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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundations

OMB No 1545-0052

2013

Open to Public Inspection

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.

For calendar year 2013 or tax year beginning

, and ending

Name of foundation

THE SHARPE FAMILY FOUNDATION

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

C/O KLR, 951 NORTH MAIN STREET

Room/suite

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

PROVIDENCE, RI 02904

G Check all that apply

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

H Check type of organization

 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

J Accounting method

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

► \$ 24,970,793. (Part I, column (d) must be on cash basis.)

X Cash Accrual Other (specify) _____

A Employer identification number

13-6208422

B Telephone number

401-274-2001

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			N/A	
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	7.	7.		STATEMENT 1
4	Dividends and interest from securities	314,956.	314,956.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	<676,449.>			
b	Gross sales price for all assets on line 6a	1,468,428.			
7	Capital gain net income (from Part IV, line 2)		0.		
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	<361,486.>	314,963.		
13	Compensation of officers, directors, trustees, etc	0.	0.	0.	
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	STMT 3	19,445.	9,723.	9,722.
c	Other professional fees	STMT 4	31,185.	31,185.	0.
17	Interest				
18	Taxes	STMT 5	5,000.	0.	E2-671 MAY 1 2014 IRS-OS 0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	STMT 6	125.	0.	125.
24	Total operating and administrative expenses. Add lines 13 through 23		55,755.	40,908.	9,847.
25	Contributions, gifts, grants paid		1,384,625.		1,384,625.
26	Total expenses and disbursements. Add lines 24 and 25		1,440,380.	40,908.	1,394,472.
27	Subtract line 26 from line 12		<1,801,866.>		
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		274,055.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		808,919.	479,783.	479,783.
	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 7	22,505,316.	20,882,586.	24,341,010.
	c Investments - corporate bonds				
Liabilities	11 Investments - land, buildings and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 8	0.	150,000.	150,000.
	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)		23,314,235.	21,512,369.	24,970,793.
	17 Accounts payable and accrued expenses				
	18 Grants payable				
Net Assets or Fund Balances	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.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
Net Assets or Fund Balances	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		23,314,235.	21,512,369.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		0.	0.	
	30 Total net assets or fund balances		23,314,235.	21,512,369.	
31 Total liabilities and net assets/fund balances			23,314,235.	21,512,369.	

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	23,314,235.
2 Enter amount from Part I, line 27a	2	<1,801,866. >
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	21,512,369.
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	21,512,369.

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 NORTHERN TRUST CO - AVAILABLE UPON REQUEST		VARIOUS	VARIOUS
b BNY MELLON - AVAILABLE UPON REQUEST		VARIOUS	11/29/13
c BNY MELLON - AVAILABLE UPON REQUEST		VARIOUS	VARIOUS
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 67,935.		42,626.	25,309.
b 800,000.		606,315.	193,685.
c 600,493.		1,495,936.	<895,443.>
d			
e			
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			25,309.
b			193,685.
c			<895,443.>
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	<676,449.>
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	1,442,747.	24,318,871.	.059326
2011	1,409,988.	27,037,457.	.052149
2010	1,167,759.	24,073,395.	.048508
2009	1,082,707.	20,621,883.	.052503
2008	1,433,550.	30,569,251.	.046895
2 Total of line 1, column (d)		2	.259381
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	.051876
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5		4	25,126,442.
5 Multiply line 4 by line 3		5	1,303,459.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	2,741.
7 Add lines 5 and 6		7	1,306,200.
8 Enter qualifying distributions from Part XII, line 4		8	1,394,472.

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	(attach copy of letter if necessary-see instructions)	1	2,741.
Date of ruling or determination letter _____				
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 2b			
c	All other domestic foundations enter 2% of line 2b 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-)			
3	Add lines 1 and 2	2,741.		
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	5,086.		
b	Exempt foreign organizations - tax withheld at source			
c	Tax paid with application for extension of time to file (Form 8868)			
d	Backup withholding erroneously withheld			
7	Total credits and payments Add lines 6a through 6d	5,086.		
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	2,345.		
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ►			
	2,345. Refunded ►	0.		
	11			

Part VII-A | Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?		
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>			
1c	Did the foundation file Form 1120-POL for this year?	X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year		
(1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.		N/A	
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		
<i>If "Yes," attach a detailed description of the activities.</i>			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		
b	If "Yes," has it filed a tax return on Form 990-T for this year?		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		
<i>If "Yes," attach the statement required by General Instruction T</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either		
● By language in the governing instrument, or			
● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?			
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
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? <i>If "No," attach explanation</i>		
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		

