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	169,948.
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	3,827.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	166,121.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				136,696.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			NONE	
b Total for prior years 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2013				
a From 2008	5,608.			
b From 2009	20,272.			
c From 2010	14,235.			
d From 2011	21,996.			
e From 2012	18,781.			
f Total of lines 3a through e	80,892.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>169,948.</u>				
a Applied to 2012, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				136,696.
e Remaining amount distributed out of corpus	33,252.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	114,144.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	5,608.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	108,536.			
10 Analysis of line 9:				
a Excess from 2009	20,272.			
b Excess from 2010	14,235.			
c Excess from 2011	21,996.			
d Excess from 2012	18,781.			
e Excess from 2013	33,252.			

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

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

Table with columns: Tax year (a) 2013, Prior 3 years (b) 2012, (c) 2011, (d) 2010, (e) Total. Rows include 85% of line 2a, Qualifying distributions from Part XII, line 4, and alternative tests (Assets, Endowment, Support).

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

a The name, address, and telephone number or e-mail address 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
HAGGAI INSTITUTE P O BOX 13 ATLANTA GA 30370	NONE	PUBLIC CHA	GENERAL FUND	45,000.
GOOD BOOK FOUNDATION 3328 ATDOANN DRIVE BIRMINGHAM AL 35226	NONE	PUBLIC CHA	GENERAL FUND	10,000.
LUIS PALAU EVANGELISTIC TEAM, INC P O BOX 50 PORTLAND OR 97207	NONE	PUBLIC CHA	GENERAL FUND	15,000.
STONY BROOK SCHOOL 1 CHAPMAN PARKWAY STONY BROOK NY 11790	NONE	PUBLIC CHA	GENERAL FUND	10,000.
VINE BRANCH, INC 4721 E 146TH STREET ARMEL IN 46033	NONE	PUBLIC CHA	GENERAL FUND	10,000.
SAMARITAN'S PURSE P O BOX 3000 BOONE NC 28607	NONE	PUBLIC CHA	GENERAL FUND	10,000.
GLOBAL ACTION 7356 ALLIVA PLACE CARLSBAD CA 92013	NONE	PUBLIC CHA	GENERAL FUND	25,000.
HAL LINDSEY MINISTRIES 23440 HAWTHORNE BLVD TORRANCE CA 90505	NONE	PUBLIC CHA	GENERAL FUND	10,000.
THE JOY OF MUSIC 1 GORHAM STREET WORCESTER MA 01605	NONE	PUBLIC CHA	GENERAL FUND	10,000.
MORIAH INTERNATIONAL BOX 1514 WINCHESTER VA 22604	NONE	PUBLIC CHA	GENERAL FUND	10,000.
Total				155,000.
b Approved for future payment				
Total				3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Other investment income, Gain or loss from sales, and Subtotal.

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

Line No. Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)

Table with 2 columns: Line No. and Explanatory text. The text area contains 'NOT APPLICABLE' centered across multiple rows.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	165.	165.
FOREIGN DIVIDENDS	11,493.	11,493.
NONDIVIDEND DISTRIBUTIONS	119.	
DOMESTIC DIVIDENDS	19,130.	19,130.
CORPORATE INTEREST	12,168.	12,168.
FOREIGN INTEREST	1,156.	1,156.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE INTEREST EXEMPT FROM STATE TAXATION)	8,326.	8,326.
U.S. GOVERNMENT INTEREST - FEDERAL & STATE	3,956.	3,956.
FEDERALLY TAXABLE MUNICIPAL INTEREST	1,125.	1,125.
NONQUALIFIED FOREIGN DIVIDENDS	1,153.	1,153.
NONQUALIFIED DOMESTIC DIVIDENDS	2,017.	2,017.
TOTAL	10,353.	10,353.
	71,161.	71,042.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEES	118.	59.		59.
TOTALS	118.	59.	NONE	59.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	28,538.	25,684.	2,854.
GRANT MAKING FEES	12,000.		12,000.
TOTALS	40,538.	25,684.	14,854.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	55.	55.
PRIOR YEAR FEDERAL TAX PAYMENT	630.	
FEDERAL ESTIMATES	960.	
FOREIGN TAXES ON QUALIFIED FOR	894.	894.
FOREIGN TAXES ON NONQUALIFIED	172.	172.
TOTALS	2,711.	1,121.

JOHN BOLTEN CHARITABLE FOUNDATION 851848211

04-2767454

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

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

MA FORM PC FILING FEE

35.

