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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.

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation

G.P.B. FOUNDATION

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

99 E. SAKONNET POINT ROAD

Room/suite

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

LITTLE COMPTON, RI 02837-0000

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 1,525,355. (Part I, column (d) must be on cash basis)

J Accounting method:

☐ Cash☒ Accrual☐ Other (specify)

A Employer identification number

06-1484294

B Telephone number

401-421-8900

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I

Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received

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

31,386.

31,386.

STATEMENT 1

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

152,181.

b Gross sales price for all assets on line 6a

927,544.

7 Capital gain net income (from Part IV, line 2)

152,181.

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)

11 Other income

12 Total. Add lines 1 through 11

183,567.

183,567.

13 Compensation of officers, directors, trustees, etc

0.

0.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

STMT 2

270.

270.

0.

b Accounting fees

c Other professional fees

17 Interest

18 Taxes

STMT 3

588.

588.

0.

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

STMT 4

140.

140.

0.

24 Total operating and administrative expenses. Add lines 13 through 23

998.

998.

0.

25 Contributions, gifts, grants paid

69,800.

69,800.

26 Total expenses and disbursements. Add lines 24 and 25

70,798.

998.

69,800.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

112,769.

b Net investment income (if negative, enter -0-)

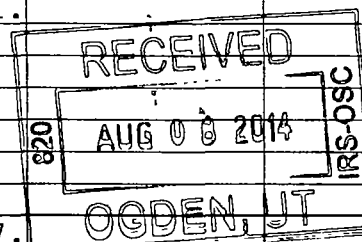
182,569.

c Adjusted net income (if negative, enter -0-)

N/A

SCANNED AUG 18 2014

Operating and Administrative Expenses



614 10

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	231,831.	144,564.	137,844.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 5	972,767.	1,169,815.	1,387,511.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		1,204,598.	1,314,379.	1,525,355.
17 Accounts payable and accrued expenses				
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/>			
	24 Unrestricted	1,204,598.	1,314,379.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>			
	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	1,204,598.	1,314,379.		
31 Total liabilities and net assets/fund balances	1,204,598.	1,314,379.		

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	1,204,598.
2 Enter amount from Part I, line 27a	2	112,769.
3 Other increases not included in line 2 (itemize) ▶ RETURN OF CAPITAL	3	312.
4 Add lines 1, 2, and 3	4	1,317,679.
5 Decreases not included in line 2 (itemize) ▶ ADJUST VALUE OF TRONOX, LTD.	5	3,300.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,314,379.

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 VARIOUS - SEE ATTACHED	P		
b VARIOUS - SEE ATTACHED	P	01/01/13	12/31/13
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 510,647.		411,084.	99,563.
b 416,897.		364,279.	52,618.
c			
d			
e			

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			99,563.
b			52,618.
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	152,181.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	45,600.	1,013,226.	.045005
2011	45,600.	954,139.	.047792
2010	39,600.	861,499.	.045966
2009	32,798.	737,581.	.044467
2008	34,650.	906,196.	.038237

2 Total of line 1, column (d)	2	.221467
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	.044293
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,341,552.
5 Multiply line 4 by line 3	5	59,421.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,826.
7 Add lines 5 and 6	7	61,247.
8 Enter qualifying distributions from Part XII, line 4	8	69,800.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	1,826.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	1,826.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	1,826.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments.			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,302.	
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	1,302.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed SEE STATEMENT 6	9	524.	
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
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?	X	
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	X	
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 SEE STATEMENT 7		X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>GRETA P. BROWN</u> Telephone no. ► <u>401-421-8900</u> Located at ► <u>99 E. SAKONNET POINT RD, LITTLE COMPTON, RI</u> ZIP+4 ► <u>02837</u>			
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 <u>N/A</u>			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes No	X X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) <u>N/A</u>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

N/A

5b

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

X

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GRETA P. BROWN	PRESIDENT/TREASURER			
99 E. SAKONNET POINT ROAD				
LITTLE COMPTON, RI 02837	2.00	0.	0.	0.
JAMES P. BROWN, III	VICE PRESIDENT			
1475 THIRD AVENUE, APT 8N				
NEW YORK, NY 10212	0.00	0.	0.	0.
SCOTT P. BROWN	VICE PRESIDENT			
63 LOVETT STREET				
BEVERLY, MA 01915	0.00	0.	0.	0.
KRISTIN M. BROWN	VICE PRESIDENT			
31 CHURCH STREET				
NORWICH, VT 05055	0.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

Form 990-PF (2013)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	1,213,109.
b	Average of monthly cash balances	1b	148,873.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,361,982.
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	1,361,982.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	20,430.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,341,552.
6	Minimum investment return. Enter 5% of line 5	6	67,078.

