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

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

2013

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

TRUST U/W CHARLES E. LARNER, JR.
F/B/O CHARLES LARNER FAMILY FOUNDATION
4 BAY STREET
AMESBURY, MA 01913

A Employer identification number
27-3878463

B Telephone number (see the instructions)
(978) 335-8739

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, column (c), line 16)
\$ 470,697.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and

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

(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 (att sch)

2 Ck ☒ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

12,904. 12,904. 12,904.

5a Gross rents

b Net rental income or (loss)

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

b Gross sales price for all assets on line 6a 177,380.

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

9,035.

8 Net short-term capital gain

0.

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

21,939. 21,939. 12,904.

13 Compensation of officers, directors, trustees, etc.

500.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) SEE ST 1

1,025.

c Other prof fees (attach sch)

17 Interest

18 Taxes (attach schedule) (see instrs) SEE STM 2

2,528.

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

SEE STATEMENT 3

6,694.

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

10,747.

25 Contributions, gifts, grants paid PART XV

18,868.

26 Total expenses and disbursements. Add lines 24 and 25

29,615.

0.

0.

18,868.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

-7,676.

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

21,939.

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

12,904.

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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
A S S E T S	1 Cash – non-interest-bearing	7,109.	2,126.	1,611.
	2 Savings and temporary cash investments Stmt 7	21,844.	10,119.	10,119.
	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 sch)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) Stmt 7	276,155.	158,792.	223,980.
	c Investments – corporate bonds (attach schedule) Stmt 7	111,552.	210,947.	207,987.
	11 Investments – land, buildings, and equipment basis	27,000.		
Less accumulated depreciation (attach schedule) SEE STMT 4		27,000.	27,000.	
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 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	416,660.	408,984.	470,697.	
L I A B I L I T I E S	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
N E T A S S E T S O R F U N D B A L A N C E S	Foundations that follow SFAS 117, check here 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 and complete lines 27 through 31.		X	
	27 Capital stock, trust principal, or current funds	437,962.	431,663.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	-21,302.	-22,679.	
	30 Total net assets or fund balances (see instructions)	416,660.	408,984.	
31 Total liabilities and net assets/fund balances (see instructions)	416,660.	408,984.		

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	416,660.
2 Enter amount from Part I, line 27a	2	-7,676.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	408,984.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	408,984.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a	ST CHARLES SCHWAB	P	VARIOUS	VARIOUS
b	LT CHARLES SCHWAB	P	VARIOUS	VARIOUS
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 43,727.		46,625.	-2,898.
b 133,653.		121,720.	11,933.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-2,898.
b			11,933.
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px; display: inline-block;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	9,035.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px; display: inline-block;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>		3	-2,898.

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 (column (b) divided by column (c))
2012	14,790.	437,897.	0.033775
2011		430,960.	
2010			
2009			
2008			

2 Total of line 1, column (d)	2	0.033775
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	0.016888
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	427,222.
5 Multiply line 4 by line 3	5	7,215.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	219.
7 Add lines 5 and 6	7	7,434.
8 Enter qualifying distributions from Part XII, line 4	8	18,868.

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

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

1 a 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	219.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	219.
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	219.
6 Credits/Payments			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a		
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		219.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <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? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XIV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>MA</u>		
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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		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>DAVID R. COSTELLO, TRUSTEE</u> Telephone no <u>978-744-2811</u> Located at <u>4 BAY STREET AMESBURY MA</u> ZIP + 4 <u>01913</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 <u>N/A</u>	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?	16		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.

	Yes	No
1 a 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 <input type="checkbox"/>	1 b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1 c	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? If 'Yes,' list the years <u>20 12 , 20 11 , 20 __ , 20 __</u>	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2 b	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 <u>20 __ , 20 __ , 20 __ , 20 __</u>		
3 a 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)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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)?

5 b N/A

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?N/A ☐ Yes ☐ No

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

6 a 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?

6 b X

If 'Yes' to 6b, file Form 8870

7 a 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

7 b

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
DAVID R. COSTELLO 4 BAY STREET AMESBURY, MA 01913	TRUSTEE 2.00	500.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
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 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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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	1 a	390,026.
b Average of monthly cash balances	1 b	16,702.
c Fair market value of all other assets (see instructions)	1 c	27,000.
d Total (add lines 1a, b, and c)	1 d	433,728.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	433,728.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	6,506.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	427,222.
6 Minimum investment return. Enter 5% of line 5	6	21,361.

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	21,361.
2 a Tax on investment income for 2013 from Part VI, line 5	2 a	219.	
b Income tax for 2013 (This does not include the tax from Part VI)	2 b		
c Add lines 2a and 2b	2 c	219.	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	21,142.	
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5	21,142.	
6 Deduction from distributable amount (see instructions)	6		
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	21,142.	

