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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.

2013

For calendar year 2013 or tax year beginning

, and ending

Name of foundation		A Employer identification number			
DAVID P. WHEATLAND CHARITABLE TRUST		04-6744379			
Number and street (or P O box number if mail is not delivered to street address)		Room/suite			
C/O ACADIA MGMT, 111 DEVONSHIRE ST.		620			
City or town, state or province, country, and ZIP or foreign postal code					
BOSTON, MA 02109					
G Check all that apply.					
<input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change					
H Check type of organization:					
<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation					
I Fair market value of all assets at end of year (from Part II, col (c), line 16)	J Accounting method:	<input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			
► \$ 10,431,396.	(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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		129.	129.		Statement 1
4 Dividends and interest from securities		223,809.	223,809.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		173,396.			
Gross sales price for all assets on line 6a		1,320,830.			
7 Capital gain net income (from Part IV, line 2)			173,396.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold		240			
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11		397,334.	397,334.	N/A	0.
13 Compensation of officers, directors, trustees, etc		0.			
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees		30,921.	0.		30,921.
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes		10,857.	3,652.		7,205.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		6,144.	0.		6,144.
24 Total operating and administrative expenses Add lines 13 through 23		47,922.	3,652.		44,270.
25 Contributions, gifts, grants paid		370,000.			370,000.
26 Total expenses and disbursements Add lines 24 and 25		417,922.	3,652.		414,270.
27 Subtract line 26 from line 12		-20,588.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		393,682.			
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing	209.	206.	206.
	2	Savings and temporary cash investments	1,016,895.	805,208.	805,208.
	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			
	7	Other notes and loans receivable ►			
		Less: allowance for doubtful accounts ►			
Assets	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations Stmt 6	1,206,263.	1,507,507.	1,502,132.
	b	Investments - corporate stock Stmt 7	4,019,016.	3,908,874.	8,123,850.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	6,242,383.	6,221,795.	10,431,396.
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			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
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	6,242,383.	6,221,795.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30	Total net assets or fund balances	6,242,383.	6,221,795.	
	31	Total liabilities and net assets/fund balances	6,242,383.	6,221,795.	

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	6,242,383.
2	Enter amount from Part I, line 27a	2	-20,588.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	6,221,795.
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	6,221,795.

DAVID P. WHEATLAND CHARITABLE TRUST

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	500 SHS CLOROX CO COM	P	03/18/94	09/26/13
b	150000 SHS FEDERAL HOME LN BKS	P	03/28/11	11/08/13
c	100000 SHS FEDERAL HOME LN BKS	P	03/28/12	04/23/13
d	100000 SHS FEDERAL HOME LN BKS	P	06/06/12	09/09/13
e	175000 SHS FEDERAL HOME LN BKS	P	02/20/13	12/27/13
f	100000 SHS FEDERAL FARM CREDIT BKS	P	04/05/12	04/17/13
g	100000 SHS FEDERAL FARM CREDIT BKS	P	08/16/12	11/27/13
h	150000 SHS FEDERAL HOME LN BKS	P	02/09/11	03/20/13
i	600 SHS INTERNATIONAL FLAVORS &	P	05/27/99	05/17/13
j	400 SHS INTERNATIONAL FLAVORS &	P	05/10/00	05/17/13
k	600 SHS INTERNATIONAL FLAVORS &	P	05/10/00	09/26/13
l	300 SHS INTERNATIONAL FLAVORS &	P	02/10/00	09/26/13
m	800 SHS JOHNSON & JOHNSON COM	P	12/02/94	09/26/13
n	3000 SHS TECO ENERGY INC COM	P	05/19/98	05/17/13
o	1000 SHS TECO ENERGY INC COM	P	01/28/99	05/17/13

(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 41,249.		6,525.	34,724.
b 150,000.		150,000.	0.
c 100,000.		100,000.	0.
d 100,000.		100,000.	0.
e 175,000.		175,022.	-22.
f 100,000.		100,000.	0.
g 100,000.		100,000.	0.
h 150,000.		152,111.	-2,111.
i 49,161.		24,210.	24,951.
j 32,774.		13,624.	19,150.
k 48,886.		20,436.	28,450.
l 24,443.		9,993.	14,450.
m 69,409.		10,665.	58,744.
n 56,732.		78,488.	-21,756.
o 18,911.		23,975.	-5,064.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			34,724.
b			0.
c			0.
d			0.
e			-22.
f			0.
g			0.
h			-2,111.
i			24,951.
j			19,150.
k			28,450.
l			14,450.
m			58,744.
n			-21,756.
o			-5,064.