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	67,078.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,826.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,826.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	65,252.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	65,252.
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	65,252.

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	69,800.
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	69,800.
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	5	1,826.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	67,974.

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				65,252.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 69,800.				
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				65,252.
e Remaining amount distributed out of corpus	4,548.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	4,548.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	4,548.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013	4,548.			

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

N/A

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

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
WOMEN AND INFANTS	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	10,000.
POTTER LEAGUE FOR ANIMALS	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	500.
AUDOBON SOCIETY	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	500.
BROWN UNIVERSITY	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	20,000.
COMMUNITY PREP SCHOOL	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	500.
Total			SEE CONTINUATION SHEET(S)	69,800.
b Approved for future payment				
NONE				
Total				0.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
EPISCOPAL CHARITIES FUND	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	500.
FRIENDS OF LITTLE COMPTON	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	500.
GROTON SCHOOL	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	500.
LINCOLN SCHOOL	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	1,500.
RI COMMUNITY FOOD BANK	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	500.
SAKONNET PRESERVATION ASSOCIATION	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	500.
SAVE THE BAY	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	500.
ST. ANDREWS BY THE SEA	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	21,000.
ST. LAWRENCE UNIVERSITY	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	5,000.
STUDENT CONSERVATION	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	500.
Total from continuation sheets				38,300.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	
THE NATURE CONSERVANCY	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	2,000.
TRINITY REPERTORY COMPANY	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	1,500.
UNITED CONGREGATIONAL CHURCH	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	2,000.
WESTMINSTER SCHOOL	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	300.
CROHN'S AND COLITIS FOUNDATION	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	500.
WESTERN ANTIQUE AEROPLANE & AUTOMOBILE MUSEUM	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	500.
PROVIDENCE CHILDRENS MUSEUM	N/A	PUBLIC	TO SUPPORT CHARITABLE MISSION	500.
Total from continuation sheets				

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BROWN, LISLE/CUMMINGS	31,386.	0.	31,386.	31,386.	
TO PART I, LINE 4	31,386.	0.	31,386.	31,386.	

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	270.	270.		0.
TO FM 990-PF, PG 1, LN 16A	270.	270.		0.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INCOME TAX	500.	500.		0.
FOREIGN TAX	88.	88.		0.
TO FORM 990-PF, PG 1, LN 18	588.	588.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	140.	140.		0.
TO FORM 990-PF, PG 1, LN 23	140.	140.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
1000 SHS JOHNSON & JOHNSON	54,110.	91,590.
2000 SHS EMC CORP	38,588.	50,300.
4000 SHS GENERAL ELECTRIC	78,915.	84,090.
3000 SHS ALCOA INC	0.	0.
2000 SHS BRUKER CORP	0.	0.
5000 SHS TOWERSTREAM CORP	15,079.	14,800.
1000 SHS CORNING INC	15,090.	17,820.
1500 SHS OF JOHNSON CTLS	48,187.	76,950.
1000 SHS OLIN CORP	0.	0.
1500 SHS PERKINELMER INC	0.	0.
3000 SHS SUMMER INFANT INC	5,874.	5,430.
1000 BRISTOL SQUIBB	0.	0.
1000 CONOCOPHILLIPS	55,293.	70,650.
2000 DOW CHEMICAL CO	61,977.	88,800.
1000 EATON CORP	0.	0.
1500 KEYCORP	13,479.	20,130.
1000 MARATHON OIL	0.	0.
1000 MEDGENIC INC	0.	0.
3000 MONDELEZ INTL INC COM	82,183.	105,900.
2000 SEAGATE TECHNOLOGY PLC	0.	0.
2000 SPECTRA ENERGY	58,424.	71,240.
1000 SPIRIT AEROSYSTEMS HLDGS INC	17,527.	34,080.
1000 THE SCOTTS MIRACLE GRO COMPANY	0.	0.
1000 WASTE MANAGEMENT	0.	0.
1000 SHS HASBRO	0.	0.
2000 TRONOX LTD.	38,389.	46,140.
2000 ABBOT LABORATORIES	68,177.	76,660.
2000 BROOKS AUTOMATION	19,267.	20,980.
1000 CLIFFS INC	24,104.	26,210.
1000 MERCK & CO INC	44,721.	50,050.
2000 FORD MTR COR	32,992.	30,860.
2000 JAPAN SMALLER CAP	18,220.	18,340.
1000 POTASH CORP	30,616.	32,960.
2000 GOLDMAN SACHS GROUP	39,287.	37,116.
1000 MORGAN STANLEY DEO	19,890.	18,800.
1000 US BANCORP	20,168.	19,440.
1000 MORGAN STANLEY	28,462.	31,360.
500 ROYAL DUTCH	34,986.	37,555.
1000 CAMPBELL SOUP	41,725.	43,280.
1000 WHITEWAVE FOODS	21,730.	22,940.
1000 ALLEGHENY TECH	34,415.	35,630.
1000 DEVON ENERGY CORP	62,701.	61,870.
2000 MASCO CORP	45,239.	45,540.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,169,815.	1,387,511.

