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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
FRESH SOUND FOUNDATION INC

A Employer identification number
06-1428363

Number and street (or P O box number if mail is not delivered to street address) Room/suite
186 ALEWIFE BR 200 C/O TYLER LYNCH
NO 200

B Telephone number (see instructions)
(617) 354-3814

City or town, state or province, country, and ZIP or foreign postal code
CAMBRIDGE, MA 02138

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)*▶$ 10,015,761

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))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	27,530	27,530		
	4	Dividends and interest from securities	148,259	148,259		
	5a	Gross rents				
	b	Net rental income or (loss) ______				
	6a	Net gain or (loss) from sale of assets not on line 10	779,838			
	b	Gross sales price for all assets on line 6a 2,306,908				
	7	Capital gain net income (from Part IV, line 2)		779,838		
	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)	61,460	61,460		
	12	**Total.** Add lines 1 through 11	1,017,087	1,017,087		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	13,271	0		0
	b	Accounting fees (attach schedule)	2,889	2,889		0
	c	Other professional fees (attach schedule)	53,526	53,526		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	9,143	9,143		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	618	0		0
	22	Printing and publications				
	23	Other expenses (attach schedule)	35,196	35,055		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	114,643	100,613		0
	25	Contributions, gifts, grants paid	424,000			424,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	538,643	100,613		424,000
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	478,444			
	b	**Net investment income** (if negative, enter -0-)		916,474		
	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	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	325,091	80,279	80,279
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 318,799			
		Less allowance for doubtful accounts ▶	151,252	318,799	318,799
	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)	2,929,497	3,486,915	5,868,815
	c	Investments—corporate bonds (attach schedule)	710,057	709,468	725,913
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	2,090,807	2,092,863	3,021,955
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	6,206,704	6,688,324	10,015,761
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 ▶)	42,166	45,342	
	23	**Total liabilities** (add lines 17 through 22)	42,166	45,342	
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	6,164,538	6,642,982	
	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)	6,164,538	6,642,982	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	6,206,704	6,688,324	

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	6,164,538
2	Enter amount from Part I, line 27a	2	478,444
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	6,642,982
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	6,642,982

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	**2**	779,838
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	446,000	8,691,966	0 051312
2011	466,000	8,700,079	0 053563
2010	489,851	8,595,245	0 056991
2009	295,050	5,544,760	0 053212
2008			

2	**Total** of line 1, column (d).	**2**	0 215078
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . .	**3**	0 053770
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	**4**	9,460,969
5	Multiply line 4 by line 3.	**5**	508,716
6	Enter 1% of net investment income (1% of Part I, line 27b).	**6**	9,165
7	Add lines 5 and 6.	**7**	517,881
8	Enter qualifying distributions from Part XII, line 4.	**8**	424,000

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	18,329
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	18,329
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	18,329
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a			
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	0
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	137
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	18,466
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** ▶		**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 ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		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) ▶CT			
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		No

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 ▶N/A

14 The books are in care of ▶JOHN F BURT CO TYLER LYNCH PC Telephone no ▶(617) 354-3814

Located at ▶186 ALEWIFE BROOK PARKWAY CAMBRIDGE MA ZIP+4 ▶02138

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ 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		
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		
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
JOHN F BURT C/O TYLER LYNCH 186 ALEWIFE BROOK PKWY CAMBRIDGE, MA 02138	TRUSTEE 1 00	0	0	0
S JEFFREY BURT C/O TYLER LYNCH 186 ALEWIFE BROOK PKWY CAMBRIDGE, MA 02138	TRUSTEE 1 00	0	0	0
LAURIE BURT C/O TYLER LYNCH 186 ALEWIFE BROOK PKWY CAMBRIDGE, MA 02138	TRUSTEE 1 00	0	0	0

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				
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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	8,563,831
b	Average of monthly cash balances	1b	410,413
c	Fair market value of all other assets (see instructions)	1c	630,801
d	**Total** (add lines 1a, b, and c)	1d	9,605,045
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	9,605,045
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	144,076
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,460,969
6	**Minimum investment return.** Enter 5% of line 5	6	473,048

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	473,048
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 18,329		
b	Income tax for 2013 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	18,329
3	Distributable amount before adjustments Subtract line 2c from line 1	3	454,719
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	454,719
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	454,719

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	424,000
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	424,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	424,000

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				454,719
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008. 30,553				
b From 2009. 18,388				
c From 2010. 62,387				
d From 2011. 33,225				
e From 2012. 17,527				
f **Total** of lines 3a through e.	162,080			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 424,000				
a Applied to 2012, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				424,000
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).)*	30,719			30,719
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	131,361			
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 instructions			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) (see instructions)	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	131,361			
10 Analysis of line 9				
a Excess from 2009. . . . 18,222				
b Excess from 2010. . . . 62,387				
c Excess from 2011. . . . 33,225				
d Excess from 2012. . . . 17,527				
e Excess from 2013. . . .				

