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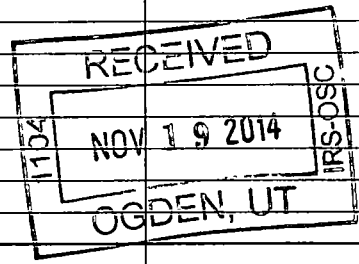
Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation

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.

For calendar year 2013 or tax year beginning , and ending

Name of foundation MWC FOUNDATION, INC. #0726315		A Employer identification number 22-2914691
Number and street (or P.O. box number if mail is not delivered to street address) NUTTER, MCLENNEN & FISH LLP; POB 51400		B Telephone number 617-439-2276
City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 02205		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 54758905. (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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	96.	96.		STATEMENT 2
4	Dividends and interest from securities	1380644.	1380644.		STATEMENT 3
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	848236.			STATEMENT 1
b	Gross sales price for all assets on line 6a	4002167.			
7	Capital gain net income (from Part IV, line 2)		793197.		
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	2228976.	2173937.		
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 4	100640.	0.		100640.
b	Accounting fees STMT 5	6000.	2400.		3600.
c	Other professional fees STMT 6	209493.	83797.		125696.
17	Interest				
18	Taxes STMT 7	35478.	5478.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 8	515.	258.		257.
24	Total operating and administrative expenses. Add lines 13 through 23	352126.	91933.		230193.
25	Contributions, gifts, grants paid	2141900.			2141900.
26	Total expenses and disbursements. Add lines 24 and 25	2494026.	91933.		2372093.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-265050.			
b	Net investment income (if negative, enter -0-)		2082004.		
c	Adjusted net income (if negative, enter -0-)			N/A	



SCANNED NOV 20 2014

Operating and Administrative Expenses

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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			500.	17132.	17132.
	2 Savings and temporary cash investments			345797.	1670220.	1670220.
	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 STMT 9			3108020.	2898389.	3103623.
	b Investments - corporate stock STMT 10			26142938.	26001314.	40606323.
	c Investments - corporate bonds STMT 11			9137757.	7556751.	8026607.
	11 Investments - land, buildings, and equipment basis ▶					
Less accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other STMT 12			1000000.	1335000.	1335000.	
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)			39735012.	39478806.	54758905.	
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)			0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds			18024916.	18033760.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds			21710096.	21445046.		
30 Total net assets or fund balances			39735012.	39478806.		
31 Total liabilities and net assets/fund balances			39735012.	39478806.		

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	39735012.
2 Enter amount from Part I, line 27a	2	-265050.
3 Other increases not included in line 2 (itemize) ▶ BOOK VALUE ADJUSTMENT	3	8844.
4 Add lines 1, 2, and 3	4	39478806.
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	39478806.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b SEE ATTACHED STATEMENTS					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e	4002167.	3208970.	793197.		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e			793197.		
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	793197.	
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	2220944.	45791684.	.048501
2011	2174109.	44464209.	.048896
2010	1907976.	42743071.	.044638
2009	2109482.	38861398.	.054282
2008	2042991.	42956107.	.047560
2 Total of line 1, column (d)			2 .243877
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 .048775
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 49030751.
5 Multiply line 4 by line 3			5 2391475.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 20820.
7 Add lines 5 and 6			7 2412295.
8 Enter qualifying distributions from Part XII, line 4 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.			8 2372093.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	41640.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	41640.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	41640.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	32861.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	30000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	62861.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	16.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	21205.
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0.

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
1b 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
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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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) <input type="checkbox"/> MA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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

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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>NUTTER, MCCLENNEN & FISH, LLP</u> Telephone no. ► <u>617-439-2509</u> Located at ► <u>SEAPORT WEST 155 SEAPORT BOULEVARD, BOSTON, MA</u> ZIP+4 ► <u>02210-2604</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	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <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)?