FORM 990-PF	INTEREST AND PENALTIES	STATEMENT	6
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TAX DUE FROM FORM 990-PF, PART VI	524.
LATE PAYMENT INTEREST	3.
LATE PAYMENT PENALTY	8.
TOTAL AMOUNT DUE	535.

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 8B	STATEMENT	7
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EXPLANATION

THE G.P.B. FOUNDATION IS NOT REQUIRED TO FILE FORM 990-PF WITH THE RI ATTORNEY GENERAL BECAUSE IT IS A 501(C)(3) CORPORATION AND DOES NOT MEET THE STATE'S DEFINITION OF A CHARITABLE TRUST.

FORM 990-PF	LATE PAYMENT PENALTY	STATEMENT	8
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DESCRIPTION	DATE	AMOUNT	BALANCE	MONTHS	PENALTY
TAX DUE	05/15/14	524.	524.	3	8.
DATE FILED	07/31/14		524.		
TOTAL LATE PAYMENT PENALTY					8.

FORM 990-PF	LATE PAYMENT INTEREST	STATEMENT	9
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DESCRIPTION	DATE	AMOUNT	BALANCE	RATE	DAYS	INTEREST
TAX DUE	05/15/14	524.	524.	.0300	77	3.
DATE FILED	07/31/14		527.			
TOTAL LATE PAYMENT INTEREST						3.

Account Positions (Previous Sales/Realized) for 0J8714682

As of Oct-01-2013 12:00 AM ET

Select Year

Related Links

[View all Closed Positions](#)

2013 Summary

	Short Term	Long Term
Gain	\$124,333.77	\$281,467.91
Loss	\$53,181.96	\$47,769.36
Disallowed Loss	\$0.00	\$0.00
Net Gain/Loss	\$71,151.81	\$233,698.55

2013 Details

ADT CORP C Symbol: ADT CUSIP: 001013106

Date of Sale	Date Acquired	Quantity	Proceeds	Cost/Share	Cost	Realized Gain/Loss	Realized Gain/Loss %	Holding Period	Cost Source	Covered/Non-Covered	Reason Code	Gifted/Inherited	Cost Selection Method
09/17/2013	02/04/2013	2,000.00	\$82,183.32	\$47.72	\$95,444.77	\$-13,261.45	\$-13.89%	Short	NFS	Covered	T	N/A	FIFO

APPLIED MA Symbol: AMAT CUSIP: 038222105

Date of Sale	Date Acquired	Quantity	Proceeds	Cost/Share	Cost	Realized Gain/Loss	Realized Gain/Loss %	Holding Period	Cost Source	Covered/Non-Covered	Reason Code	Gifted/Inherited	Cost Selection Method
09/26/2013	09/06/2013	2,000.00	\$35,244.60	\$15.86	\$31,715.50	\$3,528.10	\$11.12%	Short	NFS	Covered	T	N/A	FIFO
09/26/2013	06/06/2013	2,000.00	\$35,244.61	\$15.31	\$30,613.55	\$4,631.06	\$15.13%	Short	NFS	Covered	T	N/A	FIFO