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 }

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)
If (loss), enter "-0-" in Part I, line 8

DAVID P. WHEATLAND CHARITABLE TRUST

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.)
a 1000 SHS TECO ENERGY INC COM		P	05/27/99	05/17/13
b 1000 SHS TECO ENERGY INC COM		P	09/29/99	05/17/13
c 450 SHS VERIZON COMMUNICATIONS INC COM		P	01/30/03	09/26/13
d 950 SHS VERIZON COMMUNICATIONS INC COM		P	08/23/94	09/26/13
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 18,910.		23,537.	-4,627.
b 18,910.		21,310.	-2,400.
c 21,357.		15,288.	6,069.
d 45,088.		22,250.	22,838.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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	
a			-4,627.
b			-2,400.
c			6,069.
d			22,838.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	173,396.
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). If (loss), enter "-0-" in Part I, line 8	}	3	N/A

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					
b	See Attached Statements				
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (loss) (e) plus (f) minus (g)	
a					
b					
c					
d					
e	1,320,830.	1,147,434.		173,396.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) 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			
a					
b					
c					
d					
e				173,396.	
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		173,396.
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). If (loss), enter -0- in Part I, line 8	If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3		N/A

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	417,966.	8,680,674.	.048149
2011	393,935.	8,451,638.	.046610
2010	367,237.	7,864,134.	.046698
2009	406,037.	7,264,830.	.055891
2008	426,386.	8,385,094.	.050850

2 Total of line 1, column (d)	2	.248198
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	.049640
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	9,729,566.
5 Multiply line 4 by line 3	5	482,976.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,937.
7 Add lines 5 and 6	7	486,913.
8 Enter qualifying distributions from Part XII, line 4	8	414,270.

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)	} b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b	} c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).	} 1 7,874.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)				
3	Add lines 1 and 2				
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)				
5	Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-				
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	10,480.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d	7	10,480.		
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	5.		
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9			
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,601.		
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ►	11	0.		

Part VII-A | Statements 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
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	X	
1c	Did the foundation file Form 1120-POL for this year?	X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 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? <i>If "Yes," attach a detailed description of the activities</i>	X	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	N/A	
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? <i>If "Yes," attach the statement required by General Instruction T</i>		
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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>		
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? <i>If "No," attach explanation</i>	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	X	

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 X

12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► **NONE** 13 X

14 The books are in care of ► **ACADIA MANAGEMENT CO INC** Telephone no ► **617-426-5755**
Located at ► **111 DEVONSHIRE ST. #620, BOSTON, MA** ZIP+4 ► **02109**

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** ► **N/A** ► **15 N/A**

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

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 type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ► 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 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	N/A ► 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)	N/A ► 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)? 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)?

N/A



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?

N/A

 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

6b

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

N/A

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.

(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
See Statement 8		0.	0.	0.

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

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

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	N/A	
2		
3		
4		

Part IX-B Summary of Program-Related Investments

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

Amount

1	N/A	
2		
3	All other program-related investments. See instructions.	
Total. Add lines 1 through 3		► 0.

Form 990-PF (2013)

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	9,876,888.
b	Average of monthly cash balances	1b	844.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	9,877,732.
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	9,877,732.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	148,166.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,729,566.
6	Minimum investment return Enter 5% of line 5	6	486,478.

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	486,478.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	7,874.
b	Income tax for 2013. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	7,874.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	478,604.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	478,604.
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	478,604.

Part XII**Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	414,270.
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	414,270.
b	Cash distribution test (attach the required schedule)	5	0.
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	414,270.
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		
6	Adjusted qualifying distributions Subtract line 5 from line 4		

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				478,604.
2 Undistributed income, if any, as of the end of 2013			366,861.	
a Enter amount for 2012 only				
b Total for prior years: _____ , _____ , _____		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e		0.		
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 414,270.			366,861.	
a Applied to 2012, but not more than line 2a				
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 2013 distributable amount				47,409.
e Remaining amount distributed out of corpus		0.		
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))		0.		0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
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 2012. Subtract line 4a from line 2a. Taxable amount - see instr.		0.		
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014			0.	
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.		
8 Excess distributions carryover from 2008 not applied on line 5 or line 7		0.		
9 Excess distributions carryover to 2014 Subtract lines 7 and 8 from line 6a		0.		
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

N/A

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

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:

SEE STATEMENT 9

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

SEE STATEMENT 9

c. Any submission deadlines?