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				424,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

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			14	27,530	
4 Dividends and interest from securities. . . .			14	148,259	
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.			14	61,460	
8 Gain or (loss) from sales of assets other than inventory			18	779,838	
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). .		0		1,017,087	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 1,017,087
(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

******	2014-11-13	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
MICHAEL LYNCH				P00448125
Firm's name ▶ TYLER LYNCH PC			Firm's EIN ▶ 04-2596940	
Firm's address ▶ 186 ALEWIFE BROOK PARKWAY CAMBRIDGE, MA 02138			Phone no (617) 354-3814	

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
PIMCO TOTAL RETURN INTSTL - 33277 386 SHS	P		2013-07-03
VANGUARD INFLATION PROTECTED - 26303 92 SHS	P		2013-07-03
KINDER MORGAN ENERGY LP - 1000 SHS	P		2013-07-03
ABB LTD SPON ADR - 1500 SHS	P		2013-07-09
DANAHER CORP - 1250 SHS	P		2013-07-09
ENTERPRISE PRODUCTS LP - 2000 SHS	P		2013-07-09
GENERAL ELECTRIC - 1430 SHS	P		2013-07-09
MAGELLAN MIDSTREAM PTNRS LP - 2240 SHS	P		2013-07-09
NUSTAR ENERGY LP - 1000 SHS	P		2013-07-09
PLAINS ALL AMERICAN PIPELINE LP - 2340 SHS	P		2013-07-09
STANLEY BLACK & DECKER - 670 SHS	P		2013-07-09
3M COMPANY - 670 SHS	P		2013-07-09
ABB LTD SPON ADR - 2000 SHS	P		2013-09-27
FAMILY DOLLAR STORES - 300 SHS	P		2013-10-08
FAMILY DOLLAR STORES - 1050 SHS	P		2013-12-31
ENTERPRISE PRODUCTS LP - 500 SHS	P		2013-12-31
MAGELLAN MIDSTREAM PTNRS LP - 660 SHS	P		2013-12-31
NUSTAR ENERGY LP - 2000 SHS	P		2013-12-31
PLAINS ALL AMERICAN PIPELINE LP - 500 SHS	P		2013-12-31
CRA QUALIFIED INSTL - 43 187 SHS	P		2013-12-31
CRA QUALIFIED INSTL - 2337 765 SHS	P		2013-12-31
CALVERT SOCIAL INVESTMENT FOUNDATION - 100000 SHS	P		2013-01-15
ANGIODYNAMICS INC - 1200 SHS	P		2013-02-12
CVS CAREMARK CORP - 200 SHS	P		2013-02-12
CANADIAN NATIONAL RAILWAY - 100 SHS	P		2013-02-12
DEVON ENERGY CORP - 400 SHS	P		2013-02-12
ORACLE CORP - 1000 SHS	P		2013-02-12
EMERSON ELECTRIC - 150 SHS	P		2013-02-12
NOVOZYMES - 300 SHS	P		2013-02-18
LIFE TECHNOLOGIES CORP 3 375% 3/1/2013 - 100000 SHS	P		2013-03-01

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
ENCANA CORP - 1500 SHS	P		2013-06-21
APTARGROUP INC - 200 SHS	P		2013-06-28
CVS CAREMARK CORP - 200 SHS	P		2013-06-28
CANADIAN NATIONAL RAILWAY - 100 SHS	P		2013-06-28
NOVOZYMES - 300 SHS	P		2013-07-04
MALLINCKRODT PLC - 100 SHS	P		2013-09-30
CVS CAREMARK CORP - 250 SHS	P		2013-09-30
EMC CORP MASS - 500 SHS	P		2013-09-30
EMERSON ELECTRIC - 150 SHS	P		2013-09-30
JOHNSON & JOHNSON - 300 SHS	P		2013-09-30
NOVOZYMES - 300 SHS	P		2013-12-02