35.

TOTALS

35.

35.

JOHN BOLTEN CHARITABLE FOUNDATION 851848211

04-2767454

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

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV -----
SEE ATTACHED	49,216.	49,955.
TOTALS	49,216.	49,955.
	=====	=====

JOHN BOLTEN CHARITABLE FOUNDATION 851848211
FORM 990PF, PART II - CORPORATE STOCK
=====

04-2767454

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED	2,309,253.	2,600,979.
	-----	-----
TOTALS	2,309,253.	2,600,979.
	=====	=====

JOHN BOLTEN CHARITABLE FOUNDATION 851848211

04-2767454

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV -----
SEE ATTACHED	242,694.	255,645.
TOTALS	242,694.	255,645.
	=====	=====

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

=====

DESCRIPTION -----	AMOUNT -----
TAX PREP FEE PAID IN 2012, REFUNDED IN 2013	2,257.
DIVIDENDS PAID IN 2013, TAXED IN 2012	187.

TOTAL	2,444.
	=====

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

DESCRIPTION

AMOUNT

DESCRIPTION	AMOUNT
RETURN OF CAPITAL ADJUSTMENT	119.
DIVIDENDS PAID IN 2014, TAXED IN 2013	762.
TOTAL	881.



Investment Detail

851848211 | JOHN BOLTEN CHARITABLE FOUNDATION

02-Jan-2014 5 15 PM ET

Asset Types: Alternative, Cash, Cash & Equivalents, Equity, Fixed Income, Other

Data Current as of: 31-Dec-2013

SUMMARY

Asset Type	Market Value	Total Cost
Alternative	\$186,288.02	\$186,810.00
Cash	\$0.00	\$0.00
Cash & Equivalents	\$117,851.43	\$117,851.43
Equity	\$2,276,045.30	\$1,983,794.57
Fixed Income	\$278,930.00	\$266,673.60
Other	\$165,315.70	\$163,884.34
Totals	\$3,024,430.45	\$2,719,013.94

DETAIL

Asset Name	SEDOL	CUSIP Ticker	Quantity	Current Price	Date Priced	Market Value	Total Cost
Alternative							
CREDIT SUISSE COMM RET ST-I Ticker CRSOX Asset ID 22544R305	-	22544R305 CRSOX	10,639.4560	7.2300	31-Dec-2013	\$76,923.27	\$78,200.00
GATEWAY FUND Y Ticker GTEYX Asset ID 367829884	-	367829884 GTEYX	2,101.7700	28.9900	31-Dec-2013	\$60,930.31	\$59,375.00
MFS EMERGING MKTS DEBT FD I Ticker MEDIX Asset ID 55273E640	-	55273E640 MEDIX	3,335.7050	14.5200	31-Dec-2013	\$48,434.44	\$49,235.00
Subtotal						\$186,288.02	\$186,810.00
Cash							
CASH - INCOME	-	-	13,931.0100	1.0000		\$13,931.01	\$13,931.01
CASH - PRINCIPAL	-	-	(13,931.0100)	1.0000		(\$13,931.01)	(\$13,931.01)
Subtotal						\$0.00	\$0.00
Cash & Equivalents							
BLACKROCK LIQ FD FED TRST-IN Ticker TFFXX Asset ID 09248U874	-	09248U874 TFFXX	117,851.4300	100.0000%	31-Dec-2013	\$117,851.43	\$117,851.43
Subtotal						\$117,851.43	\$117,851.43
Equity							