SEE STATEMENT 9

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

SEE STATEMENT 9

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
a Paid during the year				
COLLECTION OF HISTORICAL SCIENTIFIC INSTRUMENTS, HARVARD UNIVERSITY ONE OXFORD STREET CAMBRIDGE, MA 02138			\$6,440 FOR RELIGHTING THE GALLERIES WITH LED LIGHTS; \$7,000 FOR FINISHING THE MARK I EXHIBIT; AND \$6,560	20,000.
COLLECTION OF HISTORICAL SCIENTIFIC INSTRUMENTS, HARVARD UNIVERSITY ONE OXFORD STREET CAMBRIDGE, MA 02138			FOR FUNDING FOR ASSISTANT COLLECTION MANAGER POSITION	90,000.
COLLECTION OF HISTORICAL SCIENTIFIC INSTRUMENTS, HARVARD UNIVERSITY ONE OXFORD STREET CAMBRIDGE, MA 02138			FOR STORAGE SPACE CONSOLIDATION AT THE SCIENCE CENTER	5,000.
COLLECTION OF HISTORICAL SCIENTIFIC INSTRUMENTS, HARVARD UNIVERSITY ONE OXFORD STREET CAMBRIDGE, MA 02138			FOR WEB INITIATIVES AND ARCHIVING	18,000.
COLLECTION OF HISTORICAL SCIENTIFIC INSTRUMENTS, HARVARD UNIVERSITY ONE OXFORD STREET CAMBRIDGE, MA 02138			FOR SPECIAL EXHIBITION INITIATIVES AND COLLABORATIONS	10,000.
Total	See continuation sheet(s)			► 3a 370,000.
b Approved for future payment				
None				
Total				► 3b 0.

** See Purpose of Grant continuations

DAVID P. WHEATLAND CHARITABLE TRUST

04-6744379

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Part XV **Supplementary Information**

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

Name of Recipient - COLLECTION OF HISTORICAL SCIENTIFIC INSTRUMENTS,

HARVARD UNIVERSITY

\$6,440 FOR RELIGHTING THE GALLERIES WITH LED LIGHTS; \$7,000 FOR

FINISHING THE MARK I EXHIBIT; AND \$6,560 FOR THE SIGNAGE PROJECT

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
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		129.		-129.	
5 Net rental income or (loss) from real estate:		223,809.		-223,809.	
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		173,396.		-173,396.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		397,334.		-397,334.	0.
13 Total Add line 12, columns (b), (d), and (e)					13

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)
N/A	

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
MONEY MARKET GOVERNMENT OBLIGATIONS	129.	129.	
Total to Part I, line 3	129.	129.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
3M CO	6,350.	0.	6,350.	6,350.	
ACCENTURE PLC CL A	6,960.	0.	6,960.	6,960.	
AT&T	9,000.	0.	9,000.	9,000.	
AUTOMATIC DATA PROCESSING	5,220.	0.	5,220.	5,220.	
BELMONT MA 5%					
6/15/14	12.	0.	12.	12.	
BP PLC SPONS ADR	13,170.	0.	13,170.	13,170.	
CHUBB CORP	5,190.	0.	5,190.	5,190.	
CISCO SYS INC	2,601.	0.	2,601.	2,601.	
CLOROX CO	10,445.	0.	10,445.	10,445.	
COLGATE PALMOLIVE	5,852.	0.	5,852.	5,852.	
CONOCOPHILLIPS	7,830.	0.	7,830.	7,830.	
DOW CHEM CO	5,280.	0.	5,280.	5,280.	
EMERSON ELEC CO	6,640.	0.	6,640.	6,640.	
FED FARM CREDIT BANKS .25%					
11/27/13	250.	0.	250.	250.	
FED FARM CREDIT BANKS .41% 4/16/14	205.	0.	205.	205.	
FED HOME LOAN BANKS .17%					
12/26/13	252.	0.	252.	252.	
FED HOME LOAN BANKS .26% 9/9/13	260.	0.	260.	260.	
FED HOME LOAN BANKS .34% 4/30/14	340.	0.	340.	340.	
FED HOME LOAN BANKS .45%					
10/23/14	225.	0.	225.	225.	
FED HOME LOAN BANKS 1.17%					
11/8/13	1,755.	0.	1,755.	1,755.	