5b

X

Organizations relying on a current notice regarding disaster assistance check here

☐

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

☒ Yes ☐ No

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

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

☐ Yes ☒ No

6b

X

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

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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
THOMAS P. JALKUT	PRESIDENT/DIRECTOR			
C/O NUTTER, MCCLENNEN & FISH, LLP				
P O BOX 51400 BOSTON, MA 02205	0.00	0.	0.	0.
MELISSA S. MCMORROW	TREASURER/DIRECTOR			
C/O NUTTER, MCCLENNEN & FISH, LLP				
P O BOX 51400 BOSTON, MA 02205	0.00	0.	0.	0.
JOHN A. MCBRINE	CLERK			
C/O NUTTER, MCCLENNEN & FISH, LLP				
P O BOX 51400 BOSTON, MA 02205	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
NUTTER, MCCLENNEN & FISH, LLP 155 SEAPORT BOULEVARD, BOSTON, MA 02210	MANAGEMENT, LEGAL AND TAX PREPARATION	316133.
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	0.
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	0.
2	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	49014190.
b	Average of monthly cash balances	1b	763222.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	49777412.
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	49777412.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	746661.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	49030751.
6	Minimum investment return. Enter 5% of line 5	6	2451538.

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	2451538.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	41640.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	41640.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2409898.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2409898.
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	2409898.

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	2372093.
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	2372093.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2372093.

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				2409898.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			2024990.	
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: ▶ \$ 2372093.				
a Applied to 2012, but not more than line 2a			2024990.	
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				347103.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				2062795.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

N/A

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

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

- a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

THOMAS P. JALKUT; MWC FOUNDATION, 617-439-2000

POST OFFICE BOX 51400, BOSTON, MA 02205

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

LETTER DESCRIBING ORGANIZATION AND CHARITABLE PURPOSE

- c Any submission deadlines:

NONE

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

NONE

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				
AGASSIZ VILLAGE	NONE	PUBLIC CHARITY	TEEN PROGRAMS	25000.
AIDS ACTION COMMITTEE OF MASS, INC	NONE	PUBLIC CHARITY	GENERAL FUND	10000.
AMERICAN CIVIL LIBERTIES UNION FOUNDATION OF MASSACHUSETTS	NONE	PUBLIC CHARITY	1,000 GENERAL FUND 25,000 ACLU FND OF NY 25,000 PROTECT CIVIL RIGHTS AND INDIVIDUAL LIBERTIES IN MA	51000.
AMERICAN FRIENDS SERVICE COMMITTEE	NONE	PUBLIC CHARITY	LEADERSHIP FOR A NEW MILLENIUM PROGRAM	25000.
AMERICAN RIVERS INC.	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
Total			SEE CONTINUATION SHEET(S) ▶ 3a	2141900.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	Related or exempt function income
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments				14	96.	
4 Dividends and interest from securities				14	1380644.	
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory				18	848236.	
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.		2228976.	0.
13 Total. Add line 12, columns (b), (d), and (e)						2228976.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B[illegible]

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

- Form
- 990-PF**
- (2013)

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
ASTRAEA FOUNDATION INC.	NONE	PUBLIC CHARITY	GENERAL FUND	10000.
CATSKILL MOUNTAINKEEPER INC	NONE	PUBLIC CHARITY	ANTI-FRACKING WORK	25000.
CENTER FOR BIOLOGICAL DIVERSITY	NONE	PUBLIC CHARITY	30,000 WOLF DEFENSE FUND 20,000 UNRESTRICTED FUND	50000.
CITY LIFE/VIDA URBANA	NONE	PUBLIC CHARITY	GENERAL FUND	35000.
COMMUNITY CHANGE, INC.	NONE	PUBLIC CHARITY	GENERAL FUND	15000.
CYSTIC FIBROSIS FOUNDATION	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
DAMASCUS CITIZENS FOR SUSTAINABILITY	NONE	PUBLIC CHARITY	ANTI-FRACKING WORK	25000.
DEFENDERS OF WILDLIFE	NONE	PUBLIC CHARITY	SUPPORT SPECIES RESTORATION IN THE NORTHERN ROCKIES	50000.
EARTH JUSTICE	NONE	PUBLIC CHARITY	25,000 STOP OFFSHORE OIL DRILLING IN AK 25,000 ANTI-FRACKING WORK	50000.
ENVIRONMENTAL DEFENSE FUND	NONE	PUBLIC CHARITY	GENERAL FUND	35000.
Total from continuation sheets				2005900.