Asset Name	SEDOL	CUSIP Ticker	Quantity	Current Price	Date Priced	Market Value	Total Cost
ABBOTT LABS Ticker ABT Asset ID 002824100	-	002824100 ABT	100 0000	38 3300	31-Dec-2013	\$3,833 00	\$2,249 42
AFLAC INC Ticker AFL Asset ID 001055102	-	001055102 AFL	300 0000	66 8000	31-Dec-2013	\$20,040 00	\$6,347 64
AMAZON COM INC Ticker AMZN Asset ID 023135106	-	023135106 AMZN	40 0000	398 7900	31-Dec-2013	\$15,951 60	\$4,859 09
AMERIPRISE FINANCIAL INC Ticker AMP Asset ID 03076C106	B0J7D57	03076C106 AMP	200 0000	115 0500	31-Dec-2013	\$23,010 00	\$11,311 14
AMGEN INC Ticker AMGN Asset ID 031162100	-	031162100 AMGN	100 0000	114 0800	31-Dec-2013	\$11,408 00	\$4,961 65
APPLE INC Ticker AAPL Asset ID 037833100	-	037833100 AAPL	30 0000	561 0200	31-Dec-2013	\$16,830 60	\$2,818 94
ARTISAN INTL VALUE FUND-INV Ticker ARTKX Asset ID 04314H881	-	04314H881 ARTKX	3,218 7700	36 7700	31-Dec-2013	\$118,354 17	\$82,127 46
BAKER HUGHES INC Ticker BHI Asset ID 057224107	-	057224107 BHI	100 0000	55 2600	31-Dec-2013	\$5,526 00	\$4,131 19
CAUSEWAY EMERGING MARKETS-IS Ticker CEMIX Asset ID 149498107	-	149498107 CEMIX	1,244 8130	11 6400	31-Dec-2013	\$14,489 62	\$15,000 00
CELGENE CORP Ticker CELG Asset ID 151020104	-	151020104 CELG	100 0000	168 9680	31-Dec-2013	\$16,896 80	\$5,000 64
CHESAPEAKE ENERGY CORP Ticker CHK Asset ID 165167107	-	165167107 CHK	400 0000	27 1400	31-Dec-2013	\$10,856 00	\$7,586 86
CHEVRON CORPORATION Ticker CVX Asset ID 166764100	-	166764100 CVX	100 0000	124 9100	31-Dec-2013	\$12,491 00	\$5,739 50
COLGATE PALMOLIVE CO Ticker CL Asset ID 194162103	-	194162103 CL	200 0000	65 2100	31-Dec-2013	\$13,042 00	\$8,265 93
COMCAST CORP- CL A Ticker CMCSA Asset ID 20030N101	-	20030N101 CMCSA	300 0000	51 9650	31-Dec-2013	\$15,589 50	\$4,323 00
CONCHO RESOURCES Ticker CXO Asset ID 20605P101	B1YWRK7	20605P101 CXO	50 0000	108 0000	31-Dec-2013	\$5,400 00	\$4,499 15
DIAGEO PLC SPONS ADR Ticker DEO Asset ID 25243Q205	2144724	25243Q205 DEO	60 0000	132 4200	31-Dec-2013	\$7,945 20	\$4,119 52
DISCOVERY COMMUNICATIONS CL A Ticker DISCA Asset ID 25470F104	B3D7K31	25470F104 DISCA	100 0000	90 4200	31-Dec-2013	\$9,042 00	\$3,991 00
EMERSON ELEC CO Ticker EMR Asset	-	291011104 EMR	100 0000	70 1800	31-Dec-2013	\$7,018 00	\$2,959 96

Asset Name	SEDOL	CUSIP Ticker	Quantity	Current Price	Date Priced	Market Value	Total Cost
ID 291011104 ENERGIZER HLDGS INC Ticker ENR Asset ID 29266R108		29266R108 ENR	100 0000	108 2400	31-Dec-2013	\$10,824 00	\$7,274 85
EXXONMOBIL CORP Ticker XOM Asset ID 30231G102		30231G102 XOM	100 0000	101 2000	31-Dec-2013	\$10,120 00	\$4,596 02
GENERAL ELECTRIC CORP Ticker GE Asset ID 369604103		369604103 GE	400 0000	28 0300	31-Dec-2013	\$11,212 00	\$5,564 50
GOLDMAN SACHS LOC EMG MK-I Ticker GIMDX Asset ID 38145N303		38145N303 GIMDX	4,576 1850	8 4700	31-Dec-2013	\$38,760 29	\$40,545 00
HARDING LOEVNER EMERGING MARKETS Ticker HLEMX Asset ID 412295305		412295305 HLEMX	1,651 6380	48 7700	31-Dec-2013	\$80,550 39	\$87,390 53
HOLOGIC INC Ticker HOLX Asset ID 436440101		436440101 HOLX	500 0000	22 3500	31-Dec-2013	\$11,175 00	\$6,156 71
HONEYWELL INTERNATIONAL INC Ticker HON Asset ID 438516106		438516106 HON	186 0000	91 3700	31-Dec-2013	\$16,994 82	\$8,937 80
INTEL CORP Ticker INTC Asset ID 458140100		458140100 INTC	300 0000	25 9550	31-Dec-2013	\$7,786 50	\$5,458 16
INTL BUSINESS MACHINES CORP Ticker IBM Asset ID 459200101		459200101 IBM	50 0000	187 5700	31-Dec-2013	\$9,378 50	\$4,254 34
ISHARES CORE S&P 500 ETF Ticker IVV Asset ID 464287200		464287200 IVV	800 0000	185 6500	31-Dec-2013	\$148,520 00	\$135,007 36
ISHARES CORE S&P SMALL-CAP ETF Ticker IJR Asset ID 464287804		464287804 IJR	325 0000	109 1300	31-Dec-2013	\$35,467 25	\$32,174 97
ISHARES MSCI USA MIN VOL ETF Ticker USMV Asset ID 46429B697		46429B697 USMV	970 0000	35 5000	31-Dec-2013	\$34,435 00	\$32,174 80
KROGER CO Ticker KR Asset ID 501044101		501044101 KR	400 0000	39 5300	31-Dec-2013	\$15,812 00	\$9,341 92
LAZARD EMERGING MARKETS EQUITY INST Ticker LZEMX Asset ID 52106N889	2236609	52106N889 LZEMX	753 0120	18 6700	31-Dec-2013	\$14,058 73	\$15,000 00
MCDONALDS CORP Ticker MCD Asset ID 580135101		580135101 MCD	100 0000	97 0300	31-Dec-2013	\$9,703 00	\$5,413 43
MFS INTL NEW DISCOVERY-I Ticker MWNIX		552981854 MWNIX	2,246 8270	29 1100	31-Dec-2013	\$65,405 13	\$63,720 00

