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Form **990-PF**

**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](http://www.irs.gov/form990pf)

OMB No. 1545-0052

**2013**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

For calendar year 2013 or tax year beginning **2013**, and ending **20**

Name of foundation  
**TRAIP TRUST 859008211**

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite  
**CHOATE HALL & STEWART PO BOX 961019**

City or town, state or province, country, and ZIP or foreign postal code  
**BOSTON, MA 02196**

**A** Employer identification number  
**23-7167358**

**B** Telephone number (see instructions)  
**617-248-5025**

**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

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

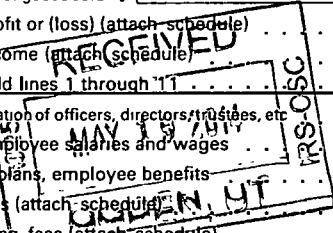
**H** Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **129,352.**

**J** Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	2,668.	2,668.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	8,094.			
	b Gross sales price for all assets on line 6a 58,003.				
	7 Capital gain net income (from Part IV, line 2)		8,094.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	23.			STMT 2	
12 Total. Add lines 1 through 11	10,785.	10,762.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,993.	1,043.	NONE	950.
	c Other professional fees (attach schedule)	1,429.	1,286.		143.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 3	76.	60.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	3,498.	2,389.	NONE	1,093.
	25 Contributions, gifts, grants paid	6,300.			6,300.
26 Total expenses and disbursements Add lines 24 and 25	9,798.	2,389.	NONE	7,393.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	987.				
b Net investment income (if negative, enter -0-)		8,373.			
c Adjusted net income (if negative, enter -0-)					

SCANNED MAY 27 2014



JSA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2013)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing . . . . .	1,044.	336.	336.
	2	Savings and temporary cash investments . . . . .	3,380.	5,101.	5,101.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10 a	Investments - U S and state government obligations (attach schedule) . . . . .			
	b	Investments - corporate stock (attach schedule) . . . . .	100,581.	100,542.	123,915.
	c	Investments - corporate bonds (attach schedule) . . . . .			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans . . . . .			
	13	Investments - other (attach schedule) . . . . .			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ )				
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	105,005.	105,979.	129,352.	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ )			
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		NONE		
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, <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds . . . . .	105,005.	105,979.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
29	Retained earnings, accumulated income, endowment, or other funds . . . . .				
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	105,005.	105,979.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	105,005.	105,979.		

**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	105,005.
2	Enter amount from Part I, line 27a . . . . .	2	987.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 4	3	11.
4	Add lines 1, 2, and 3 . . . . .	4	106,003.
5	Decreases not included in line 2 (itemize) ▶ DIVIDENDS PAID IN 2014, TAXED IN 2013	5	24.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	105,979.

**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 PUBLICLY TRADED SECURITIES			
(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 58,003.		49,909.	8,094.
b			
c			
d			
e			
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			8,094.
b			
c			
d			
e			
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2 8,094.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3

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

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

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

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

1 Enter the appropriate amount in each column for each year; see 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	4,000.	117,591.	0.034016
2011	7,477.	120,791.	0.061900
2010	4,500.	117,452.	0.038314
2009	7,286.	108,542.	0.067126
2008	6,300.	128,114.	0.049175
2 Total of line 1, column (d)			2 0.250531
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.050106
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 123,083.
5 Multiply line 4 by line 3			5 6,167.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 84.
7 Add lines 5 and 6			7 6,251.
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 7,393.

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

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, tax under section 511, add lines 1 and 2, subtitle A tax, tax based on investment income, credits/payments, and total tax due.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about influencing legislation, political purposes, Form 1120-POL filing, tax on political expenditures, and substantial contributors.