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
FARM SANCTUARY, INC.	NONE	PUBLIC CHARITY	GENERAL FUND	10000.
FIDELITY CHARITABLE GIFT FUND	NONE	PUBLIC CHARITY	200,000 RESPECT FOR EARTH FUND 50,000 BASIC NEEDS ASSISTANCE FUND 50,000 RESPECT FOR	315000.
BOSTON WOMEN'S HEALTH BOOK COLLECTIVE, INC	NONE	PUBLIC CHARITY	OUR BODIES OURSELVES	10000.
G.L.A.D.	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
GREATER BOSTON LEGAL SERVICES, INC.	NONE	PUBLIC CHARITY	GENERAL FUND	50000.
GREENPEACE FUND, INC.	NONE	PUBLIC CHARITY	OCEAN PROTECTION	35000.
HUMAN RIGHTS WATCH	NONE	PUBLIC CHARITY	GENERAL FUND	50000.
BUILD GREATER BOSTON	NONE	PUBLIC CHARITY	BUILD GREATER BOSTON	15000.
LAMBDA LEGAL DEFENSE AND EDUCATION FUND	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
LAWYERS COMMITTEE FOR CIVIL RIGHTS AND ECONOMIC JUSTICE	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
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
M.S.P.C.A.	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
CAREER COLLABORATIVE	NONE	PUBLIC CHARITY	GENERAL FUND	15000.
MASS GENERAL HOSPITAL	NONE	PUBLIC CHARITY	RESEARCH AND CLINICAL ACTIVITIES UNDER DR. COLE	50000.
MASSACHUSETTS APPLESEED CENTER FOR LAW AND JUSTICE	NONE	PUBLIC CHARITY	GENERAL FUND	15000.
MELROSE-WAKEFIELD HOSPITAL	NONE	PUBLIC CHARITY	BABY CAFE	60900.
DEMOCRACY NOW	NONE	PUBLIC CHARITY	GENERAL FUND	50000.
DISCOVERING JUSTICE	NONE	PUBLIC CHARITY	CHILDREN DISCOVERING JUSTICE PROGRAM	5000.
NATIONAL BREAST CANCER COALITION FUND	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
NATIONAL CENTER FOR LESBIAN RIGHTS	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
NATIONAL WILDLIFE FEDERATION	NONE	PUBLIC CHARITY	PROTECT WILDLIFE IN GULF REGION	15000.
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
NATURAL RESOURCES DEFENSE COUNCIL, INC	NONE	PUBLIC CHARITY	PROTECT BRISTOL BAY	50000.
NEW ENGLAND AQUARIUM	NONE	PUBLIC CHARITY	MARINE MAMMAL CENTER	25000.
NEWTON-WELLESLEY HOSPITAL CHARITABLE FOUNDATION	NONE	PUBLIC CHARITY	GENERAL FUND	15000.
NORTHEAST ANIMAL SHELTER	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
OCEAN CONSERVANCY, INC.	NONE	PUBLIC CHARITY	25,000 PRESERVE ARTIC 25,000 GENERAL FUND	50000.
OUR BODIES OURSELVES	NONE	PUBLIC CHARITY	GENERAL FUND	15000.
PERKINS SCHOOL FOR THE BLIND	NONE	PUBLIC CHARITY	JOB TRANSITION PROGRAM	35000.
PINE STREET INN, INC.	NONE	PUBLIC CHARITY	GENERAL FUND	35000.
RAINFOREST ALLIANCE, INC.	NONE	PUBLIC CHARITY	GENERAL FUND	50000.
REDOIL, INC.	NONE	PUBLIC CHARITY	STOP OFFSHORE DRILLING IN ALASKA	10000.
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
ROSIE'S PLACE, INC.	NONE	PUBLIC CHARITY	GENERAL FUND	35000.
SEA TURTLE RESTORATION PROJECT	NONE	PUBLIC CHARITY	GENERAL FUND	15000.
DOCTORS WITHOUT BORDERS USA, INC.	NONE	PUBLIC CHARITY	GENERAL FUND	50000.
UNIVERSITY OF NEW HAMPSHIRE FOUNDATION, INC.	NONE	PUBLIC CHARITY	MELBOURNE W. CUMMINGS SCHOLARSHIP FUND	50000.
MARIA MITCHELL ASSOCIATION	NONE	PUBLIC CHARITY	GENERAL FUND	10000.
MARINE BIOLOGICAL LABORATORY	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
WILDERNESS SOCIETY	NONE	PUBLIC CHARITY	GENERAL FUND	35000.
WOMEN'S BAR FOUNDATION OF MASSACHUSETTS, INC.	NONE	PUBLIC CHARITY	25,000 FAMILY LAW PROJECT 10,000 ELDER LAW PROJECT	35000.
NORTHEAST WILDERNESS TRUST	NONE	PUBLIC CHARITY	WILD FOREST CONSERVATION AND CARBON SEQUESTRATION PROGRAM	50000.
WOMEN'S LUNCH PLACE, INC.	NONE	PUBLIC CHARITY	GENERAL FUND	15000.
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
ORGANIZATIONS UNITED FOR THE ENVIRONMENT	NONE	PUBLIC CHARITY	SHALE JUSTICE, PA	10000.
PRO PUBLICA INC	NONE	PUBLIC CHARITY	GENERAL FUND	50000.
SEA SHEPHERD CONSERVATION SOCIETY	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
SUSTAINABLE MARKETS FOUNDATION	NONE	PUBLIC CHARITY	FRACK ACTION FUND	25000.
AMERICAN PRAIRIE FOUNDATION	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
WORLD WILDLIFE FUND	NONE	PUBLIC CHARITY	PROTECT WILDLIFE IN NORTHERN GREAT PLAINS	50000.
YMCA OF GREATER BOSTON	NONE	PUBLIC CHARITY	SUPPORT AND ENLARGE DIABETES PROGRAM	25000.
Total from continuation sheets				