FED HOME LOAN BANKS 1.375%				
09/12/14	1,375.	0.	1,375.	1,375.
FED HOME LOAN BANKS 1.625%				
3/20/13	1,219.	0.	1,219.	1,219.
FED HOME LOAN BANKS 5.25%				
6/18/14	5,250.	0.	5,250.	5,250.
GENERAL MLS INC	8,520.	0.	8,520.	8,520.
HERSHEY CO	4,887.	0.	4,887.	4,887.
HOLDEN MA 3.25%				
5/15/14	1.	0.	1.	1.
INTEL CORP INTERNATIONAL	6,750.	0.	6,750.	6,750.
FLAVORS & FRAGRANCES				
JOHNSON & JOHNSON	5,262.	0.	5,262.	5,262.
MA ST FED HWY 3%	9,832.	0.	9,832.	9,832.
6/15/16	-196.	0.	-196.	-196.
MA ST SCH BLDG 5%				
8/15/18	86.	0.	86.	86.
MEDTRONIC INC	4,940.	0.	4,940.	4,940.
MERCK & CO	12,040.	0.	12,040.	12,040.
NORTHERN TR CORP	4,508.	0.	4,508.	4,508.
NOVARTIS	10,434.	0.	10,434.	10,434.
PEPSICO INC	6,630.	0.	6,630.	6,630.
PFIZER INC	9,600.	0.	9,600.	9,600.
PHILLIPS 66	3,850.	0.	3,850.	3,850.
PROCTER & GAMBLE CO				
QUESTAR CORP	8,697.	0.	8,697.	8,697.
SCHLUMBERGER LTD	3,550.	0.	3,550.	3,550.
SIGMA ALDRICH CORP	2,425.	0.	2,425.	2,425.
SYSCO CORP	2,236.	0.	2,236.	2,236.
TECO ENERGY INC	6,720.	0.	6,720.	6,720.
UNITED PARCEL SERVICES CL B	2,640.	0.	2,640.	2,640.
US NOTE 1% DUE				
1/15/14	6,200.	0.	6,200.	6,200.
VERIZON	2,000.	0.	2,000.	2,000.
COMMUNICATIONS INC	6,520.	0.	6,520.	6,520.
WAREHAM MA FIRE DIST 2.5% 6/1/15	-4.	0.	-4.	-4.
To Part I, line 4	223,809.	0.	223,809.	223,809.

Form 990-PF

Accounting Fees

Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
MANAGEMENT FEE	30,251.	0.		30,251.
TAX PREPARATION	670.	0.		670.
To Form 990-PF, Pg 1, ln 16b	30,921.	0.		30,921.

Form 990-PF

Taxes

Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FEDERAL 2013 ESTIMATED TAX PAYMENTS	7,205.	0.		7,205.
FOREIGN TAXES	3,652.	3,652.		0.
To Form 990-PF, Pg 1, ln 18	10,857.	3,652.		7,205.

Form 990-PF

Other Expenses

Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
MASSACHUSETTS FILING FEE	70.	0.		70.
ACCRUED INTEREST PAID ON MUNICIPAL BONDS PURCHASED: SEE ATTACHMENTS	6,074.	0.		6,074.
To Form 990-PF, Pg 1, ln 23	6,144.	0.		6,144.

DAVID P WHEATLAND CHARITABLE TRUST

04-6744379

FORM 990PF, PART 1-OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
ACCRUED INTEREST PAID ON MUNICIPAL BONDS PURCHASED		
EASTON MASS DTD 3% 4/15/14	9.00	9 00
FALMOUTH MASS 4% 2/1/15	214.00	214 00
MBTA 5% 7/1/31	578 00	578 00
MBTA 5% 7/1/16	455 00	455 00
MBTA 3% 7/1/15	642 00	642 00
MASS ST 5% 3/1/22	178 00	178 00
MASS ST 5% 3/1/21	253 00	253 00
MASS ST COLLEGE BLDG 5% 5/1/15	189 00	189.00
MASS ST DEV FIN AGY 4% 9/1/16	855.00	855 00
MASS ST DEV FIN AGY 5% 7/1/16	958 00	958 00
MASS ST HEALTH & EDL FACS 3% 7/1/14	177 00	177.00
MASS ST SCH BLDG 5% 8/15/14	219 00	219 00
MASS ST WTR POLLUTN 5 25% 8/1/15	693.00	693 00
MASS ST WTR RES 3% 8/1/16	547 00	547 00
SOUTH HADLEY MA 2% 8/1/14	107 00	107.00
TOTALS	<u>6,074 00</u>	<u>6,074 00</u>

STATEMENT 5

Form 990-PF	U.S. and State/City Government Obligations	Statement	6
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Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
FEDERAL GOVERNMENT BONDS	X		1,507,507.	1,502,132.
Total U.S. Government Obligations			1,507,507.	1,502,132.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			1,507,507.	1,502,132.

Form 990-PF	Corporate Stock	Statement	7
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Description	Book Value	Fair Market Value
COMMON STOCKS	3,908,874.	8,123,850.
Total to Form 990-PF, Part II, line 10b	3,908,874.	8,123,850.

ACADIA

MANAGEMENT COMPANY, INC.