Total: 4,000.00 \$70,489.21 \$62,330.05 \$8,159.16 \$13.09%

BANK AMER Symbol: BMLPRG CUSIP: 060505633

Date of Sale	Date Acquired	Quantity	Proceeds	Cost/Share	Cost	Realized Gain/Loss	Realized Gain/Loss %	Holding Period	Cost Source	Covered/Non-Covered	Reason Code	Gifted/Inherited	Cost Selection Method
04/02/2013	09/28/2011	1,000.00	\$21,617.01	\$12.46	\$12,462.65	\$9,154.36	\$73.45%	Long	NFS	Covered	T	N/A	FIFO
04/02/2013	10/19/2010	781.000	\$16,882.88	\$17.09	\$13,347.64	\$3,535.24	\$26.49%	Long	NFS	Non-Covered	D	N/A	FIFO
04/01/2013	10/19/2010	1,219.000	\$26,468.66	\$17.09	\$20,833.26	\$5,635.60	\$27.05%	Long	NFS	Non-Covered	D	N/A	FIFO

Total: 3,000.00 \$64,968.75 \$46,643.55 \$18,325.20 \$39.29%

BRISTOL MY Symbol: BMY CUSIP: 110122108

Date of Sale	Date Acquired	Quantity	Proceeds	Cost/Share	Cost	Realized Gain/Loss	Realized Gain/Loss %	Holding Period	Cost Source	Covered/Non-Covered	Reason Code	Gifted/Inherited	Cost Selection Method
03/26/2013	10/31/2012	2,000.00	\$80,341.80	\$33.78	\$67,558.11	\$12,783.69	\$18.92%	Short	NFS	Covered	T	N/A	FIFO
03/26/2013	09/11/2012	2,000.00	\$80,341.80	\$34.00	\$67,993.49	\$12,348.31	\$18.16%	Short	NFS	Covered	T	N/A	FIFO

Total: 4,000.00 \$160,683.60 \$135,551.60 \$25,132.00 \$18.54%

BROADCOM C Symbol: BRCM CUSIP: 111320107

Date of Sale	Date Acquired	Quantity	Proceeds	Cost/Share	Cost	Realized Gain/Loss	Realized Gain/Loss %	Holding Period	Cost Source	Covered/Non-Covered	Reason Code	Gifted/Inherited	Cost Selection Method
07/25/2013	07/16/2012	1,000.00	\$26,572.92	\$11.64	\$31,644.01	\$-5,071.09	\$-16.03%	Long	NFS	Covered	T	N/A	FIFO
07/25/2013	06/13/2012	2,000.00	\$53,145.85	\$34.49	\$68,982.50	\$-15,836.65	\$-22.96%	Long	NFS	Covered	T	N/A	FIFO

Total: 3,000.00 \$79,718.77 \$100,626.51 \$-20,907.74 \$-20.78%

BRUKER COR Symbol: BRKR CUSIP: 116794108

Date of Sale	Date Acquired	Quantity	Proceeds	Cost/Share	Cost	Realized Gain/Loss	Realized Gain/Loss %	Holding Period	Cost Source	Covered/Non-Covered	Reason Code	Gifted/Inherited	Cost Selection Method
08/01/2013	07/24/2012	2,000.00	\$39,152.82	\$11.20	\$22,407.44	\$16,745.38	\$74.73%	Long	NFS	Covered	T	N/A	FIFO
08/01/2013	09/02/2010	2,000.00	\$39,152.81	\$12.81	\$25,628.19	\$13,524.62	\$52.77%	Long	NFS	Non-Covered	D	N/A	FIFO
08/01/2013	05/14/2010	2,000.00	\$39,152.81	\$13.91	\$27,821.84	\$11,330.97	\$40.73%	Long	NFS	Non-Covered	D	N/A	FIFO

Total: 6,000.00 \$117,458.44 \$75,857.47 \$41,600.97 \$54.84%

CLIFFS NAT Symbol: CLF CUSIP: 18683K101

Date of Sale	Date Acquired	Quantity	Proceeds	Cost/Share	Cost	Realized Gain/Loss	Realized Gain/Loss %	Holding Period	Cost Source	Covered/Non-Covered	Reason Code	Gifted/Inherited	Cost Selection Method
07/02/2013	08/20/2012	1,000.00	\$16,503.40	\$42.02	\$42,023.50	\$-25,520.10	\$-60.73%	Short	NFS	Covered	T	N/A	Specific Share#