Part XV | **Supplementary Information**

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

NAME OF RECIPIENT - FIDELITY CHARITABLE GIFT FUND

200,000 RESPECT FOR EARTH FUND

50,000 BASIC NEEDS ASSISTANCE FUND

50,000 RESPECT FOR PERSONAL AND CIVIL RIGHTS

15,000 KLS FUND

#0726315

22-2914691

PAGE 1 OF 2

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	2000 AMERICAN EXPRESS CO	P	02/23/04	12/27/13
b	2000 AUTOMATIC DATA PROCESSING INC	P	01/24/07	12/27/13
c	150000 DELL INC NOTES 5 7/8 6/15/19	P	06/15/09	01/16/13
d	4000 DISNEY, WALT CO	P	09/09/11	02/04/13
e	1000 DISNEY, WALT CO	P	09/09/11	12/27/13
f	1000 FEDEX CORP	P	04/13/05	12/27/13
g	200 GOOGLE INC CLASS A	P	05/27/11	02/04/13
h	100 GOOGLE INC CLASS A	P	06/16/09	12/27/13
i	7000 HOME DEPOT INC	P	11/01/04	12/27/13
j	2000 PROCTER & GAMBLE CO	P	10/22/08	03/19/03
k	1000 3M CO	P	05/10/06	12/27/13
l	94199.535 VANGUARD SHORT-TERM BOND INDEX-SIGNAL S	P	03/26/09	12/27/13
m	3000 WELLS FARGO & COMPANY	P	02/22/05	03/19/13
n	200000 FED FARM CREDIT BK CONSOL SYS BDS 5.875% 8	P	06/09/08	08/16/13
o	20000 WYETH NOTES 5 1/2% 2/1/14	P	07/16/08	12/16/13

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 178377.		92542.	85835.
b 161277.		85434.	75843.
c 151500.		152309.	-809.
d 216676.		124430.	92246.
e 74309.		31108.	43201.
f 143498.		88921.	54577.
g 153419.		103962.	49457.
h 111488.		41640.	69848.
i 509899.		289310.	220589.
j 153521.		123078.	30443.
k 139200.		87554.	51646.
l 989105.		984506.	4599.
m 112385.		89640.	22745.
n 200000.		207886.	-7886.
o 201302.		203134.	-1832.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			85835.
b			75843.
c			-809.
d			92246.
e			43201.
f			54577.
g			49457.
h			69848.
i			220589.
j			30443.
k			51646.
l			4599.
m			22745.
n			-7886.
o			-1832.

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

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

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2

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 250000 GEN ELECTRIC CAPITAL CORP NOTES 5.45% 1/1		P	08/14/03	01/15/13
b 250000 MCCORMICK & CO NOTES 5.25% 9/1/13		P	09/03/08	09/01/13
c CAPITAL GAINS DIVIDENDS				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 250000.		249803.	197.
b 250000.		253713.	-3713.
c 6211.			6211.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			197.
b			-3713.
c			6211.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	793197.
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

MWC Foundation, Inc.

EIN: 22-2914691

Attachment to Form 990-PF (2013)

Part VII-A, Line 12 - Statement

The Foundation made distributions to donor-advised funds of a qualified public charity during 2013. A disqualified person with respect to the Foundation advises on grants from these donor-advised funds. The Foundation treated the distributions to the donor-advised funds as qualifying distributions for 2013. The distributions will be used to accomplish one or more charitable purposes described in IRC § 170(c)(2)(B) because the recipient public charity must ensure all grants from the donor-advised funds are used exclusively in furtherance of such charitable purposes.

