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Form 990-PF

## Return of Private Foundation

OMB No 1545-0052

Department of the Treasury  
Internal Revenue Service

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

2013

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► Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf)

Open to Public Inspection

For calendar year 2013 or tax year beginning

, 2013, and ending

, 2013

Name of foundation

S ELIZABETH O'BRIEN TRUST

POSTMARK

RECEIVED

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

Room/suite

P O BOX 1802

APR 21 '14

APR 23 '14

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

PROVIDENCE, RI 02901-1802

CINCINNATI  
SERVICE CENTER

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) ► \$ 8,842,384.   
 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 checked="" type="checkbox"/> if the foundation is not required to attach Sch. B 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 5,136,939. 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain 9 Income modifications 10a Gross sales less returns and allowances b Less: Cost of goods sold c Gross profit or (loss) (attach schedule) 11 Other income (attach schedule) 12 Total. Add lines 1 through 11		207,666.	200,843.	STMT 1
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 3 c Other professional fees (attach schedule) STMT 4 17 Interest 18 Taxes (attach schedule) (see instructions) STMT 5 19 Depreciation (attach schedule) and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses (attach schedule) STMT 6 24 Total operating and administrative expenses. Add lines 13 through 23 25 Contributions, gifts, grants paid 26 Total expenses and disbursements Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)	84,565. 1,250. 39,461. 22,852. 5,270. 70. 148,198. 318,000. 466,198. -153,674.	50,739. NONE 15,784. 5,270. 3,456. 59,465. NONE 318,000. 59,465. 246,422.		33,826. 1,250. 15,784. 70. 50,930. 318,000. 368,930.

	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
<b>Assets</b>				
1	Cash - non-interest-bearing . . . . .		<b>NONE</b>	
2	Savings and temporary cash investments . . . . .	<b>401,742.</b>	<b>120,350.</b>	<b>120,350.</b>
3	Accounts receivable ►		<b>NONE</b>	
	Less: allowance for doubtful accounts ►			
4	Pledges receivable ►		<b>NONE</b>	
	Less: allowance for doubtful accounts ►			
5	Grants receivable . . . . .		<b>NONE</b>	
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .		<b>NONE</b>	
7	Other notes and loans receivable (attach schedule) ►			
	Less: allowance for doubtful accounts ►			
8	Inventories for sale or use . . . . .		<b>NONE</b>	
9	Prepaid expenses and deferred charges . . . . .		<b>NONE</b>	
10 a	Investments - U.S. and state government obligations (attach schedule) . . . . .		<b>NONE</b>	
b	Investments - corporate stock (attach schedule) . . . . .	<b>STMT 7.</b>	<b>7,665,983.</b>	<b>8,373,058.</b>
c	Investments - corporate bonds (attach schedule) . . . . .		<b>NONE</b>	
11	Investments - land, buildings, and equipment basis ►			
	Less: accumulated depreciation ► (attach schedule)			
12	Investments - mortgage loans . . . . .		<b>NONE</b>	
13	Investments - other (attach schedule) . . . . .	<b>STMT 8.</b>	<b>126,268.</b>	<b>355,776.</b>
14	Land, buildings, and equipment basis ►		<b>NONE</b>	
	Less: accumulated depreciation ► (attach schedule)			
15	Other assets (describe ►) . . . . .		<b>NONE</b>	
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	<b>8,312,776.</b>	<b>8,142,109.</b>	<b>8,842,384.</b>
<b>Liabilities</b>				
17	Accounts payable and accrued expenses . . . . .		<b>NONE</b>	
18	Grants payable . . . . .		<b>NONE</b>	
19	Deferred revenue . . . . .		<b>NONE</b>	
20	Loans from officers, directors, trustees, and other disqualified persons . . . . .		<b>NONE</b>	
21	Mortgages and other notes payable (attach schedule) . . . . .		<b>NONE</b>	
22	Other liabilities (describe ►) . . . . .		<b>NONE</b>	
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		<b>NONE</b>	
<b>Net Assets or Fund Balances</b>				
24	Unrestricted . . . . .			
25	Temporarily restricted . . . . .			
26	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/></b> check here and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds . . . . .	<b>8,312,776.</b>	<b>8,142,109.</b>	
28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
29	Retained earnings, accumulated income, endowment, or other funds . . . . .			
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	<b>8,312,776.</b>	<b>8,142,109.</b>	
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	<b>8,312,776.</b>	<b>8,142,109.</b>	