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	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	<input checked="" type="checkbox"/>
14	The books are in care of ► <u>KAHN, LITWIN, RENZA & CO., LTD.</u> Telephone no ► <u>401-274-2001</u> Located at ► <u>951 NORTH MAIN STREET, PROVIDENCE, RI</u> ZIP+4 ► <u>02904</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	<input type="checkbox"/> N/A
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ►	16	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No X

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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?		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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?	4a	<input checked="" type="checkbox"/> X
		4b	<input checked="" type="checkbox"/> 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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A		5b
Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>		
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	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A		7b

Part VIII | Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		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

Form 990-PF (2013)

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

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

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


0

Part IX-A **Summary of Direct Charitable Activities**

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B **Summary of Program-Related Investments**

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

Amount

1	N/A	
2		
3		

All other program-related investments. See instructions

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	24,724,034.
b	Average of monthly cash balances	1b	785,044.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	25,509,078.
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	25,509,078.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	382,636.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	25,126,442.
6	Minimum investment return Enter 5% of line 5	6	1,256,322.

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	1,256,322.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,741.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,741.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,253,581.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,253,581.
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	1,253,581.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	1,394,472.
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	1,394,472.
b	Cash distribution test (attach the required schedule)	5	2,741.
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	1,391,731.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,253,581.
2 Undistributed income, if any, as of the end of 2013			0.	
a Enter amount for 2012 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012	92,879.			
f Total of lines 3a through e	92,879.			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 1,394,472.			0.	
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				1,253,581.
e Remaining amount distributed out of corpus	140,891.			
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:	233,770.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0.	
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		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	233,770.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012	92,879.			
e Excess from 2013	140,891.			

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AFS-USA, INC 198 MADISON AVENUE, 8TH FLOOR NEW YORK, NY 10016	NONE	PUBLIC CHARITY	EDUCATION	3,000.
AIDS PROJECT RHODE ISLAND 232 WEST EXCHANGE STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
APPALACHIAN MOUNTAIN CLUB 5 JOY STREET BOSTON, MA 02108	NONE	PUBLIC CHARITY	CHARITABLE	1,500.
AUDUBON SOCIETY OF RI 12 SANDERSON ROAD SMITHFIELD, RI 02917	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
BOYS AND GIRLS CLUB OF PROVIDENCE 550 WICKENDEN STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
Total	SEE CONTINUATION SHEET(S)			► 3a 1,384,625.
b Approved for future payment				
NONE				
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
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		<361,486.0.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	<361,486.0.
(See worksheet in line 13 instructions to verify calculations)					

Relationship of Activities to the Accomplishment of Exempt Purposes

THE SHARPE FAMILY FOUNDATION

13-6208422

Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
BROWN UNIVERSITY OFFICE OF DEVELOPMENT, BOX 1893 PROVIDENCE, RI 02912	NONE	PUBLIC CHARITY	EDUCATION	75,000.
BUTLER HOSPITAL 345 BLACKSTONE BOULEVARD PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	CHARITABLE	2,000.
CAPITAL GOOD FUND 26 7TH STREET PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
CERES 99 CHAUNCY STREET, 6TH FL BOSTON, MA 02111	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
CITY YEAR OF RHODE ISLAND 77 EDDY STREET FL 2 PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
COLLEGE OF THE ATLANTIC 105 EDEN STREET BAR HARBOR, ME 04609	NONE	PUBLIC CHARITY	EDUCATION	160,000.
COMMON CAUSE RHODE ISLAND 245 WATERMAN STREET PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
COMMUNITY PREPARATORY SCHOOL 126 SOMERSET STREET PROVIDENCE, RI 02907	NONE	PUBLIC CHARITY	EDUCATION	1,000.
COMMUNITY WORKS 25 WEST STREET BOSTON, MA 02111	NONE	PUBLIC CHARITY	CHARITABLE	1,500.
CONCORD ACADEMY 166 MAIN STREET CONCORD, MA 01742	NONE	PUBLIC CHARITY	CHARITABLE	53,000.
Total from continuation sheets				1,368,125.