2679092 1

Attachment to Form 990-PF

**Expenditure Responsibility Statement
For the year 2013**

Pursuant to IRC Regulation § 53.4945-5(d)(2), MWC Foundation provides the following information:

- (i) Grantee: Common Stream, Inc.
c/o Julia Satti Cosentino
155 Seaport Boulevard
Boston, MA 02210
- (ii) Amount of Grant: December 29, 2003 \$25.5 million (general support)
- (iii) Purpose of Grant: General support for Common Stream, Inc.'s charitable purposes.
- (iv) and (vi) Reports: Common Stream, Inc. submitted a full and complete report of its expenditures during 2013 of the \$25.5 million grant made on December 29, 2003. This report was received on November 3, 2014. At the end of 2013, approximately \$12.7 million of the \$25.5 million grant remained unspent.
- (v) Diversions: To the knowledge of the grantor, no funds have been directed to any activity other than the activity for which the grants were originally made.
- (vii) Verifications: The grantor has no reason to doubt the accuracy or reliability of the reports from the grantee; therefore, no independent verification of the report was made.

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2000 AMERICAN EXPRESS CO	178377.	83810.	0.	0.	94567.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2000 AUTOMATIC DATA PROCESSING INC	161277.	85434.	0.	0.	75843.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
150000 DELL INC NOTES 5 7/8 6/15/19	151500.	152309.	0.	0.	-809.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
4000 DISNEY, WALT CO	PURCHASED	09/09/11	02/04/13		
	216676.	124430.	0.	0.	92246.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
1000 DISNEY, WALT CO	PURCHASED	09/09/11	12/27/13		
	74309.	31108.	0.	0.	43201.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
1000 FEDEX CORP	PURCHASED	04/13/05	12/27/13		
	143498.	78395.	0.	0.	65103.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
200 GOOGLE INC CLASS A	PURCHASED	05/27/11	02/04/13		
	153419.	103962.	0.	0.	49457.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
100 GOOGLE INC CLASS A	PURCHASED	06/16/09	12/27/13		
	111488.	41640.	0.	0.	69848.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
7000 HOME DEPOT INC	PURCHASED	11/01/04	12/27/13		
	509899.	258627.	0.	0.	251272.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
2000 PROCTER & GAMBLE CO	PURCHASED	10/22/08	03/19/03		
	153521.	115911.	0.	0.	37610.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
1000 3M CO	PURCHASED	05/10/06	12/27/13		
	139200.	81753.	0.	0.	57447.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
94199.535 VANGUARD SHORT-TERM BOND INDEX-SIGNAL SHARES FUND #1349	PURCHASED	03/26/09	12/27/13		
	989105.	987425.	0.	0.	1680.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
3000 WELLS FARGO & COMPANY	PURCHASED	02/22/05	03/19/13		
	112385.	86034.	0.	0.	26351.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
200000 FED FARM CREDIT BK CONSOL SYS BDS 5.875% 8/16/21	PURCHASED	06/09/08	08/16/13		
	200000.	207886.	0.	0.	-7886.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
20000 WYETH NOTES 5 1/2% 2/1/14	PURCHASED	07/16/08	12/16/13		
	201302.	203134.	0.	0.	-1832.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
250000 GEN ELECTRIC CAPITAL CORP NOTES 5.45% 1/15/13	PURCHASED	08/14/03	01/15/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
250000.	258360.	0.	0.	-8360.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
250000 MCCORMICK & CO NOTES 5.25% 9/1/13	PURCHASED	09/03/08	09/01/13

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
250000.	253713.	0.	0.	-3713.

CAPITAL GAINS DIVIDENDS FROM PART IV 6211.

TOTAL TO FORM 990-PF, PART I, LINE 6A 848236.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FEDERATED GOVERNMENT OBLIGATION FUND	96.	96.	
TOTAL TO PART I, LINE 3	96.	96.	

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT 3
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
CORPORATE BOND INTEREST	391134.	0.	391134.	391134.	
DOMESTIC AND FOREIGN DIVIDENDS	876905.	6211.	870694.	870694.	
U S TREASURY INTEREST	118816.	0.	118816.	118816.	
TO PART I, LINE 4	1386855.	6211.	1380644.	1380644.	