Asset Name	SEDOL	CUSIP Ticker	Quantity	Current Price	Date Priced	Market Value	Total Cost
Asset ID 552981854 MFS INTL VALUE I Ticker MINIX Asset ID 55273E822	-	55273E822 MINIX	4,375 4770	35 1800	31-Dec-2013	\$153,929 28	\$149,160 00
MICROSOFT CORP Ticker MSFT Asset ID 594918104	-	594918104 MSFT	442 0000	37 4100	31-Dec-2013	\$16,535 22	\$9,930 35
MORGAN STANLEY INS FR EMG-I Ticker MFMIX Asset ID.61760X836	-	61760X836 MFMIX	3,267 0610	18 8600	31-Dec-2013	\$61,616 77	\$57,925 00
NATIONAL- OILWELL INC Ticker NOV Asset ID 637071101	-	637071101 NOV	100 0000	79 5300	31-Dec-2013	\$7,953 00	\$7,035 99
POWERSHARES BUYBACK ACHIEVERS Ticker PKW Asset ID 73935X286	-	73935X286 PKW	1,745 0000	43 0800	31-Dec-2013	\$75,174 60	\$68,089 90
POWERSHARES S&P EM-MK LOW VO Ticker EELV Asset ID 73937B662	-	73937B662 EELV	2,565 0000	27 7400	31-Dec-2013	\$71,153 10	\$73,322 07
POWERSHARES S&P INT DEV LOW Ticker IDLV Asset ID 73937B688	-	73937B688 IDLV	4,390 0000	31 5200	31-Dec-2013	\$138,372 80	\$134,501 26
PROCTER & GAMBLE CO Ticker PG Asset ID 742718109	-	742718109 PG	100 0000	81 4100	31-Dec-2013	\$8,141 00	\$5,165 20
QUALCOMM INC Ticker QCOM Asset ID 747525103	-	747525103 QCOM	210 0000	74 2500	31-Dec-2013	\$15,592 50	\$8,094 74
SKYWORKS SOLUTIONS INC Ticker SWKS Asset ID 83088M102	-	83088M102 SWKS	400 0000	28 5600	31-Dec-2013	\$11,424 00	\$6,178 11
SPDR S&P MIDCAP 400 ETF TRUST Ticker MDY Asset ID 78467Y107	-	78467Y107 MDY	270 0000	244 2000	31-Dec-2013	\$65,934 00	\$61,002 99
TEMPLETON FRONTIER MARKET-AD Ticker FFRZX Asset ID 88019R641	-	88019R641 FFRZX	3,256 0430	18 2800	31-Dec-2013	\$59,520 47	\$57,925 00
TEMPLETON INST FOREIGN SM CO Ticker TFSCX Asset ID 880210877	-	880210877 TFSCX	2,945 9090	21 9600	31-Dec-2013	\$64,692 16	\$63,720 00
TEVA PHARMACEUTICAL INDS SPONS ADR Ticker TEVA Asset ID 881624209	-	881624209 TEVA	200 0000	40 0800	31-Dec-2013	\$8,016 00	\$6,332 04
THE MOSAIC COMPANY Ticker MOS Asset ID 61945C103	B3NPHP6	61945C103 MOS	100 0000	47 2700	31-Dec-2013	\$4,727 00	\$4,778 45
UNITED TECHNOLOGIES CORP Ticker:UTX Asset	-	913017109 UTX	100 0000	113 8000	31-Dec-2013	\$11,380 00	\$4,301 00