THE SHARPE FAMILY FOUNDATION

13-6208422

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CONCORD COMMUNITY CHEST 111 OLD ROAD TO NINE ACRE CORNER CONCORD, MA 01742	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
CONCORD LAND CONSERVATION TRUST P.O. BOX 141 CONCORD, MA 01742	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
CONCORD LIBRARY 129 MAIN STREET CONCORD, MA 01742	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
CONCORD MUSEUM 200 LEXINGTON ROAD, PO BOX 146 CONCORD, MA 01742	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
CONSERVATION LAW FOUNDATION 55 DORRANCE STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	CHARITABLE	26,000.
CONSERVATION LAW FOUNDATION 62 SUMMER STREET BOSTON, MA 02110	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
CROSSROADS RHODE ISLAND 160 BROAD STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
CYCLE KIDS 5 JFK STREET, SUITE 205 CAMBRIDGE, MA 02138	NONE	PUBLIC CHARITY	CHARITABLE	4,000.
DEERFIELD ACADEMY 7 BOYDEN LANE, PO BOX 87 DEERFIELD, MA 01342	NONE	PUBLIC CHARITY	EDUCATION	5,000.
DORCAS INTERNATIONAL INSTITUTE OF RHODE ISLAND 220 ELMWOOD AVENUE PROVIDENCE, RI 02907	NONE	PUBLIC CHARITY	EDUCATION	6,000.
Total from continuation sheets				

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
DUTCH ISLAND LIGHTHOUSE SOCIETY PO BOX 435 SAUNDERSTOWN, RI 02874	NONE	PUBLIC CHARITY	CHARITABLE	1,900.
EARTHWATCH INSTITUTE 3 CLOCK TOWER PLACE, SUITE 100 MAYNARD, MA 01754	NONE	PUBLIC CHARITY	CHARITABLE	3,000.
EMERSON HEALTH CARE FOUNDATION 133 OLD ROAD TO NINEACRE CORNER CONCORD, MA 01742	NONE	PUBLIC CHARITY	CHARITABLE	11,000.
EMERSON UMBRELLA CENTER FOR THE ARTS 40 STOW STREET CONCORD, MA 01742	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
ENVIRONMENT NORTHEAST P.O. BOX 583 ROCKPORT, ME 04856	NONE	PUBLIC CHARITY	CHARITABLE	2,000.
FAMILY SERVICE OF RHODE ISLAND PO BOX 6688 PROVIDENCE, RI 02940	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
FENN SCHOOL 516 MONUMENT STREET CONCORD, MA 01742	NONE	PUBLIC CHARITY	CHARITABLE	28,000.
FIRST PARISH IN CONCORD 20 LEXINGTON ROAD CONCORD, MA 01742	NONE	PUBLIC CHARITY	RELIGIOUS	10,000.
FOREST SOCIETY OF MAINE 115 FRANKLIN ST, 3RD FLOOR BANGOR, ME 04401	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
FRENCHMAN BAY CONSERVANCY 71 TIDAL FALLS ROAD, PO BOX 150 HANCOCK, ME 04640	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
Total from continuation sheets				

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
FUND FOR COMMUNITY PROGRESS 90 JEFFERSON BOULEVARD WARWICK, RI 02888	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
GAINING GROUND P.O. BOX 374 CONCORD, MA 01742	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
GROUNDWORK PROVIDENCE 69 WASHINGTON STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
GROW SMART RHODE ISLAND 235 PROMENADE STREET SUITE 550 PROVIDENCE, RI 02908	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
HISTORIC NEW ENGLAND 141 CAMBRIDGE STREET BOSTON, MA 02114	NONE	PUBLIC CHARITY	EDUCATION	4,000.
KENT COUNTY HOSPITAL 455 TOLL GATE ROAD WARWICK, RI 02886	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
LAND CONSERVANCY OF NORTH KINGSTOWN PO BOX 1499 NORTH KINGSTOWN, RI 02852	NONE	PUBLIC CHARITY	CHARITABLE	500.
LAND TRUST ALLIANCE 1331 H ST NW, SUITE 400 WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	CHARITABLE	40,000.
LOWELL COMMUNITY HEALTH CENTER 585-597 MERRIMACK STREET LOWELL, MA 01854	NONE	PUBLIC CHARITY	CHARITABLE	138,500.
MADEIRA SCHOOL 8328 GEORGETOWN PIKE MCLEAN, VA 22102	NONE	PUBLIC CHARITY	EDUCATION	2,000.
Total from continuation sheets				