FORM 990-PF	LEGAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NUTTER, MCCLENNEN & FISH, LLP	100640.	0.		100640.
TO FM 990-PF, PG 1, LN 16A	100640.	0.		100640.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NUTTER, MCCLENNEN & FISH, LLP	6000.	2400.		3600.
TO FORM 990-PF, PG 1, LN 16B	6000.	2400.		3600.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
NUTTER, MCCLENNEN & FISH, LLP - MANAGEMENT FEE	209493.	83797.		125696.	
TO FORM 990-PF, PG 1, LN 16C	209493.	83797.		125696.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAX	30000.	0.		0.	
FOREIGN TAX W/H - DIVIDENDS	5478.	5478.		0.	
TO FORM 990-PF, PG 1, LN 18	35478.	5478.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FILING FEES	515.	258.		257.	
TO FORM 990-PF, PG 1, LN 23	515.	258.		257.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	9
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	X		2898389.	3103623.
TOTAL U.S. GOVERNMENT OBLIGATIONS			2898389.	3103623.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			2898389.	3103623.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	26001314.	40606323.
TOTAL TO FORM 990-PF, PART II, LINE 10B	26001314.	40606323.

FORM 990-PF	CORPORATE BONDS	STATEMENT	11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	7556751.	8026607.
TOTAL TO FORM 990-PF, PART II, LINE 10C	7556751.	8026607.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	COST	1335000.	1335000.
TOTAL TO FORM 990-PF, PART II, LINE 13		1335000.	1335000.

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

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	MWC FOUNDATION, INC. #0726315	22-2914691
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
	NUTTER, MCCLENNEN & FISH LLP; POB 51400	
	City, town or post office, state, and ZIP code For a foreign address, see instructions.	
	BOSTON, MA 02205	

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-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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

NUTTER, MCCLENNEN & FISH, LLP - SEAPORT WEST 155 SEAPORT

- The books are in the care of ☒ **BOULEVARD - BOSTON, MA 02210-2604**

Telephone No ☒ **617-439-2509**

Fax No. ☒ **617-310-9498**

- 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

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2014**

5 For calendar year **2013**, or other tax year beginning _____, and ending _____

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS REQUIRED TO GATHER THE INFORMATION NEEDED TO FILE A COMPLETE AND ACCURATE RETURN.

8a 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	8a	\$	62861.
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 and any amount paid previously with Form 8868	8b	\$	62861.
c Balance due. Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature

Title

Date

Statement of Assets: Inventory Value

22-2914691

MWC FOUNDATION

As of 12/31/2013

Asset Description	Units/Shares or Face Value	Total Cost	Market Price	Market Value
AT&T INC	35,000 0000	\$799,002 16	\$35 16	\$1,230,600 00
ABBOTT LABORATORIES	20,000 0000	\$436,511 80	\$38 33	\$766,600 00
ABBVIE INC	20,000 0000	\$473,359 80	\$52 81	\$1,056,200 00
AMERICAN EXPRESS CO	15,000 0000	\$628,576 39	\$90 73	\$1,542,410 00
APACHE CORP	10,000 0000	\$901,464 40	\$85 94	\$859,400 00
APPLE, INC	1,500 0000	\$626,219 02	\$561 02	\$841,530 00
AUTOMATIC DATA PROCESSING	10,000 0000	\$427,169 92	\$80 80	\$969,588 00
CHUBB CORP	12,000 0000	\$708,310 40	\$96 63	\$1,159,560 00
CISCO SYSTEMS, INC	35,000 0000	\$681,173 94	\$22 43	\$785,050 00
DANAHER CORP	14,000 0000	\$454,961 92	\$77 20	\$1,080,800 00
DISNEY, WALT CO	15,000 0000	\$466,612 50	\$76 40	\$1,222,400 00
EMC CORPORATION	25,000 0000	\$335,750 00	\$25 15	\$628,750 00
EMERSON ELECTRIC CO	20,000 0000	\$670,133 36	\$70 18	\$1,403,600 00
FEDEX CORP	8,000 0000	\$627,161 33	\$143 77	\$1,293,930 00
GOOGLE INC - CLASS A	900 0000	\$408,413 03	\$1,120 71	\$1,120,710 00
HOME DEPOT INC	1,000 0000	\$369,467 50	\$82 34	\$1,029,250 00
INTEL CORP	27,000 0000	\$713,601 00	\$25 96	\$700,785 00
INTERNATIONAL BUSINESS	4,000 0000	\$356,714 14	\$187 57	\$750,280 00
JOHNSON & JOHNSON	15,000 0000	\$914,455 55	\$91 59	\$1,373,850 00
KRAFT FOODS GROUP INC	12,000 0000	\$415,855 69	\$53 91	\$646,920 00
MCDONALD'S CORP	10,000 0000	\$1,333,982 00	\$97 03	\$970,300 00
MICROSOFT CORP	22,000 0000	\$592,348 00	\$37 41	\$823,020 00
MONDELEZ INTERNATIONAL, INC	25,000 0000	\$456,711 68	\$35 30	\$882,500 00
PEPSICO INC	15,000 0000	\$754,385 20	\$82 94	\$1,244,100 00
PFIZER INC	35,000 0000	\$776,892 66	\$30 63	\$1,072,050 00
PROCTER & GAMBLE CO	15,000 0000	\$869,331 52	\$81 41	\$1,221,150 00
3M CO	9,000 0000	\$735,774 48	\$140 25	\$1,402,500 00
WELLS FARGO & COMPANY	32,000 0000	\$917,692 34	\$45 40	\$1,452,800 00
Total		\$17,852,031 73		\$29,530,633 00
SCHLUMBERGER LTD	10,000 0000	\$591,590 93	\$90 11	\$901,100 00
Total		\$591,590 93		\$901,100 00
I-SHARES CORE S&P MID-CAP ETF	25,000 0000	\$1,937,451 70	\$133 81	\$3,345,250 00
I-SHARES RUSSELL 2000 ETF	25,000 0000	\$1,826,412 30	\$115 36	\$2,884,000 00
Total		\$3,763,864 00		\$6,229,250 00