**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) . . . . .	<b>1</b>	<b>8,312,776.</b>
2	Enter amount from Part I, line 27a . . . . .	<b>2</b>	<b>-153,674.</b>
3	Other increases not included in line 2 (itemize) ► RECOVERIES	<b>3</b>	<b>627.</b>
4	Add lines 1, 2, and 3 . . . . .	<b>4</b>	<b>8,159,729.</b>
5	Decreases not included in line 2 (itemize) ► SEE STATEMENT 9	<b>5</b>	<b>17,620.</b>
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .</b>	<b>6</b>	<b>8,142,109.</b>

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a PUBLICLY TRADED SECURITIES</b>					
<b>b OTHER GAINS AND LOSSES</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b> 2,859,354.		2,867,469.	-8,115.		
<b>b</b> 2,277,585.		2,162,983.	114,602.		
<b>c</b>					
<b>d</b>					
<b>e</b>					
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			
<b>a</b>			-8,115.		
<b>b</b>			114,602.		
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> 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 }		<b>2</b>	106,487.	
<b>3</b> 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 . . . . .			<b>3</b>		

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

**1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.**

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	276,532.	8,165,127.	0.033867
2011	180,732.	4,665,421.	0.038739
2010	165,963.	3,777,099.	0.043939
2009	183,751.	3,391,915.	0.054173
2008	200,648.	3,976,993.	0.050452

<b>2</b> Total of line 1, column (d) . . . . .	<b>2</b>	0.221170
<b>3</b> 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 . . . . .	<b>3</b>	0.044234
<b>4</b> Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 . . . . .	<b>4</b>	8,595,095.
<b>5</b> Multiply line 4 by line 3 . . . . .	<b>5</b>	380,195.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) . . . . .	<b>6</b>	2,464.
<b>7</b> Add lines 5 and 6 . . . . .	<b>7</b>	382,659.
<b>8</b> Enter qualifying distributions from Part XII, line 4 . . . . .	<b>8</b>	368,930.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1. . . . .	Date of ruling or determination letter. _____ (attach copy of letter if necessary - see instructions)	1	4,928.
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		
3	Add lines 1 and 2 . . . . .	3	4,928.	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	5	4,928.	
6	<b>Credits/Payments:</b>			
a	2013 estimated tax payments and 2012 overpayment credited to 2013 . . . . .	6a	14,668.	
b	Exempt foreign organizations - tax withheld at source . . . . .	6b	NONE	
c	Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	NONE	
d	Backup withholding erroneously withheld . . . . .	6d		
7	Total credits and payments. Add lines 6a through 6d . . . . .	7	14,668.	
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9		
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	9,740.	
11	Enter the amount of line 10 to be: <b>Credited to 2014 estimated tax</b> ► 4,928. <b>Refunded</b> ► 4,812.	11	4,812.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8b	X	
9		X
10		X

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? . . . . .

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . .

*If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*

1c Did the foundation file Form 1120-POL for this year? . . . . .

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year.

(1) On the foundation. ► \$ \_\_\_\_\_ (2) On foundation managers ► \$ \_\_\_\_\_

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ \_\_\_\_\_

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*

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* . . . . .

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .

b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .

*If "Yes," attach the statement required by General Instruction T.*

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? . . . . .

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*

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.* . . . . .

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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV.* . . . . .

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* . . . . .

**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 ► <u>N/A</u>			
14	The books are in care of ► <u>US TRUST FIDUCIARY TAX SERVICES</u> Telephone no. ► <u>(888) 866-3275</u> Located at ► <u>P.O. BOX 1802, PROVIDENCE, RI</u> ZIP+4 ► <u>02901-1802</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . ► <u>15</u> and enter the amount of tax-exempt interest received or accrued during the year . . . . .		X
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? . . . . . See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes No X X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . . Organizations relying on a current notice regarding disaster assistance check here . . . . . ► <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? . . . . . If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) . . . . .	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 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)? . . . . .