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

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
MAINE COAST HERITAGE TRUST BOWDOIN MILL, 1 MAIN STREET, STE 201 TOPSHAM, ME 04086	NONE	PUBLIC CHARITY	CHARITABLE	4,000.
MAINE COAST MEMORIAL HOSPITAL 50 UNION STREET ELLSWORTH, ME 04605	NONE	PUBLIC CHARITY	CHARITABLE	2,000.
MAINE ORGANIC FARMERS & GARDENERS ASSOCIATION PO BOX 170 UNITY, ME 04988	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
MAINE SEACOAST MISSION 127 WEST STREET BAR HARBOR, ME 04609	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
MASSACHUSETTS AUDUBON SOCIETY 208 SOUTH GREAT ROAD LINCOLN, RI 01773	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
METROPOLITAN REGIONAL CAREER AND TECHNICAL CENTER 325 PUBLIC STREET PROVIDENCE, RI 02905	NONE	PUBLIC CHARITY	EDUCATION	10,000.
MOSES BROWN SCHOOL 250 LLOYD AVENUE PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	EDUCATION	1,000.
MOUNT DESERT ISLAND BIOLOGICAL LABORATORY OLD BAR HARBOR ROAD, PO BOX 35 SALISBURY COVE, ME 04672	NONE	PUBLIC CHARITY	CHARITABLE	8,000.
NARROW RIVER LAND TRUST PO BOX 641 SOUTH KINGSTOWN, RI 02880	NONE	PUBLIC CHARITY	CHARITABLE	20,000.
NARROW RIVER PRESERVATION ASSOCIATION PO BOX 8 SAUNDERSTOWN, RI 02874	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
Total from continuation sheets				

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

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
<u>NATURESERVE</u> 1101 WILSON BOULEVARD, 15TH FLOOR ARLINGTON, VA 22209	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
<u>NORMAN BIRD SANCTUARY</u> 583 THIRD BEACH ROAD MIDDLETOWN, RI 02842	NONE	PUBLIC CHARITY	CHARITABLE	500.
<u>NORTH KINGSTOWN FREE LIBRARY</u> 100 BOONE ST. NORTH KINGSTOWN, RI 02852	NONE	PUBLIC CHARITY	EDUCATION	500.
<u>oberlin college</u> 101 NORTH PROFESSOR STREET oberlin, OH 44074	NONE	PUBLIC CHARITY	EDUCATION	3,000.
<u>PHILLIPS EXETER ACADEMY</u> 20 MAIN STREET EXETER, NH 03833	NONE	PUBLIC CHARITY	EDUCATION	5,000.
<u>PLANNED PARENTHOOD FEDERATION OF AMERICA</u> 434 WEST 33RD STREET NEW YORK, NY 10001	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
<u>PLANNED PARENTHOOD OF MASSACHUSETTS</u> 631 LINCOLN STREET WORCESTER, MA 01605	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
<u>PLANNED PARENTHOOD OF RHODE ISLAND</u> 111 POINT STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	CHARITABLE	25,000.
<u>PROVIDENCE COMMUNITY LIBRARY</u> 441 PRAIRIE AVENUE PROVIDENCE, RI 02905	NONE	PUBLIC CHARITY	EDUCATION	4,000.
<u>PROVIDENCE PRESERVATION SOCIETY</u> 21 MEETING STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
<u>Total from continuation sheets</u>				

THE SHARPE FAMILY FOUNDATION

13-6208422

Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PROVIDENCE PUBLIC LIBRARY 225 WASHINGTON STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	EDUCATION	1,000.
RHODE ISLAND COMMUNITY FOOD BANK 200 NIANTIC AVENUE PROVIDENCE, RI 02907	NONE	PUBLIC CHARITY	CHARITABLE	15,000.
RHODE ISLAND FREE CLINIC 655 BROAD STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
RHODE ISLAND HOSPITAL FOUNDATION ONE UNION STATION PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
RHODE ISLAND LAND TRUST COUNCIL PO BOX 633 SAUNDERSTOWN, RI 02874	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
RHODE ISLAND NATURAL HISTORY SURVEY 1 GREENHOUSE RD. KINGSTON, RI 02881	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
RHODE ISLAND PUBLIC EXPENDITURE COUNCIL 300 RICHMOND STREET SUITE 200 PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	CHARITABLE	7,500.
RHODE ISLAND PUBLIC RADIO ONE UNION STATION PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	EDUCATION	30,000.
RHODE ISLAND SCHOOL OF DESIGN PO BOX 242 PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	EDUCATION	10,000.
RHODE ISLANDERS SPONSORING EDUCATION 17 GORDON AVENUE PROVIDENCE, RI 02905	NONE	PUBLIC CHARITY	EDUCATION	3,500.
Total from continuation sheets				