I SHARES MSCI EMERGING MARKETS ETF	35,000 0000	\$1,514,872 00	\$41 80	\$1,462,825 00
I-SHARES MSCI EAFE ETF	37,000 0000	\$2,278,955 61	\$67 10	\$2,482,515 00
Total		\$3,793,827 61		\$3,945,340 00
AT&T INC NOTES 5 1/2% DUE 2/1/2018	275,000 0000	\$291,263 50	\$112 57	\$309,562 00
AMERICAN EXPRESS COMPANY SENIOR NOTES (N/C) 7% DUE	300,000 0000	\$312,627 00	\$119 48	\$358,452 90
ANHEUSER-BUSCH COS NOTES 5 05% due 10/15/2016	250,000 0000	\$246,485 00	\$111 25	\$278,126 25
ASTRA ZENCA PLC NOTES 5 4% DUE 6/1/2014	300,000 0000	\$299,649 00	\$102 09	\$306,279 30
BAKER HUGHES, INC NOTES 7 1/2% DUE 11/15/2018	150,000 0000	\$155,856 00	\$123 21	\$184,809 15
BANK OF AMERICA CORPORATION SR GLOBAL NOTES 5 125% due	250,000 0000	\$249,005 50	\$103 61	\$259,020 25
BELLSOUTH CORP NOTES 5 2% DUE 9/15/2014	250,000 0000	\$248,532 50	\$103 26	\$258,153 50
BERKSHIRE HATHAWAY FINANCE CORP NOTES 4 1/4% DUE 1/15/2021	250,000 0000	\$249,897 50	\$106 27	\$265,671 75
BLACKROCK, INC NOTES 6 25% DUE 9/15/2017	250,000 0000	\$250,000 00	\$116 03	\$290,068 50
CLOROX COMPANY SENIOR NOTES 5% DUE 1/15/2015	150,000 0000	\$146,570 10	\$104 53	\$156,798 30
CONSOLIDATED EDISON OF NEW YORK, INC NOTES 7 1/8% DUE	150,000 0000	\$149,463 00	\$121 84	\$182,753 40
GENERAL ELECTRIC CO NOTES (N/C) 5 25% DUE 12/6/2017	200,000 0000	\$197,278 00	\$113 19	\$226,388 40
GOLDMAN SACHS GROUP, INC SENIOR NOTES (N/C) 5 15% due	250,000 0000	\$249,795 00	\$100 15	\$250,379 25
HOME DEPOT INC SENIOR NOTES 5 4% DUE 3/1/2016	300,000 0000	\$299,898 00	\$109 69	\$329,066 10
INTERNATIONAL BUSINESS MACHINES CORP DEB 7% DUE	200,000 0000	\$204,998 00	\$125 50	\$250,993 40
INTERNATIONAL BUSINESS MACHINES CORP NOTES 7 5/8% DUE	100,000 0000	\$104,200 00	\$125 09	\$125,086 20
ELI LILLY & CO NOTES 5 2% DUE 3/15/2017	300,000 0000	\$298,800 00	\$111 66	\$334,985 70
LOWE'S COMPANIES, INC NOTES 5 4% DUE 10/15/2016	250,000 0000	\$246,500 00	\$112 00	\$280,009 75
MERCK & CO INC DEB 6 40% DUE 3/1/2028	300,000 0000	\$313,686 00	\$120 96	\$362,865 60
ORACLE CORP NOTES 5% 7/8/2019	100,000 0000	\$99,844 00	\$113 21	\$113,208 60
PEPSICO INC NOTES 3% DUE 8/25/2021	250,000 0000	\$246,010 00	\$98 61	\$246,530 75
PITNEY-BOWES INC NOTES 5% due 3/15/2015	350,000 0000	\$349,893 50	\$104 10	\$364,362 25
STANLEY BLACK & DECKER, INC NOTES 3 4% DUE 12/1/2021	250,000 0000	\$258,789 50	\$98 25	\$245,636 00
Total		\$5,469,041 10		\$5,979,207 30
PIMCO TOTAL RETURN FUND	55,270 5330	\$618,322 87	\$10 69	\$590,841 99
PIMCO ALL ASSET FUND	38,134 1570	\$454,299 11	\$12 08	\$460,660 63
TEMPLETON GLOBAL BOND FUND - CLASS A	46,741 3970	\$607,918 27	\$13 14	\$614,181 96
VANGUARD GNMA FUND #0036	36,632 9200	\$407,169 81	\$10 42	\$381,715 03
Total		\$2,087,710 06		\$2,047,399 61