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? . . . . . 13 X
Website address N/A
14 The books are in care of CHOATE HALL & STEWART LLP Telephone no. (617) 248-5025
Located at PO BOX 961019, BOSTON, MA ZIP+4 02196
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
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . . 16 Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? X Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No X
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Yes No X
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)? 1b X
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? 1c 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? Yes No X
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) STMT 5 2b X
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? Yes No X
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a 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-3 Statements Regarding Activities for Which Form 4720 May Be Required (continued)

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

5b	X
6b	X
7b	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHAEL L FAY C/O CHOATE LLP 2 INT'L PLACE, BOSTON, MA 02110	TRUSTEE 2	-0-	-0-	-0-
A SILVANA GINER C/O CHOATE LLP 2 INT'L PLACE, BOSTON, MA 02110	TRUSTEE 2	-0-	-0-	-0-

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

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

Total number of other employees paid over \$50,000  NONE

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

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

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

Total number of others receiving over \$50,000 for professional services . . . . . **NONE**

**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 NONE	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions.	
3 NONE	

Total. Add lines 1 through 3 . . . . .

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	120,912.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	4,045.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	124,957.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	124,957.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	1,874.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	123,083.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	6,154.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	6,154.
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	84.
<b>b</b>	Income tax for 2013. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	84.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	6,070.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	6,070.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	6,070.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	7,393.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	7,393.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	84.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	7,309.

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7 . . . . .				6,070.
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only . . . . .			925.	
<b>b</b> Total for prior years 20 <u>11</u> , 20____, 20____		NONE		
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008 . . . . .	NONE			
<b>b</b> From 2009 . . . . .	NONE			
<b>c</b> From 2010 . . . . .	NONE			
<b>d</b> From 2011 . . . . .	NONE			
<b>e</b> From 2012 . . . . .	NONE			
<b>f</b> Total of lines 3a through e . . . . .	NONE			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>7,393.</u>				
<b>a</b> Applied to 2012, but not more than line 2a . . . . .			925.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2013 distributable amount . . . . .				6,070.
<b>e</b> Remaining amount distributed out of corpus . . . . .	398.			
<b>5</b> Excess distributions carryover applied to 2013 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	398.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> 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 . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2012. Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 . . . . .				NONE
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	398.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009 . . . . .	NONE			
<b>b</b> Excess from 2010 . . . . .	NONE			
<b>c</b> Excess from 2011 . . . . .	NONE			
<b>d</b> Excess from 2012 . . . . .	NONE			
<b>e</b> Excess from 2013 . . . . .	398.			

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

NOT APPLICABLE

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

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

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

**Part XV Supplementary Information** (Complete this part only if the 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).)

N/A

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.

N/A

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.

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

c Any submission deadlines:

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

**Part XV** Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
LAUREN KENNISON C/O UMAINE AT FARMINGTON 224 MAIN STREET FARMINGTON ME 04938	NONE	PUBLIC CHA	SCHOLARSHIP	1,650.
ALEXANDER G HARTLEY C/O CHAMPLAIN COLLEGE 251 SOUTH WILLARD STREET BURLINGTON VT 05402	NONE	PUBLIC CHA	SCHOLARSHIP	1,000.
CALLIE THOMAS C/O UNIVERSITY OF RI 35 CAMPUS DRIVE KINGSTOWN RI 02881	NONE	PUBLIC CHA	SCHOLARSHIP	1,000.
JEFFREY L MOLINA C/O HARDING UNIVERSITY 915 E MARKET AVENUE SEARCY AR 72149	NONE	PUBLIC CHA	SCHOLARSHIP	1,000.
DANIELLE N DALY C/O UMAIN AT MACHIAS 116 O'BRIEN AVENUE MACHIAS ME 04654	NONE	PUBLIC CHA	SCHOLARSHIP	1,650.
<b>Total</b> .....				<b>3a</b> 6,300.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b> .....				<b>3b</b>



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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Sign Here Under penalties of perjury I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee: MICHAEL L FAY Date: 5/7/14 Title: TRUSTEE

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

Paid Preparer Use Only Print/Type preparer's name: CHOATE, HALL & STEWART L Preparer signature: [Signature] Date: 05/06/2014 Check self-employed if PTIN: P00292395 Firm's name: CHOATE, HALL & STEWART LLP Firm's EIN: 04-1175860 Firm's address: P. O. BOX 961019 BOSTON, MA 02196 Phone no: 617-248-4045

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	7.	7.
FOREIGN DIVIDENDS	457.	457.
DOMESTIC DIVIDENDS	898.	898.
NONQUALIFIED FOREIGN DIVIDENDS	175.	175.
NONQUALIFIED DOMESTIC DIVIDENDS	1,131.	1,131.
TOTAL	2,668.	2,668.