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? . . . . . 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? . . . . .

5b

6b

X

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
BANK OF AMERICA, N.A. 100 FEDERAL STREET, BOSTON, MA 02110	TRUSTEE 1	84,565.	-0-	-0-
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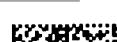
**2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."**

(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		-0-	-0-	-0-
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Total number of other employees paid over \$50,000 . . . . . ►

NONE

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**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
<b>NONE</b>		<b>NONE</b>
<b>Total number of others receiving over \$50,000 for professional services . . . . . ►</b>		<b>NONE</b>

**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

<b>1</b> <b>NONE</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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

<b>1</b> <b>NONE</b>	
<b>2</b>	
All other program-related investments. See instructions	
<b>3</b> <b>NONE</b>	
<b>Total. Add lines 1 through 3 . . . . . ►</b>	


**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 8,436,472.
b	Average of monthly cash balances . . . . .	1b 289,513.
c	Fair market value of all other assets (see instructions) . . . . .	1c NONE
d	<b>Total</b> (add lines 1a, b, and c) . . . . .	1d 8,725,985.
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 8,725,985.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) . . . . .	4 130,890.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	5 8,595,095.
6	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	6 429,755.

**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 . . . . .	1 429,755.
2a	Tax on investment income for 2013 from Part VI, line 5 . . . . .	2a 4,928.
b	Income tax for 2013. (This does not include the tax from Part VI.) . . . . .	2b
c	Add lines 2a and 2b . . . . .	2c 4,928.
3	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	3 424,827.
4	Recoveries of amounts treated as qualifying distributions . . . . .	4 627.
5	Add lines 3 and 4 . . . . .	5 425,454.
6	Deduction from distributable amount (see instructions) . . . . .	6 NONE
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	7 425,454.

**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 368,930.
b	Program-related investments - total from Part IX-B . . . . .	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	2 NONE
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required) . . . . .	3a NONE
b	Cash distribution test (attach the required schedule) . . . . .	3b NONE
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	4 368,930.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) . . . . .	5 N/A
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	6 368,930.

**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 . . . . .				425,454.
2 Undistributed income, if any, as of the end of 2013.			313,502.	
a Enter amount for 2012 only . . . . .		NONE		
b Total for prior years 20____,20____,20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008 . . . . .	NONE			
b From 2009 . . . . .	NONE			
c From 2010 . . . . .	NONE			
d From 2011 . . . . .	NONE			
e From 2012 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 368,930.			313,502.	
a Applied to 2012, but not more than line 2a . . . . .				
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 . . . . .				55,428.
e Remaining amount distributed out of corpus . . . . .	NONE			
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	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 . . . . .				370,026.
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) . . . . .	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
10 Analysis of line 9				
a Excess from 2009 . . . . .	NONE			
b Excess from 2010 . . . . .	NONE			
c Excess from 2011 . . . . .	NONE			
d Excess from 2012 . . . . .	NONE			
e Excess from 2013 . . . . .	NONE			

**Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)****NOT APPLICABLE**

**a** 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 . . . . .	Prior 3 years				(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
<b>b</b> 85% of line 2a . . . . .						
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed .						
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .						
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .						
<b>3</b> Complete 3a, b, or c for the alternative test relied upon						
<b>a</b> "Assets" alternative test - enter						
(1) Value of all assets . . . . .						
(2) Value of assets qualifying under section 4942(j)(3)(B)(i), . . . . .						
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .						
<b>c</b> "Support" alternative test - enter						
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties). . . . .						
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .						
(3) Largest amount of support from an exempt organization. . . . .						
(4) Gross investment income .						