U S TREASURY NOTES 3 1/8% DUE 5/15/2019	250,000 0000	\$273,007 82	\$106 56	\$266,406 25
U S TREASURY NOTES 3% DUE 8/31/2016	300,000 0000	\$298,761 98	\$106 22	\$318,656 40
Total		\$571,769 80		\$585,062 65

FEDERAL HOME LOAN MTG CORP MED TERM NOTES (CALLABLE 11/13/06 @ 100) 5% due 11/13/2014	500,000 0000	\$511,758 59	\$104 16	\$520,793 00
FEDERAL FARM CREDIT BANK CONSOL SYSTEMWIDE BDS (N/C) 5 7% due 7/25/2016	250,000 0000	\$258,085 59	\$112 72	\$281,792 00
FEDERAL FARM CREDIT BANK CONSOL SYSTEMWIDE BONDS (N/C) 5 3% due 10/25/2017	500,000 0000	\$513,880 60	\$114 64	\$573,175 50
FEDERAL FARM CREDIT BANK CONSOL SYSTEMWIDE BDS (N/C) 5% DUE 11/21/2017	200,000 0000	\$205,500 00	\$113 32	\$226,648 40
FEDERAL HOME LOAN BANK CONS BDS (CALLABLE 5/28/04 @ 100) 4 6% due 5/28/2015	500,000 0000	\$484,245 04	\$105 67	\$528,374 50
FEDERAL HOME LOAN BANK CONSOL BDS (N/C) 5% DUE	200,000 0000	\$201,978 00	\$108 75	\$217,504 60
FEDERAL HOME LOAN BANK CONSOL BD (N/C) 5% DUE 12/9/2016	150,000 0000	\$149,008 50	\$112 05	\$168,071 10
GOV'T NAT'L MTG ASSN GTD PASS THRU CTF (POOL # 279422) 9% due	292 3300	\$276 92	\$100 46	\$293 68
GOV'T NAT'L MTG ASSN GTD PASS THRU CTF (POOL# 318915) 8% due	1,899 6100	\$1,885 76	\$100 39	\$1,907 08
Total		\$2,326,619 00		\$2,518,559 86

FEDERATED GOV'T OBLIGATION FUND #636	1,670,220 0000	\$1,670,220 02	\$1 00	\$1,670,220 02
Total		\$1,670,220 02		\$1,670,220 02

NATURE CONSERVANCY - CONSERVATION NOTE (5 YEAR TERM, 2% ANNUAL RETURN)	335,000 0000	\$335,000 00	\$0 00	\$335,000 00
SUN INITIATIVE FINANCING, LLC PROMISORY NOTE DATED 8/26/2012 @ 4 25% DUE 5/30/2015	0 0000	\$1,000,000 00	\$0 00	\$1,000,000 00
Total		\$1,335,000 00		\$1,335,000 00

Cash		\$17,131 80		\$17,131 80
		\$39,478,806.05		\$54,758,904.24