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL TAX REFUND	23.
TOTALS	----- 23. =====

TRAIP TRUST 859008211

23-7167358

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PRIOR YEAR FEDERAL TAX PAYMENT	16.	
FOREIGN TAXES ON QUALIFIED FOR	52.	52.
FOREIGN TAXES ON NONQUALIFIED	8.	8.
TOTALS	76.	60.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES  
=====

DESCRIPTION -----	AMOUNT -----
DIVIDENDS PAID IN 2013, TAXED IN 2012	10.
ROUND UP	1.
	-----
TOTAL	11.
	=====

990PF, PART VII-B LINE 2b - SECTION 4942a2 EXPLANATION STATEMENT  
=====

N/A



Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
<b>PUBLICLY TRADED SECURITIES</b>					
135. ASTON TAMRO SMALL CAP FUND-I	12/29/2011	02/21/2013	2,850.00	2,510.00	340.00
55. ASTON TAMRO SMALL CAP FUND-I	08/30/2006	09/09/2013	1,304.00	1,013.00	291.00
113.659 ALGER SMIDCAP GROWTH I	03/27/2009	07/31/2013	2,269.00	1,022.00	1,247.00
70. DELAWARE HIGH YIELD OPPORT-I	06/05/2009	02/21/2013	301.00	238.00	63.00
300. DELAWARE HIGH YIELD OPPORT-I	01/27/2012	02/21/2013	1,290.00	1,209.00	81.00
175. DODGE & COX INCOME FUND	03/16/2007	04/23/2013	2,436.00	2,233.00	203.00
470. DODGE & COX INCOME FUND	06/05/2009	04/30/2013	6,552.00	5,867.00	685.00
395. DODGE & COX INCOME FUND	06/05/2009	07/31/2013	5,352.00	4,739.00	613.00
360. DODGE & COX INCOME FUND	03/27/2009	09/09/2013	4,835.00	4,190.00	645.00
50. GATEWAY FUND Y	09/08/2011	02/21/2013	1,385.00	1,277.00	108.00
760.215 ROXBURY/MAR VISTA STRAT-INS	11/04/2011	02/21/2013	9,168.00	7,579.00	1,589.00
80. WALTHAUSEN SMALL CAP VALUE	12/28/2011	09/09/2013	1,837.00	1,107.00	730.00
<b>TOTAL PUBLICLY TRADED SECURITIES</b>			<b>39,579.00</b>	<b>32,984.00</b>	<b>6,595.00</b>
<b>Totals</b>			<b>39,579.00</b>	<b>32,984.00</b>	<b>6,595.00</b>

FEDERAL CAPITAL GAIN DISTRIBUTIONS  
=====

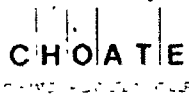
LONG-TERM CAPITAL GAIN DISTRIBUTIONS  
-----

15% RATE CAPITAL GAIN DISTRIBUTIONS

LONG-TERM CAPITAL GAIN DIVIDENDS/DISTRIBUTION 1,093.00  
-----

TOTAL 15% RATE CAPITAL GAIN DISTRIBUTIONS 1,093.00  
-----

TOTAL LONG-TERM CAPITAL GAIN DISTRIBUTIONS 1,093.00  
=====



## Investment Detail

859008211 | TRAIIP TRUST

29-Apr-2014 11 00 AM ET

Asset Types: Alternative, Cash, Cash &amp; Equivalents, Equity, Fixed Income, Other

Data Current as of: 31-Dec-2013

## SUMMARY

Asset Type	Current Allocation	Market Value	Total Cost	Unrealized Gain/Loss
Alternative	7.951%	\$10,285.08	\$10,414.93	(\$129.85)
Cash	0.260%	\$336.24	\$336.24	\$0.00
Cash & Equivalents	3.944%	\$5,101.08	\$5,101.08	\$0.00
Equity	72.885%	\$94,277.77	\$73,171.78	\$21,105.99
Fixed Income	10.779%	\$13,943.42	\$11,520.34	\$2,423.08
Other	4.181%	\$5,408.58	\$5,434.74	(\$26.16)
<b>Totals</b>		<b>\$129,352.17</b>	<b>\$105,979.11</b>	<b>\$23,373.06</b>