COMMUNITY Symbol: CBU CUSIP: 203607106

Date of Sale	Date Acquired	Quantity	Proceeds	Cost/Share	Cost	Realized Gain/Loss	Realized Gain/Loss %	Holding Period	Cost Source	Covered/Non-Covered	Reason Code	Gifted/Inherited	Cost Selection Method
03/08/2013	07/01/2011	2,000.00	\$57.69	\$25.49	\$50.98	\$6,711.09	\$13.16%	Long	NFS	Covered	T	N/A	FIFO

[illegible]

Date of Sale	Date Acquired	Quantity	Proceeds	Cost/Share	Cost	Realized Gain/Loss	Realized Gain/Loss %	Holding Period	Cost Source	Covered/Non-Covered	Reason Code	Gifted/Inherited	Cost Selection Method
02/26/2013	11/19/2010	2,000.000	\$3,859.62	\$6.91	\$13,818.32	\$-\$9,958.70	-72.07%	Long	NFS	Non-Covered	D	N/A	FIFO
02/26/2013	04/20/2010	3,000.000	\$5,789.42	\$6.92	\$20,767.46	\$-\$14,978.04	-72.12%	Long	NFS	Non-Covered	D	N/A	FIFO
Total:		5,000.00	\$9,649.04		\$34,585.78	\$-\$24,936.74	-72.10%						

THE SCOTTS Symbol: SMG CUSIP: 810186106

Date of Sale	Date Acquired	Quantity	Proceeds	Cost/Share	Cost	Realized Gain/Loss	Realized Gain/Loss %	Holding Period	Cost Source	Covered/Non-Covered	Reason Code	Gifted/Inherited	Cost Selection Method
08/14/2013	06/18/2012	1,500.000	\$80,322.89	\$39.68	\$59,519.26	\$20,803.63	34.95%	Long	NFS	Covered	T	N/A	FIFO

US BANCORP Symbol: USBPRH CUSIP: 902973155

Date of Sale	Date Acquired	Quantity	Proceeds	Cost/Share	Cost	Realized Gain/Loss	Realized Gain/Loss %	Holding Period	Cost Source	Covered/Non-Covered	Reason Code	Gifted/Inherited	Cost Selection Method
01/04/2013	05/31/2012	2,000.000	\$49,266.81	\$22.91	\$45,825.11	\$3,441.70	7.51%	Short	NFS	Covered	T	N/A	FIFO
01/04/2013	05/08/2012	2,000.000	\$49,266.81	\$22.97	\$45,941.80	\$3,325.01	7.24%	Short	NFS	Covered	T	N/A	FIFO
Total:		4,000.00	\$98,533.62		\$91,766.91	\$6,766.71	7.37%						

VODAFONE G Symbol: VOD CUSIP: 92857W209

Date of Sale	Date Acquired	Quantity	Proceeds	Cost/Share	Cost	Realized Gain/Loss	Realized Gain/Loss %	Holding Period	Cost Source	Covered/Non-Covered	Reason Code	Gifted/Inherited	Cost Selection Method
08/29/2013	03/04/2013	2,000.000	\$62,868.58	\$25.58	\$51,151.68	\$11,717.17	22.91%	Short	NFS	Covered	T	N/A	FIFO
08/29/2013	02/01/2013	3,000.000	\$94,303.28	\$27.69	\$83,080.16	\$11,223.12	13.51%	Short	NFS	Covered	T	N/A	FIFO
Total:		5,000.00	\$157,171.86		\$134,231.84	\$22,940.29	17.09%						

WASTE MANA Symbol: WM CUSIP: 94106L109

Date of Sale	Date Acquired	Quantity	Proceeds	Cost/Share	Cost	Realized Gain/Loss	Realized Gain/Loss %	Holding Period	Cost Source	Covered/Non-Covered	Reason Code	Gifted/Inherited	Cost Selection Method
05/30/2013	04/30/2012	2,000.000	\$83,850.24	\$34.76	\$69,525.97	\$14,324.27	20.60%	Long	NFS	Covered	T	N/A	FIFO
05/30/2013	01/10/2012	2,000.000	\$83,850.25	\$33.93	\$67,855.45	\$15,994.80	23.57%	Long	NFS	Covered	T	N/A	FIFO
Total:		4,000.00	\$167,700.49		\$137,381.42	\$30,319.07	22.07%						