Asset Name	SEDOL	CUSIP Ticker	Quantity	Current Price	Date Priced	Market Value	Total Cost
ID 913017109 VANGUARD DIVIDEND APPREC ETF Ticker VIG Asset ID 921908844	-	921908844 VIG	1,225 0000	75 2400	31-Dec-2013	\$92,169 00	\$85,062 78
VANGUARD FTSE DEVELOPED MARKETS ETF Ticker VEA Asset ID 921943858	-	921943858 VEA	9,485 0000	41 6800	31-Dec-2013	\$395,334 80	\$376,553 55
VANGUARD FTSE EMERGING MARKETS ETF Ticker VWO Asset ID 922042858	-	922042858 VWO	2,830 0000	41 1400	31-Dec-2013	\$116,426 20	\$118,293 43
VERIZON COMMUNICATIONS Ticker VZ Asset ID 92343V104	-	92343V104 VZ	200 0000	49 1400	31-Dec-2013	\$9,828 00	\$5,161 88
WISDOMTREE EMERGING MKTS S/C DIV FD Ticker DGS Asset ID 97717W281	-	97717W281 DGS	670 0000	46 0900	31-Dec-2013	\$30,880 30	\$32,450 85
ZIMMER HLDGS INC Ticker ZMH Asset ID 98956P102	-	98956P102 ZMH	100 0000	93 1900	31-Dec-2013	\$9,319 00	\$5,507 50
Subtotal						\$2,276,045.30	\$1,983,794.57
Fixed Income							
BANK OF AMERICA CORP 5 125% 11/15/14 Asset ID 060505AU8	-	060505AU8	50,000 0000	103 6080%	31-Dec-2013	\$51,804 00	\$50,650 00
CATERPILLAR INC 5 700% 8/15/16 Asset ID 149123BM2	-	149123BM2	50,000 0000	111 4890%	31-Dec-2013	\$55,744 50	\$52,720 00
COMCAST CORP 5 875% 2/15/18 Asset ID 20030NAR2	-	20030NAR2	25,000 0000	114 6990%	31-Dec-2013	\$28,674 75	\$26,935 00
NORTH CAROLINA TPK 5 125% 1/01/20 Asset ID 65830TAD7	-	65830TAD7	45,000 0000	111 0100%	31-Dec-2013	\$49,954 50	\$49,216 05
ORACLE CORP 5 250% 1/15/16 Asset ID 68402LAC8	B16ZRK4	68402LAC8	35,000 0000	109 1600%	31-Dec-2013	\$38,206 00	\$35,662 55
SHERWIN- WILLIAMS CO 3 125% 12/15/14 Asset ID 824348AN6	-	824348AN6	25,000 0000	102 4040%	31-Dec-2013	\$25,601 00	\$25,325 75
SIMON PROP GP 6 125% 5/30/18 Asset ID 828807BZ9	B2RJJ51	828807BZ9	25,000 0000	115 7810%	31-Dec-2013	\$28,945 25	\$26,164 25
Subtotal						\$278,930.00	\$266,673.60
Other							
AEGON N V 4 625% 12/01/15 Asset ID 007924AH6	B4PTYT1	007924AH6	25,000 0000	106 6790%	31-Dec-2013	\$26,669 75	\$25,236 00

Asset Name	SEDOL	CUSIP Ticker	Quantity	Current Price	Date Priced	Market Value	Total Cost
RIDGEWORTH SEIX FLOATING-I Ticker SAMBX Asset ID 76628T678	-	76628T678 SAMBX	6,436 1110	9 0600	31-Dec-2013	\$58,311 17	\$57,925 00
VANGUARD TOTAL INTERNATIONAL Ticker BNDX Asset ID 92203J407	-	92203J407 BNDX	1,619 0000	49 6200	31-Dec-2013	\$80,334 78	\$80,723 34
Subtotal						\$165,315.70	\$163,884.34