## DETAIL

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Pnced	Market Value	Total Cost	Unrealized Gain/Loss
<b>Alternative: 7.951%</b>									
CREDIT SUISSE COMM RET ST-I Ticker:CRSOX   Asset ID 22544R305	-	22544R305 CRSOX	2.642%	472.5950	7.2300	31-Dec-2013	\$3,416.86	\$3,733.50	(\$316.64)
GATEWAY FUND Y Ticker:GTEYX   Asset ID 367829884	-	367829884 GTEYX	3.103%	138.4660	28.9900	31-Dec-2013	\$4,014.13	\$3,536.43	\$477.70
MFS EMERGING MKTS DEBT FD I Ticker:MEDIX   Asset ID 55273E640	-	55273E640 MEDIX	2.206%	196.5630	14.5200	31-Dec-2013	\$2,854.09	\$3,145.00	(\$290.91)
<b>Subtotal</b>			<b>7.951%</b>				<b>\$10,285.08</b>	<b>\$10,414.93</b>	<b>(\$129.85)</b>
<b>Cash: 0.260%</b>									
CASH - INCOME	-	-	0.654%	846.4000	1.0000		\$846.40	\$846.40	\$0.00
CASH - PRINCIPAL	-	-	(0.394)%	(510.1600)	1.0000		(\$510.16)	(\$510.16)	\$0.00
<b>Subtotal</b>			<b>0.260%</b>				<b>\$336.24</b>	<b>\$336.24</b>	<b>\$0.00</b>
<b>Cash &amp; Equivalents: 3.944%</b>									
BLACKROCK LIQ FD FED TRST-IN Ticker:TFFXX   Asset ID 09248U874	-	09248U874 TFFXX	3.944%	5,101.0800	100.0000%	31-Dec-2013	\$5,101.08	\$5,101.08	\$0.00
<b>Subtotal</b>			<b>3.944%</b>				<b>\$5,101.08</b>	<b>\$5,101.08</b>	<b>\$0.00</b>
<b>Equity 72.885%</b>									
ARTISAN INTL VALUE FUND-INV Ticker:ARTKX   Asset ID 04314H881	-	04314H881 ARTKX	6.600%	232.1960	36.7700	31-Dec-2013	\$8,537.85	\$3,610.65	\$4,927.20
ASTON TAMRO SMALL CAP FUND-I Ticker:ATSIX   Asset	-	00078H141 ATSIX	1.458%	81.5830	23.1200	31-Dec-2013	\$1,886.20	\$1,501.95	\$384.25