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
358,710		365,024	-6,314
353,500		337,150	16,350
84,613			84,613
31,942		47,107	-15,165
79,266		28,606	50,660
124,160		5,673	118,487
32,496		12,953	19,543
121,919		21,393	100,526
44,582		15,458	29,124
127,740		23,176	104,564
51,797		46,284	5,513
72,991		46,284	26,707
47,347		62,809	-15,462
21,678		19,625	2,053
68,558		68,688	-130
33,135		1,418	31,717
41,784		6,444	35,340
101,334		19,967	81,367
25,875		5,171	20,704
453		487	-34
24,527		26,327	-1,800
100,000		100,000	0
14,375		17,072	-2,697
10,194		8,249	1,945
9,633		1,531	8,102
23,844		24,064	-220
34,502		13,322	21,180
8,596		4,235	4,361
10,250		2,781	7,469
100,000		102,819	-2,819

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
27,246		28,571	-1,325
10,891		5,017	5,874
11,229		8,249	2,980
9,444		1,531	7,913
9,494		2,781	6,713
4,394		2,708	1,686
14,302		10,215	4,087
12,859		7,588	5,271
9,706		4,235	5,471
26,002		19,277	6,725
11,540		2,781	8,759

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-6,314
			16,350
			84,613
			-15,165
			50,660
			118,487
			19,543
			100,526
			29,124
			104,564
			5,513
			26,707
			-15,462
			2,053
			-130
			31,717
			35,340
			81,367
			20,704
			-34
			-1,800
			0
			-2,697
			1,945
			8,102
			-220
			21,180
			4,361
			7,469
			-2,819

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-1,325
			5,874
			2,980
			7,913
			6,713
			1,686
			4,087
			5,271
			5,471
			6,725
			8,759

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*				
AMERICAN REPERTORY THEATRE 64 BRATTLE STREET CAMBRIDGE, MA 02138	N/A	NON-PROFIT	EDUCATIONAL	10,000
APPALACHIAN MOUNTAIN CLUB 5 JOY STREET BOSTON, MA 02108	N/A	NON-PROFIT	EDUCATIONAL	20,000
BOSTON NATURAL AREAS NETWORK 62 SUMMER ST BOSTON, MA 02110	N/A	NON-PROFIT	EDUCATIONAL	10,000
CERES INC 1535 RANCHO CONEJO BLVD THOUSAND OAKS, CA 91320	N/A	NON-PROFIT	CHARITABLE	12,500
COUNTRY SCHOOL INCORPORATED 78 HUNTS BROOK ROAD QUAKER HILL, CT 06375	N/A	NON-PROFIT	EDUCATIONAL	15,000
EARTH ISLAND INSTITUTE FISCAL SPONSOR BAY AREA 2150 ALLSTON WAY STE 460 BERKELEY, CA 94704	N/A	NON-PROFIT	EDUCATIONAL	500
EMERSON COLLEGE 120 BOYLSTON STREET BOSTON, MA 02116	N/A	NON-PROFIT	EDUCATIONAL	15,000
FARM FRESH RHODE ISLAND 1005 MAIN STREET PAWTUCKET, RI 02860	N/A	NON-PROFIT	CHARITABLE	40,000
JAMES D ST CLAIR COURT PUBLISHED PROJECT ONE COURTHOUSE WAY STE 3120 BOSTON, MA 02210	N/A	NON-PROFIT	EDUCATIONAL	6,000
LAND TRUST ALLIANCE INC 1660 L STREET NW SUITE 1100 WASHINGTON, DC 20036	N/A	NON-PROFIT	CHARITABLE	8,000
MARION INSTITUTE FOR CAMBODIAN LIVING ARTS 202 SPRING STREET MARION, MA 02738	N/A	NON-PROFIT	EDUCATIONAL	50,000
MARION INSTITUTE FOR CAMBODIAN LIVING ARTS 202 SPRING STREET MARION, MA 02738	N/A	NON-PROFIT	EDUCATIONAL	10,000
NATIONAL CARAVAN STAGE COMPANY 236 WEST 4TH STREET JACKSONVILLE, FL 32206	N/A	NON-PROFIT	EDUCATIONAL	5,000
NEXT STAGE ARTS PROJECT 15 KIMBALL HILL RD PUTNEY, VT 05346	N/A	NON-PROFIT	EDUCATIONAL	38,000
NEXT STAGE ARTS PROJECT 15 KIMBALL HILL RD PUTNEY, VT 05346	N/A	NON-PROFIT	EDUCATIONAL	5,000
Total . . . . ▶ **3a**				424,000