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
RI ZOOLOGICAL SOCIETY 1000 ELMWOOD AVENUE PROVIDENCE, RI 02907	NONE	PUBLIC CHARITY	CHARITABLE	2,000.
RISD MUSEUM OF ART 224 BENEFIT STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
ROBERT ABBE MUSEUM PO BOX 286 BAR HARBOR, ME 04609	NONE	PUBLIC CHARITY	EDUCATION	26,000.
SANDRA FEINSTEIN GAMM THEATRE 172 EXCHANGE STREET PAWTUCKET, RI 02860	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
SARAH LAWRENCE COLLEGE 1 MEAD WAY BRONXVILLE, NY 10708	NONE	PUBLIC CHARITY	EDUCATION	5,000.
SAVE THE BAY, INC. 100 SAVE THE BAY DRIVE PROVIDENCE, RI 02905	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
SOUTH COUNTY HOSPITAL 100 KENYON AVENUE WAKEFIELD, RI 02879	NONE	PUBLIC CHARITY	CHARITABLE	61,000.
SOUTH KENT SCHOOL 40 BULL'S BRIDGE ROAD SOUTH KENT, CT 06785	NONE	PUBLIC CHARITY	EDUCATION	5,000.
SOUTH KINGSTOWN LAND TRUST 313 MAIN STREET, SUITE C WAKEFIELD, RI 02879	NONE	PUBLIC CHARITY	CHARITABLE	500.
SOUTHSIDE COMMUNITY LAND TRUST 109 SOMERSET STREET PROVIDENCE, RI 02907	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
Total from continuation sheets				

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
ST. PAUL'S EPISCOPAL CHURCH 55 MAIN STREET NORTH KINGSTOWN, RI 02852	NONE	PUBLIC CHARITY	RELIGIOUS	16,000.
THE BOSTON FOUNDATION 75 ARLINGTON STREET, #1000 BOSTON, MA 02116	NONE	PUBLIC CHARITY	CHARITABLE	16,600.
THE FOOD PROJECT 10 LEWIS STREET LINCOLN, MA 01773	NONE	PUBLIC CHARITY	CHARITABLE	6,000.
THE FOUNDATION FOR FREE FLIGHT PO BOX 518 DUNLAP, CA 93621	NONE	PUBLIC CHARITY	CHARITABLE	20,000.
THE FOUNDATION FOR WEST AFRICA 219 WASHINGTON ROAD BARRINGTON, RI 02806	NONE	PUBLIC CHARITY	CHARITABLE	2,000.
THE MIRIAM HOSPITAL FOUNDATION 164 SUMMIT AVENUE PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
THE NATURE CONSERVANCY- MAINE CHAPTER 14 MAINE STREET, SUITE 401 BRUNSWICK, ME 04011	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
THE NATURE CONSERVANCY- MASSACHUSETTS CHAPTER 205 PORTLAND STREET, SUITE 400 BOSTON, MA 02114	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
THE NATURE CONSERVANCY- RHODE ISLAND FIELD OFFICE 159 WATERMAN STREET PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	CHARITABLE	65,000.
THE PROVIDENCE ATHENAEUM 251 BENEFIT STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	EDUCATION	2,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THE RHODE ISLAND FOUNDATION 1 UNION STREET, #6 PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
THE RHODE ISLAND HISTORICAL SOCIETY 110 BENEVOLENT STREET PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	EDUCATION	2,000.
THE SOMERVILLE HOMELESS COALITION P.O. BOX 440436 SOMERVILLE, MA 02144	NONE	PUBLIC CHARITY	CHARITABLE	3,000.
THE TRUSTEES OF RESERVATIONS 396 MOOSE HILL STREET SHARON, MA 02067	NONE	PUBLIC CHARITY	CHARITABLE	1,500.
THE WALDEN WOODS PROJECT 44 BAKER FARM ROAD LINCOLN, MA 01773	NONE	PUBLIC CHARITY	CHARITABLE	1,500.
TPC SOCIAL VENTURES, INC. 528 NORTH MAIN STREET PROVIDENCE, RI 02904	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
TRINITY REPERTORY THEATRE 201 WASHINGTON STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	CHARITABLE	101,500.
UNITARIAN UNIVERSALIST ASSOCIATION 25 BEACON ST. BOSTON, MA 02108	NONE	PUBLIC CHARITY	RELIGIOUS	2,000.
UNITARIAN UNIVERSALIST SERVICE COMMITTEE 689 MASSACHUSETTS AVENUE CAMBRIDGE, MA 02139	NONE	PUBLIC CHARITY	CHARITABLE	4,000.
UNITED WAY OF RHODE ISLAND 50 VALLEY STREET PROVIDENCE, RI 02909	NONE	PUBLIC CHARITY	CHARITABLE	75,000.
Total from continuation sheets				