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
ID 00078H141									
CAMBIAR OPPORTUNITY FD INST Ticker:CAMWX   Asset ID 0075W0825	-	0075W0825 CAMWX	10 149%	562 9500	23 3200	31-Dec-2013	\$13,127 99	\$10,386 11	\$2,741 88
CAUSEWAY EMERGING MARKETS-IS Ticker:CEMIX   Asset ID 149498107	-	149498107 CEMIX	1 007%	111 9600	11 6400	31-Dec-2013	\$1,303 21	\$1,245 00	\$58 21
GOLDMAN SACHS LOC EMG MK-I Ticker:GIMDX   Asset ID 38145N303	-	38145N303 GIMDX	2 220%	339 0120	8 4700	31-Dec-2013	\$2,871 43	\$3,240 00	(\$368 57)
HARDING LOEVNER EMERGING MARKETS Ticker:HLEMX   Asset ID 412295305	-	412295305 HLEMX	2 751%	72 9590	48 7700	31-Dec-2013	\$3,558 21	\$2,867 29	\$690 92
LAZARD EMERGING MARKETS EQUITY INST Ticker:LZEMX   Asset ID 52106N889	2236609	52106N889 LZEMX	1 573%	109 0170	18 6700	31-Dec-2013	\$2,035 35	\$2,140 00	(\$104 65)
MFS INTL NEW DISCOVERY-I Ticker:MWNI   Asset ID 552981854	-	552981854 MWNI	1 010%	44 8900	29 1100	31-Dec-2013	\$1,306 75	\$1,215 00	\$91 75
MFS INTL VALUE I Ticker:MINIX   Asset ID 55273E822	-	55273E822 MINIX	3 693%	135 7970	35 1800	31-Dec-2013	\$4,777 34	\$4,145 00	\$632 34
MORGAN STANLEY INS FR EMG-I Ticker:MFMIX   Asset ID 61760X836	-	61760X836 MFMIX	1 050%	72 0070	18 8600	31-Dec-2013	\$1,358 05	\$1,245 00	\$113 05
POWERSHARES S&P EM-MK LOW VO Ticker:EELV   Asset ID 73937B662	-	73937B662 EELV	2 145%	100 0000	27 7400	31-Dec-2013	\$2,774 00	\$2,830 24	(\$56 24)
POWERSHARES S&P INT DEV LOW Ticker:IDLV   Asset ID 73937B688	-	73937B688 IDLV	3 411%	140 0000	31 5200	31-Dec-2013	\$4,412 80	\$4,289 33	\$123 47
ROXBURY/MAR VISTA STRAT-INS Ticker:RMSIX   Asset ID 92934T559	-	92934T559 RMSIX	5 634%	517 6190	14 0800	31-Dec-2013	\$7,288 08	\$5,160 66	\$2,127 42
TEMPLETON FRONTIER MARKET-AD Ticker:FFRZX   Asset ID 88019R641	-	88019R641 FFRZX	1 026%	72 5950	18 2800	31-Dec-2013	\$1,327 04	\$1,245 00	\$82 04
TEMPLETON INST FOREIGN SM CO Ticker:TFSCX   Asset ID 880210877	-	880210877 TFSCX	1 002%	58 9970	21 9600	31-Dec-2013	\$1,295 57	\$1,210 00	\$85 57
VANGUARD 500 INDEX FUND-SIGN Ticker:VIFSX   Asset ID 922908496	-	922908496 VIFSX	16 027%	147 3240	140 7200	31-Dec-2013	\$20,731 43	\$13,499 56	\$7,231 87
VANGUARD FTSE DEVELOPED MARKETS ETF	-	921943858 VEA	1 933%	60 0000	41 6800	31-Dec-2013	\$2,500 80	\$2,306 99	\$193 81

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Prced	Market Value	Total Cost	Unrealized Gain/Loss
Ticker VEA   Asset ID 921943858									
VANGUARD FTSE EMERGING MARKETS ETF Ticker VWO   Asset ID 922042858	-	922042858 VWO	2.862%	90.0000	41.1400	31-Dec-2013	\$3,702.60	\$3,807.25	(\$104.65)
WALTHAUSEN SMALL CAP VALUE Ticker WSCVX   Asset ID 933310104	-	933310104 WSCVX	1.542%	81.7240	24.4000	31-Dec-2013	\$1,994.07	\$1,128.61	\$865.46
WCM FOCUSED INTL GROWTH FD Ticker WCMIX   Asset ID 461418444	-	461418444 WCMIX	5.790%	635.1990	11.7900	31-Dec-2013	\$7,489.00	\$6,098.14	\$1,390.86
<b>Subtotal</b>			<b>72.885%</b>				<b>\$94,277.77</b>	<b>\$73,171.78</b>	<b>\$21,105.99</b>
<b>Fixed Income 10.779%</b>									
DELAWARE HIGH YIELD OPPORT-I Ticker DHOIX   Asset ID 245908843	-	245908843 DHOIX	1.979%	588.5620	4.3500	31-Dec-2013	\$2,560.24	\$1,727.27	\$832.97
DODGE & COX INCOME FUND Ticker DODIX   Asset ID 256210105	-	256210105 DODIX	8.800%	841.3290	13.5300	31-Dec-2013	\$11,383.18	\$9,793.07	\$1,590.11
<b>Subtotal</b>			<b>10.779%</b>				<b>\$13,943.42</b>	<b>\$11,520.34</b>	<b>\$2,423.08</b>
<b>Other 4.181%</b>									
VANGUARD TOTAL INTERNATIONAL Ticker BNDX   Asset ID 92203J407	-	92203J407 BNDX	4.181%	109.0000	49.6200	31-Dec-2013	\$5,408.58	\$5,434.74	(\$26.16)
<b>Subtotal</b>			<b>4.181%</b>				<b>\$5,408.58</b>	<b>\$5,434.74</b>	<b>(\$26.16)</b>