DAVID P WHEATLAND CHARITABLE TRUST
EM ANDERSON, MWL, TPB, POS & REW TRUSTS U/A DTD
5/4/93 M/B DP WHEATLAND F/B/O CHARITIES

As Of December 31, 2013

33030300

Co-Trustees:

* Acadia Management Co Inc (617) 426-5755
EILEEN M BALTHAZARD
MARTHA W LUUNT
PETER O STAUFFER
TIMOTHY P BIGLOW

Investment Advisor:
Wilkins Investment Counsel, Inc

Account Summary

Tax Cost:	\$6,221,794.73	Estimated Annual Income:	\$264,050
Market Value:	\$10,431,395.86	Yield On Cost:	4.24%
Net Unrealized Gains/(Losses):	\$4,209,601.13	Yield On Market:	2.53%

Net Realized Gains/(Losses) Year To Date

Federal Long Term:	\$173,418.20
Federal Short Term:	\$-22.22
Federal Loss Carryover:	\$0.00

Annual Statement Date:

December 31

Cash & Equivalents:

Income:	\$33,450.13
Principal:	\$771,957.50

ACADIA

MANAGEMENT COMPANY, INC.

DAVID P WHEATLAND CHARITABLE TRUST

33030300

As Of December 31, 2013

Portfolio Summary

Category	Market Value	Percent Of Total	Percent Of Class	Projected Annual Income	Current Yield	0.01%
Cash & Equivalents						
<i>Fixed Income</i>						
Municipal Bonds - Out of State	998,806.05	9.58%	66.48%	39,163	3.92%	
U.S. Govt Agy Obl - State/Local Ex	303,263.10	2.91%	20.19%	6,965	2.30%	
U.S. Treasury Notes & Bonds	200,062.40	1.92%	13.32%	2,000	1.00%	
Total Fixed Income	\$1,502,131.55	14.40%	100.00%	\$48,128	3.20%	
<i>Equity</i>						
Consumer Staples	2,256,292.76	21.63%	27.77%	58,666	2.60%	
Energy	1,064,002.00	10.20%	13.10%	33,748	3.17%	
Financial	593,151.00	5.69%	7.30%	11,356	1.91%	
Health Care	1,668,407.00	15.99%	20.54%	46,495	2.79%	
Industrials	894,045.00	8.57%	11.00%	19,430	2.17%	
Information Technology	880,332.50	8.44%	10.84%	23,418	2.66%	
Materials	488,626.00	4.68%	6.01%	9,276	1.90%	
Telecommunication Services	278,994.00	2.67%	3.43%	13,452	4.82%	
Total Equity	\$8,123,850.26	77.88%	100.00%	\$215,841	2.66%	
Total Portfolio Summary						
	\$10,431,395.86	100.00%		\$264,050	2.53%	

* All or part of value is unknown

Statements 6, 7

ACADIA

MANAGEMENT COMPANY, INC.

DAVID P WHEATLAND CHARITABLE TRUST

33030300

As Of December 31, 2013

List of Assets

Description	Shares / Face Amt # of Tax Lots	Market Value Cost	Market Price Cost Per Unit	Estimated Income Income Rate	Current Yield
Income Cash			106.42		
Principal Cash		100.00	106.42		

Cash & Equivalents

MONEY MKT OBLIGS TR GOVT OBLIGS FD-TAX MANAGED F	33,350.130	33,350.13	1.00	3
MONEY MKT OBLIGS TR GOVT OBLIGS FD-TAX MANAGED F	771,857.500	771,857.50	1.00	78
Total Cash & Equivalents		\$ 805,414.05		\$81 0.01%

Fixed Income

Municipal Bonds - Out of State

Maturing After 3 Months	EASTON MASS DTD 04/15/11 3% 04/15/14	35,000.000	35,249.55	100.71	1,050	2.98%
HOLDEN MASS DTD 05/15/08 3.25% 05/15/14	1	35,429.10		101.23	3.00	
BELMONT MASS DTD 06/15/04 5% 06/15/14	25,000.000	25,253.50		101.01	813	3.22%
MASSACHUSETTS ST HEALTH & EDL FACS AUTH DTD 01/05/10 3% 07/01/14	1	25,336.23		101.34	3.25	
SOUTH HADLEY MASS DTD 09/15/11 2% 08/01/14	25,000.000	25,536.00		102.14	1,250	4.90%
MASSACHUSETTS ST SCH BLDG AUTH DTD 08/17/05 5% 08/15/14	1	25,553.20		102.21	5.00	
DEDICATED SALES TAX						

* All or part of value is unknown

Statements 6, 7

Page 3 of 9

ACADIA

MANAGEMENT COMPANY, INC.

DAVID P WHEATLAND CHARITABLE TRUST

33030300

As Of December 31, 2013

List of Assets

Description	Shares / Face Amt # of Tax Lots	Market Value Cost	Market Price Cost Per Unit	Estimated Income Income Rate	Current Yield
FALMOUTH MASS DTD 03/01/10 4% 02/01/15	25,000.000 1	26,022.25 26,087.00	104.09 104.35	1,000 4.00	3.84%
MASSACHUSETTS ST DTD 03/29/05 5% 03/01/21 PREREFUNDED 03/01/15	25,000.000 1	26,387.00 26,469.25	105.55 105.88	1,250 5.00	4.74%
MASSACHUSETTS ST COLLEGE BLDG AUTH REV DTD 06/08/11 5% 05/01/15	40,000.000 1	42,522.40 42,546.80	106.31 106.37	2,000 5.00	4.70%
WAREHAM MASS FIRE DIST DTD 06/01/09 2 5% 06/01/15	25,000.000 1	25,693.00 25,709.29	102.77 102.84	625 2.50	2.43%
MASSACHUSETTS BAY TRANSN AUTH MASS REV DTD 09/08/05 5% 07/01/13 PREREFUNDED 07/01/15	35,000.000 1	37,475.55 37,614.85	107.07 107.47	1,750 5.00	4.67%
MASSACHUSETTS BAY TRANSN AUTH REV DTD 06/21/12 3% 07/01/15	50,000.000 1	52,042.00 51,995.00	104.08 103.99	1,500 3.00	2.88%
MASSACHUSETTS ST WTR POLLUTN ABATEMENT DTD 09/09/04 5.25% 08/01/15	50,000.000 1	53,926.00 54,099.50	107.85 108.20	2,625 5.25	4.87%
MASSACHUSETTS ST SCH BLDG DTD 08/17/05 5% 08/15/18 DEDICATED SALES TAX REV-PREREFUNDED 08/15/15	200,000.000 1	215,306.00 217,772.25	107.65 108.89	10,000 5.00	4.64%
MASSACHUSETTS ST FED HWY DTD 11/13/13 3% 06/15/16	75,000.000 1	79,711.50 79,740.18	106.28 106.32	2,250 3.00	2.82%
MASSACHUSETTS BAY TRANSN AUTH MASS REV DTD 11/13/08 5% 07/01/16 ASSMT-SER A	25,000.000 1	27,835.50 27,886.25	111.34 111.55	1,250 5.00	4.49%
MASSACHUSETTS ST DEV FIN AGY REV DTD 01/04/12 5% 07/01/16	50,000.000 1	55,120.00 55,702.50	110.24 111.41	2,500 5.00	4.54%
MASSACHUSETTS ST WTR RES AUTH DTD 03/27/13 3% 08/01/16 REF-GEN-SER A	65,000.000 1	69,173.65 69,237.35	106.42 106.52	1,950 3.00	2.82%
MASSACHUSETTS ST DEV FIN AGY REV DTD 02/28/07 4% 09/01/16 BELMONT HILL SCH	100,000.000 1	109,184.00 109,408.00	109.18 109.41	4,000 4.00	3.66%

* All or part of value is unknown

Statements 6, 7

ACADIA

MANAGEMENT COMPANY, INC.

DAVID P WHEATLAND CHARITABLE TRUST

33030300

As Of December 31, 2013

List of Assets

Description	Shares / Face Amt # of Tax Lots	Market Value Cost	Market Price Cost Per Unit	Estimated Income Income Rate	Current Yield
MASSACHUSETTS ST DTD 03/29/05 5% 03/01/22	20,000.000 1	21,109.60 21,198.00	105.55 105.99	1,000 5.00	4.74%
Total Municipal Bonds - Out of State		\$998,806.05 \$1,003,354.85		\$39,163	3.92%

U.S. Govt Agy Obl - State/Local Ex

Maturing After 3 Months

FEDERAL HOME LN BKS DTD 04/30/12 0.34% 04/30/14	100,000.000 1	100,068.80 100,000.00	100.07 100.00	340 0.34	0.34%
FEDERAL HOME LN BKS DTD 05/27/04 5.25% 06/18/14	100,000.000 1	102,354.10 100,200.00	102.35 100.20	5,250 5.25	5.13%
FEDERAL HOME LN BKS DTD 08/05/10 1.375% 09/12/14	100,000.000 1	100,840.20 102,051.27	100.84 102.05	1,375 1.38	1.36%
Total U.S. Govt Agy Obl - State/Local Ex		\$303,263.10 \$302,251.27		\$6,965	2.30%

U.S. Treasury Notes & Bonds

Maturing Before 3 Months

UNITED STATES TREAS NTS DTD 01/15/11 1% 01/15/14	200,000.000 1	200,062.40 201,901.02	100.03 100.95	2,000 1.00	1.00%
Total U.S. Treasury Notes & Bonds		\$200,062.40 \$201,901.02		\$2,000	1.00%
Total Fixed Income		\$1,502,131.55 \$1,507,507.14		\$48,128	3.20%
Equity					
Consumer Staples					

ACADIA

MANAGEMENT COMPANY, INC.

DAVID P WHEATLAND CHARITABLE TRUST

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As Of December 31, 2013

List of Assets

Description	Shares / Face Amt # of Tax Lots	Market Value Cost	Market Price Cost Per Unit	Estimated Income Income Rate	Current Yield
CLOROX CO COM	3,500,000 2	324,660.00 44,987.50	92.76 12.85	9,940 2.8400	3.056%
COLGATE PALMOLIVE CO COM	4,400,000 3	286,924.00 138,060.34	65.21 31.38	5,984 1.3600	2.099%
GENERAL MLS INC COM	6,000,000 3	299,460.00 186,083.97	49.91 31.01	9,120 1.5200	3.056%
HERSHEY CO COM	2,700,000 2	262,521.00 97,655.90	97.23 36.17	5,238 1.9400	2.000%
INTERNATIONAL FLAVORS & FRAGRANCES INC COM	3,700,000 3	318,126.00 92,103.25	85.98 24.89	5,772 1.5600	1.81%
PEPSICO INC COM	3,000,000 3	248,820.00 120,080.40	82.94 40.03	6,810 2.2700	2.74%
PROCTER & GAMBLE CO COM	3,675,000 2	299,181.76 117,398.85	81.41 31.95	8,842 2.4060	2.96%
SYSCO CORP COM	6,000,000 1	216,600.00 159,488.25	36.10 26.58	6,960 1.1600	3.21%
Total Consumer Staples		\$2,256,292.76		\$58,666	2.60%
Energy					
BP PLC SPONSORED ADR	7,000,000 4	340,270.00 235,717.90	48.61 33.67	15,120 2,1600	4.44%
CONOCOPHILLIPS COM	2,900,000 3	204,885.00 60,262.81	70.65 20.78	8,004 2,7600	3.91%
PHILLIPS 66	2,900,000 4	223,677.00 64,253.43	77.13 22.16	4,524 1.5600	2.02%
QUESTAR CORP COM	5,000,000 5	114,950.00 33,893.23	22.99 6.78	3,600 0.7200	3.13%
SCHLUMBERGER LTD COM	2,000,000 1	180,220.00 23,693.01	90.11 11.85	2,500 1.2500	1.39%

* All or part of value is unknown

Statements 6, 7

Page 6 of 9

ACADIA

MANAGEMENT COMPANY, INC.

DAVID P WHEATLAND CHARITABLE TRUST

33030300

As Of December 31, 2013

List of Assets		Shares / Face Amt # of Tax Lots	Market Value Cost	Market Price Cost Per Unit	Estimated Income Income Rate	Current Yield
Description						
Total Energy			\$1,064,002.00		\$33,748	3.17%
			\$417,820.38			
Financial						
CHUBB CORP COM	2	3,000,000	289,890.00 54,761.80	96.63 18.25	\$280 1,7600	1.82%
NORTHERN TR CORP COM	3	4,900,000	303,261.00 186,226.56	61.89 38.01	6,076 1,2400	2.00%
Total Financial			\$593,151.00 \$240,988.36		\$11,356	1.91%
Health Care						
JOHNSON & JOHNSON COM	2	3,200,000	293,088.00 39,472.50	91.59 12.34	8,448 2,6400	2.88%
MEDTRONIC INC COM	3	6,500,000	373,035.00 243,392.88	57.39 37.45	7,280 1,1200	1.95%
MERCK & CO INC NEW COM	8	7,000,000	350,350.00 297,141.13	50.05 42.45	12,320 1,7600	3.52%
NOVARTIS AG SPONSORED ADR	4	4,300,000	345,634.00 243,497.72	80.38 56.63	8,847 2,0575	2.56%
PFIZER INC COM	3	10,000,000	306,300.00 172,596.54	30.63 17.26	9,600 0.9600	3.13%
Total Health Care			\$1,668,407.00 \$996,100.77		\$46,495	2.79%
Industrials						
EMERSON ELEC CO COM	2	4,000,000	280,720.00 122,082.50	70.18 30.52	6,880 1,7200	2.45%
3M CO COM	1	2,500,000	350,625.00 94,343.75	140.25 37.74	6,350 2,5400	1.81%

* All or part of value is unknown

Statements 6, 7

ACADIA

MANAGEMENT COMPANY, INC.

DAVID P WHEATLAND CHARITABLE TRUST

33030300

As Of December 31, 2013

List of Assets		Description	Shares / Face Amt # of Tax Lots	Market Value Cost	Market Price Cost Per Unit	Estimated Income Income Rate	Current Yield
UNITED PARCEL SERVICES INC CL B	2,500,000	262,700.00	105.08	6,200	2.36%		
	2	168,566.64	67.43	2,4800			
Total Industrials		\$894,045.00		\$19,430		2.17%	
		\$384,992.89					

Information Technology

AUTOMATIC DATA PROCESSING INC COM	3,000,000	242,397.00	80 80	5,760	2.38%
	3	124,828.17	41.61	1,9200	
CISCO SYS INC COM	5,100,000	114,393.00	22.43	3,468	3.03%
	1	84,864.00	16.64	0.6800	
INTEL CORP COM	7,500,000	194,662.50	25.96	6,750	3.47%
	4	162,776.00	21.70	0.9000	
ACCENTURE PLC CLASS A	4,000,000	328,880.00	82.22	7,440	2.26%
	1	168,760.05	42.19	1.8600	
Total Information Technology		\$880,332.50		\$23,418	2.66%
		\$541,228.22			

Materials

DOW CHEM CO COM	5,500,000	244,200.00	44.40	7,040	2.88%
	3	154,802.18	28.15	1,2800	
SIGMA ALDRICH CORP COM	2,600,000	244,426.00	94.01	2,236	0.91%
	2	39,721.75	15.28	0.8600	
Total Materials		\$488,626.00		\$9,276	1.90%
		\$194,523.93			

Telecommunication Services

AT&T INC COM	5,000,000	175,800.00	35.16	9,000	5.12%
	3	128,176.24	25.64	1,8000	
VERIZON COMMUNICATIONS INC COM	2,100,000	103,194.00	49.14	4,452	4.31%
	1	49,184.29	23.42	2,1200	

ACADIA

MANAGEMENT COMPANY, INC.

DAVID P WHEATLAND CHARITABLE TRUST

33030300

As Of December 31, 2013

List of Assets

Description	Shares / Face Amt # of Tax Lots	Market Value Cost	Market Price Cost Per Unit	Estimated Income Income Rate	Current Yield
Total Telecommunication Services					
<i>Total Equity</i>					
	\$8,123,850.26	\$215,841	2.66%		
	\$3,908,873.54				
Total Assets					
		\$10,431,395.86	\$264,050	2.53%	
		\$6,221,794.73			

Form 990-PF

Part VIII - List of Officers, Directors
Trustees and Foundation Managers

Statement 8

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account
TIMOTHY P. BIGLOW 298 LANGTON AVENUE LOS ALTOS, CA 94022	TRUSTEE 1.00	0.	0.
EILEEN M. BALTHAZARD ACADIA MGMT, 111 DEVONSHIRE ST, #620 BOSTON, MA 02109	TRUSTEE 1.00	0.	0.
MARTHA W. LUNT 488 SOUND DRIVE MT DESERT, ME 04660	TRUSTEE 1.00	0.	0.
PETER O. STAUFFER 3944 N. HAMPTON COURT WEST LINN, OR 97068	TRUSTEE 1.00	0.	0.
REBECCA WHEATLAND 234 LAKE VIEW AVENUE #2 CAMBRIDGE, MA 02138	TRUSTEE 1.00	0.	0.
TRUSTEES RECEIVE NO COMPENSATION	0.00	0.	0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.

DAVID P. WHEATLAND CHARITABLE TRUST

04-6744379

FORM 990PF, PART XV - LINES 2a-2d

RECIPIENT NAME

TRUSTEES, DAVID P WHEATLAND CHARITABLE TRUST

ADDRESS

TRUSTEES, ACADIA MANAGEMENT
111 DEVONSHIRE STREET, SUITE 620
BOSTON, MA 02109

RECIPIENT'S PHONE NUMBER:

617-426-5755

FORM, INFORMATION AND MATERIALS

ORGANIZATIONS SHOULD SUBMIT A BRIEF STATEMENT OF THEIR PURPOSE,
OBJECTIVES, AND ACTIVITIES. A COPY OF THE ORGANIZATION'S IRS EXEMPTION
LETTER UNDER IRS SECTION 501 (c) (3) MUST BE SUBMITTED WITH ALL APPLICATIONS

SUBMISSION DEADLINES:

APPLICATIONS SUBMITTED AT ANY TIME

RESTRICTIONS OR LIMITATIONS ON AWARDS

PREFERENCE IS GIVEN TO CHARITABLE ORGANIZATIONS THAT THE
DONOR AND MEMBERS OF HIS FAMILY HAVE HISTORICALLY
SUPPORTED, AS WELL AS REFERRALS MADE BY FAMILY MEMBERS TO
THE EXTENT THAT FUNDS ARE AVAILABLE, APPLICATIONS FROM
OTHER ORGANIZATIONS ARE CONSIDERED