THE SHARPE FAMILY FOUNDATION

13-6208422

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
URI FOUNDATION 79 UPPER COLLEGE ROAD KINGSTON, RI 02881	NONE	PUBLIC CHARITY	EDUCATION	2,600.
VNS HOME HEALTH SERVICES 14 WOODRUFF AVENUE, #7 NARRAGANSETT, RI 02882	NONE	PUBLIC CHARITY	CHARITABLE	20,000.
WATERFIRE PROVIDENCE 101 REGENT AVENUE PROVIDENCE, RI 02908	NONE	PUBLIC CHARITY	CHARITABLE	8,000.
WBUR 890 COMMONWEALTH AVENUE 3RD FLOOR BOSTON, MA 02215	NONE	PUBLIC CHARITY	CHARITABLE	4,200.
WESTMINSTER UNITARIAN CHURCH 119 KENYON AVENUE EAST GREENWICH, RI 02818	NONE	PUBLIC CHARITY	RELIGIOUS	25,125.
WGBH RADIO & TV P.O. BOX 200 BOSTON, MA 02134	NONE	PUBLIC CHARITY	CHARITABLE	3,700.
WILLETT FREE LIBRARY 45 FERRY ROAD, PO BOX 178 SAUNDERSTOWN, RI 02874	NONE	PUBLIC CHARITY	CHARITABLE	500.
WOMEN & INFANTS HOSPITAL 101 DUDLEY STREET PROVIDENCE, RI 02905	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
YOUTH IN ACTION 672 BROAD STREET PROVIDENCE, RI 02907	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	NET	(B) INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BNY MELLON CHECKING	7.		7.	
TOTAL TO PART I, LINE 3	7.		7.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BNY MELLON	19,491.	0.	19,491.	19,491.	
BNY MELLON	239,082.	0.	239,082.	239,082.	
NORTHERN TRUST CO	56,383.	0.	56,383.	56,383.	
TO PART I, LINE 4	314,956.	0.	314,956.	314,956.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	19,445.	9,723.		9,722.
TO FORM 990-PF, PG 1, LN 16B	19,445.	9,723.		9,722.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MGT FEES	31,185.	31,185.		0.
TO FORM 990-PF, PG 1, LN 16C	31,185.	31,185.		0.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAX	5,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	5,000.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK SERVICE FEES	75.	0.		75.
FILING FEES	50.	0.		50.
TO FORM 990-PF, PG 1, LN 23	125.	0.		125.

FORM 990-PF

CORPORATE STOCK

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK	20,882,586.	24,341,010.
TOTAL TO FORM 990-PF, PART II, LINE 10B	20,882,586.	24,341,010.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
RCP FUND VIII, LP	FMV	150,000.	150,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		150,000.	150,000.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HENRY D. SHARPE, JR. POJAC POINT ROAD NORTH KINGSTOWN, RI 02852	TRUSTEE 1.00	0.	0.	0.
PEGGY B. SHARPE POJAC POINT ROAD NORTH KINGSTOWN, RI 02852	TRUSTEE 1.00	0.	0.	0.
HENRY D. SHARPE, III PO BOX 202 SAUNDERSTOWN, RI 02874	TRUSTEE 1.00	0.	0.	0.
DOUGLAS B. SHARPE 401 SILVER HILL ROAD CONCORD, MA 01742	TRUSTEE 1.00	0.	0.	0.
SARAH A. SHARPE 680 SUDBURY ROAD CONCORD, MA 01742	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.