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*				
SANDGLASS CENTER FOR PUPPERTY THEATER RESEARCH PO BOX 970 PUTNEY,VT 05346	N/A	NON-PROFIT	CHARITABLE	5,000
SAVE THE RIVER 409 RIVERSIDE DRIVE CLAYTON,NY 13624	N/A	NON-PROFIT	EDUCATIONAL	20,000
SLOW FOOD USA 68 SUMMIT STREET 2B BROOKLYN,NY 11231	N/A	NON-PROFIT	EDUCATIONAL	1,000
THOUSAND ISLANDS LAND TRUST 135 JOHN STREET CLAYTON,NY 13624	N/A	NON-PROFIT	CHARITABLE	18,000
UNION OF CONCERNED SCIENTISTS TWO BRATTLE SQUARE CAMBRIDGE,MA 02238	N/A	NON-PROFIT	EDUCATIONAL	65,000
UNION OF CONCERNED SCIENTISTS TWO BRATTLE SQUARE CAMBRIDGE,MA 02238	N/A	NON-PROFIT	EDUCATIONAL	12,500
VERMONT FARM-TO-SCHOOL INC 116 STATE STREET MONTPELIER,VT 05620	N/A	NON-PROFIT	EDUCATIONAL	1,000
WHOLESOME WAVE FOUNDATION CHARITABLE VENTURES 855 MAIN STREET BRIDGEPORT,CT 06604	N/A	NON-PROFIT	CHARITABLE	40,000
YELLOW BARN MUSIC SCHOOL & FESTIVAL 63 MAIN STREET PUTNEY,VT 05346	N/A	NON-PROFIT	EDUCATIONAL	16,000
YOUTH UPRISING 8711 MACARTHUR BLVD OAKLAND,CA 94605	N/A	NON-PROFIT	EDUCATIONAL	500
Total . . . . ▶ **3a**				424,000

TY 2013 Accounting Fees Schedule

Name: FRESH SOUND FOUNDATION INC

EIN: 06-1428363

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	2,889	2,889		0

TY 2013 Investments Corporate Bonds Schedule

Name: FRESH SOUND FOUNDATION INC

EIN: 06-1428363

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CALVERT SOCIAL INVESTMENT FDT	0	0
EBAY INC BOND	100,338	101,952
GENENTECH INC BOND	99,705	106,350
HEWLETT PACKARD BOND	100,674	101,662
JOHNSON CONTROLS BOND	102,521	108,623
KRAFT FOODS BOND	104,000	106,016
LABORATORY CORP AMER BOND	101,144	100,326
LIFE TECHNOLOGIES CORP	0	0
TYCO ELECTRONICS GROUP BOND	101,086	100,984

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TY 2013 Investments Corporate Stock Schedule

Name: FRESH SOUND FOUNDATION INC

EIN: 06-1428363

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M COMPANY	67,032	130,433
ABB LTD	0	0
AKAMAI TECH	119,751	117,950
AMERICAN WATER WORKS	94,051	211,300
ANGIODYNAMICS INC	0	0
APTARGROUP INC	30,123	94,934
AUTOMATIC DATA PROCESSING	21,061	32,320
BANK OF AMERICA	169,492	205,368
CANADIAN NATIONAL RAILWAY	11,828	91,232
CISCO SYSTEMS	22,557	26,916
CLEAN HARBORS	26,969	29,980
COHEN & STEERS LTD	94,920	86,046
CORNING INC	21,394	32,076
COVIDIEN LIMITED	28,262	54,480
CREE INC	22,705	28,134
CSX CORPORATION	101,324	126,876
CVS CAREMARK CORP	89,876	137,772
CVS CAREMARK CORP	45,166	96,620
DANAHER CORP	39,683	133,865
DEVON ENERGY CORP	0	0
DIRECT TV	112,746	165,744
EMC CORP MASS	40,994	75,450
EMERSON ELECTRIC CO	34,911	91,234
ENCANA CORP	0	0
F5 NETWORKS INC	11,214	13,629
FAMILY DOLLAR STORES	0	0
FIRST REP BANK SAN FRANCISCO	121,103	183,225
GANNETT CO.	103,587	120,095
GE COMPANY	17,981	55,640
GLAXOSMITHKLINE ADR	42,674	50,721