WEYERHAEUS Symbol: WY CUSIP: 962166104

Date of Sale	Date Acquired	Quantity	Proceeds	Cost/Share	Cost	Realized Gain/Loss	Realized Gain/Loss %	Holding Period	Cost Source	Covered/Non-Covered	Reason Code	Gifted/Inherited	Cost Selection Method
01/31/2013	11/16/2011	3,000.000	\$88,917.67	\$17.02	\$51,059.90	\$37,857.77	74.14%	Long	NFS	Covered	T	N/A	FIFO
01/31/2013	10/14/2011	2,000.000	\$59,278.45	\$17.37	\$34,739.62	\$24,538.83	70.64%	Long	NFS	Covered	T	N/A	FIFO
Total:		5,000.00	\$148,196.12		\$85,799.52	\$62,396.60	72.72%						

Total Values have been calculated based on the available amounts as they appear in the table above. Additional values appearing as N/A (Not Available), --- (3 dashes), NIGO, and Unknown have not been included.

* Some or all of the lot(s) you identified for this transaction do not correspond with our records. We have therefore provided cost and gain/loss information based on the account's cost basis disposal method for lots we were unable to identify. Please refer to your trade confirm, which displays the lot(s) elected for this trade.

[View important positions and tax information](#)

☒ **Important Positions and Tax Information**

Total Values have been calculated based on the available amounts as they appear in the table above. Additional values appearing as N/A (Not Available), --- (3 dashes), NIGO, and Unknown have not been included.

Retirement account cost and associated gain/loss information should not be used for tax reporting purposes. Such information is provided to help you estimate and track the change in market value of each position relative to your investments in this security (which may not include reinvestments) and is based on a first-in, first out (FIFO) methodology unless otherwise indicated. Fidelity makes no warranties with respect to, and specifically disclaims any liability arising out of your use of, or any position taken in reliance upon, Fidelity-provided cost and associated gain/loss information.

Warning: If the taxpayer sold shares of a position and used the average cost method to calculate and report cost basis and gain/loss to the IRS, special rules may apply to the cost basis calculation of this position. Consult a tax advisor or the IRS for more information about changing/converting cost basis information.

National Financial Services LLC and Fidelity Brokerage Services LLC (together "Fidelity") will report certain cost basis and holding period information to you and to the IRS on your annual Form 1099-B, but Fidelity-provided estimated cost basis (including cost basis and short sale proceeds information provided to Fidelity by customers), realized gain and loss, and holding period information may not reflect all adjustments necessary for tax purposes. Unless otherwise specified, Fidelity determines cost basis at the time of sale based on the average cost method for open-end mutual funds and based on the FIFO for securities other than open-end mutual funds.

IRS rules effective for 2012 require Fidelity to report average cost differently for 1099-B reporting. On the 1099-B form for 2012 and later years, the average cost will be calculated separately for shares purchased before 2012 ("non-covered" shares) and shares purchased in 2012 or later ("covered" shares). For positions set to average cost, the per share cost basis displayed is calculated as the average price of all shares in the position on the position pages and bifurcated on the lot details/average cost summary page. Your covered and non-covered average cost is displayed on the lot details/average cost summary pages, and open lot transmissions and exports. For trades of positions set up for average cost, shares are depleted by removing the oldest shares first, starting with non-covered shares. To request that covered shares be depleted instead of non-covered shares, please submit a Service

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

Department of the Treasury
Internal Revenue Service

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions.	Enter filer's identifying number
File by the due date for filing your return. See instructions.	G.P.B. FOUNDATION	Employer identification number (EIN) or 06-1484294
	Number, street, and room or suite no. If a P.O. box, see instructions. 99 E. SAKONNET POINT ROAD	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions LITTLE COMPTON, RI 02837-0000	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

GRETA P. BROWN

- The books are in the care of ► **99 E. SAKONNET POINT RD - LITTLE COMPTON, RI 02837**

Telephone No ► **401-421-8900**

Fax No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year **2013** or
- ☐ tax year beginning _____, and ending _____

- 2** If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	1,302.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions