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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation
The White Family Foundation

A Employer identification number
05-0509502

Number and street (or P O box number if mail is not delivered to street address) c/o Taco Inc 1120 Cranston Street | Room/suite

B Telephone number (see instructions)
(401) 942-8000

City or town, state or province, country, and ZIP or foreign postal code
Cranston, RI 02920

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 1,658,813

J Accounting method ☐ Cash ☑ Accrual ☐ Other (specify) ________ *(Part I, column (d) must be on cash basis.)*

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

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)	398,000			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	44,825	44,825		
	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 ________				
	7	Capital gain net income (from Part IV, line 2)		36,468		
	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	442,825	81,293		
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)	1,138			1,138
	c	Other professional fees (attach schedule)	10,553	10,553		10,553
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,069			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	10,769			9,068
	24	**Total operating and administrative expenses.** Add lines 13 through 23	23,529	10,553		20,759
	25	Contributions, gifts, grants paid	405,143			405,143
	26	**Total expenses and disbursements.** Add lines 24 and 25	428,672	10,553		425,902
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	14,153			
	b	**Net investment income** (if negative, enter -0-)		70,740		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	32,128	16,933	16,933
	2	Savings and temporary cash investments	290,767	40,242	40,242
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	606,613	789,316	964,495
	c	Investments—corporate bonds (attach schedule)	397,554	533,470	530,071
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	109,350	107,072	107,072
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,436,412	1,487,033	1,658,813
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☑ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	1,436,412	1,487,033	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	1,436,412	1,487,033	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,436,412	1,487,033	

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	1,436,412
2	Enter amount from Part I, line 27a	2	14,153
3	Other increases not included in line 2 (itemize) ▶	3	36,468
4	Add lines 1, 2, and 3	4	1,487,033
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,487,033

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)
1 a	CAPTAL GAINS (see pdf)	P	2008-12-01	2013-12-31
b	CAP GAINS DISTRIBUTIONS/DIVIDENDS	P	2008-12-01	2013-12-31
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	246,946	0	211,811	35,135
b	1,333	0	0	1,333
c				
d				
e				

	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	
a	0	0	0	35,135
b	0	0	0	1,333
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	36,468
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☐ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	1,164,778	1,058,875	1 100015
2011	604,629	513,677	1 177061
2010	411,992	2,000	205 996000
2009	490,833	1,970	249 153807
2008	130,213	2,000	65 106500

2	**Total** of line 1, column (d).	2	522 533383
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	104 506677
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	
5	Multiply line 4 by line 3.	5	
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	707
7	Add lines 5 and 6.	7	707
8	Enter qualifying distributions from Part XII, line 4.	8	425,902

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	707
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	707
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	707
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a — 528		
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	528
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	2
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	181
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 0 **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(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.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶RI			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10	Yes	

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶www thewhitefamilyfoundation com

14 The books are in care of ▶GLENN GRAHAM Telephone no ▶(401) 942-8000

Located at ▶1160 Cranston St Cranston RI ZIP+4 ▶02920

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 |

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?.	1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions) .	2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 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		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ **Yes** ☑ **No**			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ **Yes** ☑ **No**			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ **Yes** ☐ **No**			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ **Yes** ☑ **No**			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
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 Fund local non-profit organizations working toward significantsocial and cultural and educational goals in Rhode Island and New England	425,902
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions **3**	
Total. Add lines 1 through 3 . . . . ▶	

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	0
b	Average of monthly cash balances			1b	0
c	Fair market value of all other assets (see instructions)			1c	0
d	**Total** (add lines 1a, b, and c)			1d	0
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	
3	Subtract line 2 from line 1d			3	0
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	0
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	0
6	**Minimum investment return.** Enter 5% of line 5			6	0

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	
2a	Tax on investment income for 2013 from Part VI, line 5	2a	707		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	707
3	Distributable amount before adjustments Subtract line 2c from line 1			3	
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	0

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	425,902
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	425,902
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	707
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	425,195

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				0
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009. 509,025				
c From 2010. 411,992				
d From 2011. 604,629				
e From 2012. 1,086,710				
f **Total** of lines 3a through e.	2,612,356			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 425,902				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				
e Remaining amount distributed out of corpus	425,902			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,038,258			
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	3,038,258			
10 Analysis of line 9				
a Excess from 2009. . . . 509,025				
b Excess from 2010. . . . 411,992				
c Excess from 2011. . . . 604,629				
d Excess from 2012. . . . 1,086,710				
e Excess from 2013. . . . 425,902				

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

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

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number of the person to whom applications should be addressed

See Additional Data Table

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

See Additional Data Table

c Any submission deadlines

See Additional Data Table

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

See Additional Data Table

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				405,143
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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 (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion 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. . . .			14	44,825	
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			18	36,468	
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). .				81,293	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 81,293

(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)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

****** | 2014-10-15 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
RICHARD M STREITFELD		2014-10-21		

Firm's name ▶ AARONSON LAVOIE STREITFELD DIAZ & CO PC

Firm's EIN ▶

Firm's address ▶ 1604 BROAD ST CRANSTON, RI 029054130

Phone no (401) 223-0205

Form 990PF Part VIII Line 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
JOHN HAZEN WHITE JR Taco Inc Cranston, RI 02920	Board Member 3 00	0	0	0
DAVID GILDEN Taco Inc1160b Cranston St Cranston, RI 02920	Board member 2 00	0	0	0
GLENN GRAHAM Taco Inc Cranston, RI 02920	Treasurer 3 00	0	0	0
THOMAS J FARRELL Taco Inc Cranston, RI 02920	President 3 00	0	0	0
KYLE ADAMONIS Taco Inc Cranston, RI 02920	Secretary 2 00	0	0	0
BEN WHITE Taco Inc Cranston, RI 02920	Board Member 1 00	0	0	0
IRVING SCHNEIDER Taco Inc Cranston, RI 02920	Board Member 1 00	0	0	0
JOHN HAZEN WHITE III Taco Inc Cranston, RI 02920	Board member 1 00	0	0	0

Form 990PF Part XV Line 2a - 2d - Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

a The name, address, and telephone number of the person to whom applications should be addressed

GLENN GRAHAM
Taco Inc 1120 Cranston Street
Cranston RI, RI 02920
(401) 942-8000

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

DESCRIPTION OF PURPOSE OF THE GRANT

c Any submission deadlines

THERE ARE NO SPECIFIC SUBMISSION DEADLINES BUT GUIDELINES ARE LISTED ON THE COMPANY WEBSITE, WWW THE

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

SEE MISCELLANEOUS STATEMENT

a The name, address, and telephone number of the person to whom applications should be addressed

GLENN GRAHAM TACO INC
1120 Cranston Street
Cranston, RI 02920
(401) 942-8000

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

COPY OF 501(C)(3) TAX EXEMPTION LETTER FROM IRS

c Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Butler Hospital Butler Avenue Providence, RI 02906		501 c 3	Support	25,000
Paul Cuffee School Promenade Street Providence, RI 02903		501c3	Support	10,000
Crossroads RI 160 Broad Street Providence, RI 02903		501c3	Support	7,500
Gloria Gemma Breast Cancer Foundation 249 Roosevelt Avenue Pawtucket, RI 02860		501 c3	Various	5,000
Jeffrey Osborne Foundation 450 Veterans Parkway East Providence, RI 02914		501 c3	Benefit	10,000
The Met School 325 Public Street Providence, RI 02905		501 c3	Education	10,000
Phoenix House of New England 205 Waterman Street Providence, RI 02906		501 c 3	various	7,500
URI Master Gardener Foundation 79 Upper College Road Kingston, RI 02881		501 c3	various	1,000
The Providence Center 520 Hope Street Providence, RI 02906		501 c 3	Social service	10,000
New England Institute of Technology 1 New England Tech Blvd Est Greenwich, RI 02818		501 c3	Education	7,500
Junior Achievement of RI 120 Waterman Street Providence, RI 02906		501 c3	Youth and education	6,400
Mixed Magic Theatre 1005 Main Street Pawtucket, RI 02860		501 c3	performing arts	5,000
Day One 100 Medway Street Providence, RI 02906		501 c3	rape crisis center	5,000
Providence Performing Arts Center Weybosset Street Providence, RI 02903		501 c3	culture	166,667
Community Prepatory School 126 Somerset Street Providence, RI 02907		501 c 3	education	17,050
Total . . . . ▶ **3a**				405,143

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Various others Various others Providence, RI 02903		501 c3	various	111,526
Total . . . . ▶ **3a**				405,143

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

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

Name of the organization	Employer identification number
The White Family Foundation	05-0509502

Organization type (check one)

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

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

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 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 for 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 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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
The White Family Foundation

Employer identification number
05-0509502

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Taco Inc 1120 Cranston Street Cranston, RI 02920	$ 398,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	**Employer identification number**
The White Family Foundation	05-0509502

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
The White Family Foundation

Employer identification number
05-0509502

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

TY 2013 Accounting Fees Schedule

Name: The White Family Foundation

EIN: 05-0509502

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ALSD accounting	1,138			1,138

TY 2013 Other Assets Schedule

Name: The White Family Foundation

EIN: 05-0509502

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Memorial book/1175 books at $91 each	109,350	107,072	107,072

TY 2013 Other Assets Schedule

Name: The White Family Foundation

EIN: 05-0509502

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Memorial book/1175 books at $91 each	109,350	107,072	107,072

TY 2013 Other Assets Schedule

Name: The White Family Foundation

EIN: 05-0509502

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Memorial book/1175 books at $91 each	109,350	107,072	107,072

TY 2013 Other Expenses Schedule

Name: The White Family Foundation

EIN: 05-0509502

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank fees	30			30
Advertising and promotion	8,923			9,038
Miscellaneous expense	1,816			
insurance				

TY 2013 Other Increases Schedule

Name: The White Family Foundation

EIN: 05-0509502

Description	Amount
CAPITAL GAINS	36,468

TY 2013 Other Professional Fees Schedule

Name: The White Family Foundation

EIN: 05-0509502

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Wash Trust Fiduciary fees	10,553	10,553		10,553

TY 2013 Taxes Schedule

Name: The White Family Foundation

EIN: 05-0509502

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
from reg acct	1,069			
from endowment acct				

THE WASHINGTON TRUST COMPANY

Realized Gain/Loss Report

Run on 10/17/2014 2:36:42 PM

Start Date: 01/01/2013

End Date: 12/31/2013

Account: 2091009053
WHITE FAMILY FOUNDATION AGENCY AGREEMENT DATED NOVEMBER 21 2011 THE WASHINGTON TRUST COMPANY

Administrator: ROBERT J TYLER JR 401-861-8440

Description	Sold	Acquired	Proceeds	Cost	Gain/Loss	Covered
** SHORT TERM CAPITAL GAIN (LOSS)						
65 SHARES OF AT&T INC	01/10/2013	03/06/2012	2,231.53	2,000.70	230.83	Covered
6 SHARES OF APPLE INC	01/10/2013	03/06/2012	3,099.05	3,184.98	85.93-	Covered
15 SHARES OF CHUBB CORP	01/10/2013	02/07/2012	1,162.92	1,034.70	128.22	Covered
30 SHARES OF DARDEN RESTAURANTS INC	01/10/2013	04/18/2012	1,351.16	1,505.00	153.84-	Covered
40 SHARES OF DU PONT EI DE NEMOURS & CO	01/10/2013	02/07/2012	1,839.55	2,069.20	229.65-	Covered
108 SHARES OF HEALTHCARE SVCS GROUP INC	01/10/2013	03/08/2012	2,628.66	2,203.35	425.31	Covered
62 SHARES OF HEALTHCARE SVCS GROUP INC	01/10/2013	03/09/2012	1,509.04	1,282.21	226.83	Covered
30 SHARES OF HOME DEPOT INC	01/10/2013	03/06/2012	1,901.36	1,393.80	507.56	Covered
15 SHARES OF IBM CORP	01/10/2013	03/06/2012	2,880.38	2,963.40	83.02-	Covered
10 SHARES OF JOHNSON & JOHNSON	01/10/2013	02/07/2012	720.88	653.50	67.38	Covered
20 SHARES OF MCDONALD'S CORP	01/10/2013	02/07/2012	1,824.55	2,019.20	194.65-	Covered
80 SHARES OF MICROCHIP TECHNOLOGY INC	01/10/2013	02/07/2012	2,659.94	2,991.20	331.26-	Covered
100 SHARES OF NUCOR CORP	01/10/2013	02/07/2012	4,525.89	4,539.00	13.11-	Covered
60 SHARES OF OMNICOM GROUP INC	01/10/2013	03/06/2012	3,106.73	2,866.79	239.94	Covered
65 SHARES OF PAYCHEX INC	01/10/2013	02/07/2012	2,060.13	2,063.10	2.97-	Covered
90 SHARES OF QUALCOMM INC	01/10/2013	02/07/2012	5,794.97	5,541.30	253.67	Covered
55 SHARES OF	01/10/2013	03/06/2012	3,541.37	3,389.09	152.28	Covered

QUALCOMM INC						
100 SHARES OF	01/10/2013	02/07/2012	2,783.93	3,140.00	356.07-	Covered
SPECTRA ENERGY CORP						
45 SHARES OF	01/10/2013	11/19/2012	2,703.98	2,834.10	130.12-	Covered
TARGET CORP						
25 SHARES OF	01/10/2013	02/07/2012	2,416.19	2,199.50	216.69	Covered
3M CO						
55 SHARES OF	01/10/2013	10/08/2012	4,207.95	4,372.64	164.69-	Covered
WATSCO INC						
80 SHARES OF	01/10/2013	07/23/2012	2,801.53	2,669.23	132.30	Covered
WELLS FARGO & CO						
65 SHARES OF	02/14/2013	03/06/2012	4,704.66	3,419.45	1,285.21	Covered
HEINZ HJ CO						
35 SHARES OF	03/07/2013	01/10/2013	802.57	754.23	48.34	Covered
ABB LTD ADR						
135 SHARES OF	05/03/2013	10/08/2012	11,567.70	10,732.84	834.86	Covered
WATSCO INC						
1802.85 SHARES OF	06/26/2013	01/10/2013	26,231.47	29,386.46	3,154.99-	Covered
MFS SER TR EMERGING MARKETS DEBT I						
20 SHARES OF	07/26/2013	01/10/2013	2,217.56	1,793.80	423.76	Covered
SMUCKER JM CO						
2964 SHARES OF	09/18/2013	01/10/2013	31,685.16	32,100.12	414.96-	Covered
VANGUARD SHORT TERM INVESTMENT GRADE-ADM						
** TOTAL SHORT TERM CAPITAL GAIN (LOSS)			134,960.81	135,102.89	142.08-	
** LONG TERM CAPITAL GAIN (LOSS)						
193.829 SHARES OF	01/10/2013	01/06/2012	1,546.76	1,447.90	98.86	Covered
LORD ABBETT HIGH YIELD FUND CL I						
190 SHARES OF	01/10/2013	12/15/2011	6,522.93	5,500.39	1,022.54	Covered
AT&T INC						
75 SHARES OF	01/10/2013	12/15/2011	4,423.40	3,850.50	572.90	Covered
AUTOMATIC DATA PROCESSING						
15 SHARES OF	01/10/2013	12/15/2011	3,263.77	2,538.87	724.90	Covered
BLACKROCK INC						
55 SHARES OF	01/10/2013	12/15/2011	6,059.21	5,529.70	529.51	Covered
CHEVRON CORP						
80 SHARES OF	01/10/2013	12/15/2011	6,202.26	5,415.61	786.65	Covered
CHUBB CORP						
80 SHARES OF	01/10/2013	12/15/2011	4,372.70	3,935.13	437.57	Covered
EMERSON ELECTRIC CO						
65 SHARES OF	01/10/2013	12/15/2011	5,769.92	5,212.21	557.71	Covered
EXXON MOBIL CORP						
80 SHARES OF	01/10/2013	12/15/2011	4,667.89	4,250.36	417.53	Covered
HEINZ HJ CO						

140 SHARES OF HOME DEPOT INC	01/10/2013	12/15/2011	8,872.99	5,563.60	3,309.39	Covered
85 SHARES OF JOHNSON & JOHNSON	01/10/2013	12/15/2011	6,127.51	5,441.70	685.81	Covered
80 SHARES OF PEPSICO INC	01/10/2013	12/15/2011	5,655.07	5,208.61	446.46	Covered
80 SHARES OF PROCTER & GAMBLE CO	01/10/2013	12/15/2011	5,507.87	5,219.28	288.59	Covered
100 SHARES OF QUALCOMM INC	01/10/2013	12/15/2011	6,438.85	5,270.00	1,168.85	Covered
85 SHARES OF SANOFI AVENTIS SPONS ADR	01/10/2013	12/15/2011	4,132.60	2,963.10	1,169.50	Covered
70 SHARES OF 3M CO	01/10/2013	12/15/2011	6,765.35	5,533.62	1,231.73	Covered
60 SHARES OF TORONTO DOMINION BANK	01/10/2013	12/15/2011	5,003.88	4,194.60	809.28	Covered
50 SHARES OF UNITED PARCEL SVC INC CL B	01/10/2013	12/15/2011	3,890.91	3,596.25	294.66	Covered
125 SHARES OF XCEL ENERGY INC	01/10/2013	12/15/2011	3,378.80	3,292.49	86.31	Covered
25000 UNITS OF BURLINGTON VT TAXABLE-PUB IMPT-B-QUALIFIED 6.5% 11/01/2026	01/30/2013	01/24/2012	26,875.00	27,437.50	562.50-	Non Covered
25 SHARES OF HEINZ HJ CO	02/14/2013	12/15/2011	1,809.49	1,328.24	481.25	Covered
115 SHARES OF HEINZ HJ CO	02/14/2013	02/07/2012	8,323.63	5,976.55	2,347.08	Covered
310 SHARES OF ABB LTD ADR	03/07/2013	12/15/2011	7,108.51	5,527.30	1,581.21	Covered
240 SHARES OF ABB LTD ADR	03/07/2013	02/07/2012	5,503.36	5,181.60	321.76	Covered
50 SHARES OF 3M CO	05/22/2013	02/07/2012	5,563.62	4,399.00	1,164.62	Covered
55 SHARES OF 3M CO	05/22/2013	03/06/2012	6,119.99	4,677.19	1,442.80	Covered
75 SHARES OF SANOFI AVENTIS SPONS ADR	05/30/2013	12/15/2011	4,103.05	2,614.50	1,488.55	Covered
175 SHARES OF SANOFI AVENTIS SPONS ADR	05/30/2013	02/07/2012	9,573.79	6,581.75	2,992.04	Covered
270 SHARES OF DARDEN RESTAURANTS INC	06/18/2013	04/18/2012	14,261.45	13,544.98	716.47	Covered
185 SHARES OF PAYCHEX INC	07/25/2013	12/15/2011	7,231.25	5,455.65	1,775.60	Covered
125 SHARES OF PAYCHEX INC	07/25/2013	02/07/2012	4,885.97	3,967.50	918.47	Covered
75 SHARES OF PAYCHEX INC	07/25/2013	03/06/2012	2,931.59	2,334.52	597.07	Covered
10 SHARES OF	07/26/2013	03/06/2012	2,832.75	1,934.80	897.95	Covered

BLACKROCK INC						
45 SHARES OF DU PONT EI DE NEMOURS & CO	07/26/2013	02/07/2012	2,574.40	2,327.85	246.55	Covered
35 SHARES OF OMNICOM GROUP INC	07/26/2013	02/07/2012	2,260.26	1,665.23	595.03	Covered
25000 UNITS OF MORGAN STANLEY DW DISC SR MTRNTS 4% 07/30/2020-2013	07/31/2013	02/10/2012	25,000.00	24,875.00	125.00	Non Covered
100 SHARES OF ABBOTT LABORATORIES INC	09/24/2013	12/15/2011	3,464.44	2,636.23	828.21	Covered
105 SHARES OF ABBOTT LABORATORIES INC	09/24/2013	02/07/2012	3,637.66	2,809.35	828.31	Covered
95 SHARES OF ABBOTT LABORATORIES INC	09/24/2013	03/06/2012	3,291.22	2,572.65	718.57	Covered
** TOTAL LONG TERM CAPITAL GAIN (LOSS)			245,954.10	211,811.31	34,142.79	
** SHORT TERM CAPITAL GAINS DIVIDENDS						
5309.608 BASIS SHARES OF VANGUARD SHORT TERM INVESTMENT GRADE-ADM					26.55	
5447.267 BASIS SHARES OF FIDELITY ADVISOR FLOATING RATE HIGH INCOME FUND					196.10	
6313.216 BASIS SHARES OF LORD ABBETT HIGH YIELD FUND CL I					911.00	
** TOTAL SHORT TERM CAPITAL GAINS DIVIDENDS			0.00	0.00	1,133.65	
** LONG TERM CAPITAL GAINS DIVIDENDS						
5309.608 BASIS SHARES OF VANGUARD SHORT TERM INVESTMENT GRADE-ADM					90.26	
575.758 BASIS SHARES OF AIM INVESCO DEVELOPING MARKETS FUND					54.87	
2345.608 BASIS SHARES OF VANGUARD SHORT TERM INVESTMENT GRADE-ADM					44.57	
6313.216 BASIS SHARES OF LORD ABBETT HIGH YIELD FUND CL I					784.10	
1001.824 BASIS SHARES OF LAZARD FDS INC EMERGING MARKETS EQUITY INST					355.58	
1901.558 BASIS SHARES OF VIRTUS EMERGING MARKET OPPORTUNITY FUND					3.80	
** TOTAL LONG TERM CAPITAL GAINS DIVIDENDS			0.00	0.00	1,333.18	

SUMMARY

Description	Amount
** SUMMARY OF CAPITAL GAINS AND LOSSES **	
TOTAL SHORT TERM CAPITAL GAIN (LOSS)	142.08-
TOTAL SHORT TERM CAPITAL GAINS DIVIDENDS	1,133.65
NET SHORT TERM CAPITAL GAIN (LOSS)	991.57
TOTAL LONG TERM CAPITAL GAIN (LOSS)	34,142.79
TOTAL LONG TERM CAPITAL GAINS DIVIDENDS	1,333.18
TOTAL 28% RATE CAPITAL GAINS DIVIDENDS	0.00
TOTAL SEC 1250 CAPITAL GAINS DIVIDENDS	0.00
TOTAL SEC 1202 CAPITAL GAINS DIVIDENDS	0.00
NET LONG TERM CAPITAL GAIN (LOSS)	35,475.97
NET CAPITAL GAIN (LOSS)	36,467.54
TOTAL GAIN/LOSS FROM SALES WITH UNKNOWN COST/ACQUISITION DATE	0.00

[redacted] [redacted]