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

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

NONE

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

NONE

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

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

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

N/A

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

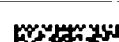
www.benkofchar.org.com / grantmaking

**c** Any submission deadlines:

N/A

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

N/A

**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
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b>				
SEE STATEMENT 16				318,000.
<b>Total</b>			► 3a	318,000.
<b>b Approved for future payment</b>				
<b>Total</b>			► 3b	

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

**1 Program service revenue:**

- a \_\_\_\_\_
- b \_\_\_\_\_
- c \_\_\_\_\_
- d \_\_\_\_\_
- e \_\_\_\_\_
- f \_\_\_\_\_

g Fees and contracts from government agencies

**2 Membership dues and assessments****3 Interest on savings and temporary cash investments****4 Dividends and interest from securities****5 Net rental income or (loss) from real estate:**

- a Debt-financed property
- b Not debt-financed property

**6 Net rental income or (loss) from personal property****7 Other investment income****8 Gain or (loss) from sales of assets other than inventory****9 Net income or (loss) from special events****10 Gross profit or (loss) from sales of inventory****11 Other revenue:**

- a \_\_\_\_\_
- b OTHER INCOME
- c \_\_\_\_\_
- d \_\_\_\_\_
- e \_\_\_\_\_

**12 Subtotal. Add columns (b), (d), and (e)****13 Total. Add line 12, columns (b), (d), and (e)**

(See worksheet in line 13 instructions to verify calculations.)

**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.)

NOT APPLICABLE





**Schedule B**  
 (Form 990, 990-EZ,  
 or 990-PF)

Department of the Treasury  
 Internal Revenue Service

**Schedule of Contributors**

OMB No. 1545-0047

**2013**

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

► Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990)

Name of the organization

Employer identification number

S ELIZABETH O'BRIEN TRUST

04-6467934

Organization type (check one):

Filers of:

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 33 1/3 % 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 its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	3,268.	3,268.
FOREIGN DIVIDENDS	32,482.	32,482.
NONDIVIDEND DISTRIBUTIONS	6,823.	
DOMESTIC DIVIDENDS	54,761.	54,761.
OTHER INTEREST	17,915.	17,915.
FOREIGN INTEREST	674.	674.
U. S. GOVERNMENT INTEREST (FEDERAL TAXABLE	1,660.	1,660.
US GOVERNMENT INTEREST REPORTED AS QUALI	1,161.	1,161.
NONQUALIFIED FOREIGN DIVIDENDS	10,326.	10,326.
NONQUALIFIED DOMESTIC DIVIDENDS	78,596.	78,596.
TOTAL	207,666.	200,843.

## FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME PARTNERSHIP INCOME	- 1,629.	- 1,629. 186.
TOTALS	- 1,629.	- 1,443.



## FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE - BOA	1,250.			1,250.
TOTALS	1,250.	NONE	NONE	1,250.



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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
GRANTMAKING FEES - BOA	21,461.	8,584.
OTHER PROFESSIONAL FEES - CHAR	18,000.	7,200.
TOTALS	39,461.	15,784.



## FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	3,666.	3,666.
EXCISE TAX - PRIOR YEAR	2,914.	
EXCISE TAX ESTIMATES	14,668.	
FOREIGN TAXES ON QUALIFIED FOR	993.	993.
FOREIGN TAXES ON NONQUALIFIED	611.	611.
TOTALS	22,852.	5,270.

XXXXXX

## FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER CHARITABLE EXPENSES PARTNERSHIP EXPENSES	70.	3,456.	70.
TOTALS	70.	3,456.	70.



## FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
464287507 ISHARES CORE S&P MID	165,382.	218,734.	284,346.
464287614 ISHARES RUSSELL 1000	733,439.		
464287655 ISHARES RUSSELL 2000	166,464.	133,710.	192,305.
921943858 VANGUARD FTSE DEVELO	124,487.	319,833.	365,158.
922042858 VANGUARD FTSE EMERGI	290,710.	310,164.	314,680.
693390700 PIMCO TOTAL RETURN F	229,076.		
693390841 PIMCO HIGH YIELD FD	478,193.	86,453.	89,818.
722005667 PIMCO COMMODITY REAL	549,219.		
592905509 METRO WEST T/R BD CL	798,017.		
202671913 AGGREGATE BOND CTF	1,394,169.	734,650.	716,647.
207543877 SMALL CAP GROWTH LEA	124,898.	142,075.	179,761.
29099J109 EMERGING MARKETS STO	292,575.	299,548.	315,731.
302993993 MID CAP VALUE CTF	293,089.	309,264.	367,013.
303995997 SMALL CAP VALUE CTF	124,339.	161,641.	198,280.
323991307 MID CAP GROWTH CTF	204,168.	321,076.	363,976.
45399C107 DIVIDEND INCOME COMM	703,837.	763,487.	893,419.
992466163 HIGH QUALITY CORE CO	332,302.	397,528.	450,740.
992466197 INTERNATIONAL FOCUSE	364,682.	835,872.	941,295.
992466247 REIT COMMON TRUST FU	415,720.		
922908553 VANGUARD REIT ETF		652,544.	614,611.
466001864 IVY ASSET STRATEGY F		299,006.	344,342.
714199106 PERMANENT PORTFOLIO		213,533.	199,929.
72200Q182 PIMCO ALL ASSET ALL		598,006.	579,849.
992501647 STRATEGIC GROWTH COM		868,859.	961,158.
TOTALS	7,784,766.	7,665,983.	8,373,058.

## FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
73935S105 POWERSHARES DB COMMO	C	126,268.	355,776.	348,976.
TOTALS		126,268.	355,776.	348,976.



S ELIZABETH O'BRIEN TRUST

04-6467934

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

DESCRIPTION	AMOUNT
-----	-----
CTF ADJUSTMENT	3,836.
TYE INCOME ADJUSTMENT	13,784.
-----	-----
TOTAL	17,620.
=====	=====

S ELIZABETH O'BRIEN TRUST  
Schedule D Detail of Short-term Capital Gains and Losses

04-6467934

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
<b>OTHER GAINS AND LOSSES</b>					
9750.192 AGGREGATE BOND CTF	09/14/2012	07/12/2013	160,644.00	165,791.00	-5,147.00
4938.245 AGGREGATE BOND CTF	09/14/2012	07/12/2013	81,363.00	83,969.00	-2,606.00
28394.42 AGGREGATE BOND CTF	09/30/2012	07/12/2013	467,826.00	485,727.00	-17,901.00
6284.285 AGGREGATE BOND CTF	11/09/2012	07/12/2013	103,540.00	107,475.00	-3,935.00
470.808 SMALL CAP VALUE CTF	11/09/2012	10/25/2013	10,853.00	8,616.00	2,237.00
1468.25 MID CAP GROWTH CTF	11/09/2012	10/25/2013	35,729.00	28,705.00	7,024.00
10935. POWERSHARES DB COMMODITY TRACKING	02/22/2013	09/30/2013	281,366.00	281,301.00	65.00
522. POWERSHARES DB COMMODITY TRACKING	07/12/2013	09/30/2013	13,431.00	12,687.00	744.00
6634.202 REIT COMMON TRUST FUND	01/31/2013	02/22/2013	70,284.00	69,309.00	975.00
41712.523 REIT COMMON TRUST FUND	10/12/2012	02/22/2013	441,911.00	414,989.00	26,922.00
<b>TOTAL OTHER GAINS AND LOSSES</b>					
			1,666,947.001	1,658,569.00	8,378.00
<b>Totals</b>					
					1,666,947.001
					1,658,569.00
					8,378.00

S ELIZABETH O'BRIEN TRUST  
Schedule D Detail of Long-term Capital Gains and Losses

04-6467934

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
<b>OTHER GAINS AND LOSSES</b>					
1532.475 SMALL CAP GROWTH LEADERS CTF	09/14/2012	10/25/2013	31,786.00	25,228.00	6,558.00
2889. EMERGING MARKETS STOCK COMMON TRUST FUND	09/14/2012	11/30/2013	137,642.00	128,551.00	9,091.00
4044.067 MID CAP VALUE CTF	04/20/2012	07/12/2013	96,593.00	82,370.00	14,223.00
1684.829 DIVIDEND INCOME COMMON TRUST FUND	10/12/2012	11/30/2013	77,807.00	65,687.00	12,120.00
4445. POWERSHARES DB COMMODITY TRUST FUND	09/25/2012	09/30/2013	114,373.00	118,022.00	-3,649.00
8176.547 HIGH QUALITY CORE COMMON	10/12/2012	11/30/2013	100,229.00	84,556.00	15,673.00
<b>TOTAL OTHER GAINS AND LOSSES</b>			<b>558,430.00</b>	<b>504,414.00</b>	<b>54,016.00</b>
<b>Totals</b>			<b>558,430.00</b>	<b>504,414.00</b>	<b>54,016.00</b>