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GOOGLE INC.	132,939	252,160
HAIN CELESTIAL GROUP	101,964	140,709
HEALTHCARE REIT	87,819	80,355
ILLUMINA INC	23,151	49,766
INTEL CORP	69,575	77,865
JOHNSON & JOHNSON	72,192	135,095
JOHNSON & JOHNSON	47,838	82,431
JOHNSON CONTROLS	22,200	41,040
LABORATORY CORP AMER HLDGS	29,748	41,117
LKQ CORP	72,796	207,270
MARKETAXESS HLDGS	15,914	20,078
MICROSOFT CORP	75,992	104,748
NESTLE ADR	41,224	110,136
NOVARTIS AG ADR	34,144	48,228
NOVOZYMES	12,287	89,523
ORACLE CORP	69,300	191,300
ORACLE CORP	0	0
PERRIGO CO	24,511	99,749
PORTLAND GEN ELEC CO	32,534	42,280
PRICER AB SER B	10,133	5,096
PROCTER & GAMBLE	46,912	73,269
QUALCOMM	29,211	33,413
QUALCOMM	58,331	111,375
ROCKWELL AUTOMATION	28,153	35,448
STANLEY BLACK AND DECKER	64,244	75,042
STATASYS INC	16,921	94,290
STRYKER CORP	58,604	150,280
TARGET CORP	9,599	9,491
TELENOR ASA ORD	89,233	107,832
TERADATA CORP	36,047	27,294

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TEVA PHARMACEUTICAL ADR	51,781	50,100
THERMO FISHER SCIENTIFIC	89,761	161,458
TOMRA SYSTEMS	26,736	29,056
TORAY INDUSTRIES INC	33,353	41,280
TRAVELERS COMPANIES	168,053	190,134
UNITED RENTAL	102,497	159,018
VARIAN MEDICAL SYSTEMS	43,172	85,459
WATERFURNACE	30,683	31,610
WELLS FARGO & COMPANY	27,580	181,600
XYLEM INC.	8,379	10,380

TY 2013 Investments - Other Schedule

Name: FRESH SOUND FOUNDATION INC

EIN: 06-1428363

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
COMMUNITY REINVESTMENT ACT QUAL	AT COST	201,542	188,138
DOUBLELINE TOTAL RETURN BOND FUND	AT COST	275,832	269,389
ENTERPRISE PRODUCTS	AT COST	2,122	232,050
EXCALIBUR PARTNERS LLP	AT COST	155,488	161,516
HIGHWATER GLOBAL FUND, LLC	AT COST	271,409	419,285
KINDER MORGAN ENERGY PARTNERS	AT COST	0	161,317
MAGELLAN MIDSTREAM PARTNERS	AT COST	35,123	240,426
MANAGERS BOND FUND	AT COST	239,120	242,790
MATTHEW ASIAN GROWTH & INCOME	AT COST	260,436	275,549
NOTHUNG PARTNERS LLP	AT COST	3,113	0
NUSTAR ENERGY (VALERO)	AT COST	0	0
OPPENHEIMER SR FLOAT RATE	AT COST	276,520	279,143
PIMCO TOTAL RETURN	AT COST	0	0
PLAINS ALL AMERICAN	AT COST	39,170	215,363
PRUDENTIAL HIGH YIELD FUND	AT COST	282,988	286,989
SUN INITIATIVE FINANCING	AT COST	50,000	50,000
VANGUARD INFLATION PROTECTION	AT COST	0	0

TY 2013 Legal Fees Schedule

Name: FRESH SOUND FOUNDATION INC

EIN: 06-1428363

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	13,271	0		0

TY 2013 Other Expenses Schedule

Name: FRESH SOUND FOUNDATION INC

EIN: 06-1428363

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	55	55		0
BENEFACTOR ADVISOR	35,000	35,000		0
WEB DESIGN	141	0		0

TY 2013 Other Income Schedule

Name: FRESH SOUND FOUNDATION INC

EIN: 06-1428363

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP INVESTMENT INCOME	61,460	61,460	

TY 2013 Other Liabilities Schedule

Name: FRESH SOUND FOUNDATION INC

EIN: 06-1428363

Description	Beginning of Year - Book Value	End of Year - Book Value
KINDER MORGAN CAPITAL ACCOUNT	42,166	45,342

TY 2013 Other Professional Fees Schedule

Name: FRESH SOUND FOUNDATION INC

EIN: 06-1428363

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY	53,526	53,526		0

TY 2013 Taxes Schedule

Name: FRESH SOUND FOUNDATION INC

EIN: 06-1428363

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	3,465	3,465		0
FEDERAL TAXES	5,678	5,678		0

TY 2013 IRS Payment

Name:	FRESH SOUND FOUNDATION INC
EIN:	06-1428363
Routing Transit Number:	031100157
Bank Account Number:	4172669525
Type of Account:	Checking
Payment Amount in Dollars and Cents:	18,466
Requested Payment Date:	2014-11-13
Taxpayer's Daytime Phone Number:	(617) 354-3814