S ELIZABETH O'BRIEN TRUST

04-6467934

## GAINS AND LOSSES FROM PASS-THRU ENTITIES

=====

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS  
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	6,330.00
	-----
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)	6,330.00
	=====

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS  
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	72,342.00
PARTNERSHIPS, TRUSTS, S CORPORATIONS	-26,464.00
	-----
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)	45,878.00
	=====

STATEMENT 12

S ELIZABETH O'BRIEN TRUST  
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID  
=====

RECIPIENT NAME:  
MASSACHUSETTS EYE  
& EAR INFIRMARY

ADDRESS:  
243 CHARLES STREET  
BOSTON, MA 02114

RELATIONSHIP:  
N/A

PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:  
PC

AMOUNT OF GRANT PAID ..... 25,000.

RECIPIENT NAME:  
MASS GENERAL HOSPITAL

ADDRESS:  
55 FRUIT STREET  
BOSTON, MA 02114

RELATIONSHIP:  
N/A

PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:  
PC

AMOUNT OF GRANT PAID ..... 49,000.

RECIPIENT NAME:  
DANA FARBER CANCER  
INSTITUTE

ADDRESS:  
44 BINNEY STREET  
BOSTON, MA 02215

RELATIONSHIP:  
N/A

PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:  
PC

AMOUNT OF GRANT PAID ..... 75,000.

S ELIZABETH O'BRIEN TRUST  
 FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID  
 =====

04-6467934

RECIPIENT NAME:  
 CARROLL CENTER FOR THE  
 BLIND  
 ADDRESS:  
 770 CENTRE ST  
 NEWTON, MA 02458  
 RELATIONSHIP:  
 N/A  
 PURPOSE OF GRANT:  
 UNRESTRICTED GENERAL SUPPORT  
 FOUNDATION STATUS OF RECIPIENT:  
 PC  
 AMOUNT OF GRANT PAID ..... 25,000.

RECIPIENT NAME:  
 FAMILY REACH FOUNDATION  
 ADDRESS:  
 2001 ROUTE 46  
 PARSIPPANY, NJ 07054  
 RELATIONSHIP:  
 N/A  
 PURPOSE OF GRANT:  
 UNRESTRICTED GENERAL SUPPORT  
 FOUNDATION STATUS OF RECIPIENT:  
 PC  
 AMOUNT OF GRANT PAID ..... 25,000.

RECIPIENT NAME:  
 PRES & FELLOW OF HARVARD COLLEGE  
 RELATIONSHIP:  
 N/A  
 PURPOSE OF GRANT:  
 UNRESTRICTED GENERAL SUPPORT  
 FOUNDATION STATUS OF RECIPIENT:  
 PC  
 AMOUNT OF GRANT PAID ..... 24,500.

S ELIZABETH O'BRIEN TRUST  
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID  
=====

RECIPIENT NAME:  
PERKINS SCHOOL FOR THE BLIND  
ADDRESS:  
175 NORTH BEACON STREET  
Watertown, MA 02472  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
NEW ENGLAND EYE INSTITUTE  
ADDRESS:  
930 COMMONWEALTH AVE  
BOSTON, MA 02215  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 25,000.

RECIPIENT NAME:  
HARVARD UNIVERSITY  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 24,500.

XXXXXX

S ELIZABETH O'BRIEN TRUST  
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID  
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04-6467934

RECIPIENT NAME:  
BOSTON MEDICAL CENTER

ADDRESS:  
840 HARRISON AVE  
BOSTON, MA 02118

RELATIONSHIP:  
N/A

PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 25,000.

RECIPIENT NAME:  
HEALTH RESOURCES IN ACTION

ADDRESS:  
95 BERKELEY STREET  
BOSTON, MA 02116

RELATIONSHIP:  
N/A

PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 10,000.

TOTAL GRANTS PAID: 318,000.  
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FEDERAL FOOTNOTES  
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THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.