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	1 a	18,868.
b Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	18,868.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	219.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	18,649.

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				21,142.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			21,770.	
b Total for prior years 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		5,914.		
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 ▶ \$ <u>18,868.</u>				
a Applied to 2012, but not more than line 2a			18,868.	
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				0.
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		5,914.		
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		5,914.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount – see instructions			2,902.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				21,142.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	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				

BAA

Form 990-PF (2013)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 6				
Total			▶ 3 a	18,868.
b Approved for future payment				
Total			▶ 3 b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					12,904.
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					9,035.
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)					21,939.
13 Total. Add line 12, columns (b), (d), and (e)				13	21,939.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

2013

FEDERAL STATEMENTS

PAGE 1

TRUST U/W CHARLES E. LARNER, JR.
F/B/O CHARLES LARNER FAMILY FOUNDATION

27-3878463

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 1,025.			
TOTAL	\$ 1,025.	\$ 0.	\$ 0.	\$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	\$ 35.			
FEDERAL TAXES	2,388.			
FOREIGN TAXES	105.			
TOTAL	\$ 2,528.	\$ 0.	\$ 0.	\$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEE	\$ 17.			
BOOKKEEPING FEES	540.			
MANAGEMENT FEES	2,700.			
MEETING EXPENSE	71.			
OFFICE EXPENSE	1,761.			
POSTAGE	12.			
RENTAL EXPENSES	475.			
STORAGE	90.			
TELEPHONE	1,028.			
TOTAL	\$ 6,694.	\$ 0.	\$ 0.	\$ 0.

STATEMENT 4
FORM 990-PF, PART II, LINE 11
INVESTMENTS - LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
AUTO./TRANSPORTATION EQUIP.	\$ 27,000.	\$ 0.	\$ 27,000.	\$ 27,000.
TOTAL	\$ 27,000.	\$ 0.	\$ 27,000.	\$ 27,000.

TRUST U/W CHARLES E. LARNER, JR.
F/B/O CHARLES LARNER FAMILY FOUNDATION

27-3878463

STATEMENT 5
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM: CHARLES LARNER FAMILY FOUNDATION
NAME: DAVID COSTELLO, TRUSTEE
CARE OF: 4 BAY STREET
STREET ADDRESS: AMESBURY, MA 01913
CITY, STATE, ZIP CODE: 978-744-2811
TELEPHONE: THELARNERFAMILYFOUNDATION@GMAIL.COM
E-MAIL ADDRESS: NO FORMAT REQUIRED FOR APPLICATION. DETERMINATION OF
FORM AND CONTENT: ELIGIBILITY OF ANY AND ALL APPLICANTS APPLYING RESTS
SOLELY IN THE JUDGEMENT OF THE TRUSTEE.
SUBMISSION DEADLINES: NONE
RESTRICTIONS ON AWARDS: NONE

STATEMENT 6
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
ESSEX CHAPPTER FFA 562 MAPLE STREET DANVERS, MA 01923	NONE		EDUCATIONAL	\$ 2,672.
MIDDLESEX 4H FAIR SO. CHELMSFORD ROAD WESTFORD, MA 01824	NONE		EDUCATIONAL	1,000.
ESSEX AGRICULTURAL SOCIETY P.O. BOX 134 TOPSFIELD, MA 01983	NONE		EDUCATIONAL	4,000.
ESSEX AGRICULTURAL SOCIETY P.O. BOX 183 TOPSFIELD, MA 01983	NONE		EDUCATIONAL	2,126.
TOPSFILED FAIR 207 BOSTON STREET TOPSFIELD, MA 01983	NONE		EDUCATIONAL	1,503.
NE EQUINE RESCUE NORTH 183 RIVER ROAD WEST NEWBURY, MA 01985	NONE		EDUCATIONAL	3,550.
HOPE4HORSES 354 HIGHLAND STREET HAMILTON, MA 01982	NONE		EDUCATIONAL	2,000.
NORTHEAST HARVEST 449 BARRETT'S MILL ROAD CONCORD, MA 01742	NONE		EDUCATIONAL	20.

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FEDERAL STATEMENTS

PAGE 3

TRUST U/W CHARLES E. LARNER, JR.
F/B/O CHARLES LARNER FAMILY FOUNDATION

27-3878463

STATEMENT 6 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
DOG SERVICE PROJECT 37 BOXFORD ROAD IPSWICH, MA 01938	NONE		EDUCATIONAL	\$ 1,250.
AMESBURY ELEMENTARY 20 SOUTH HAMILTON ROAD AMESBURY, MA 01913	NONE		EDUCATIONAL	524.
BLUE STAR OF HOPE P.O. BOX 476 CRESTONE, CO 81131	NONE		EDUCATIONAL	223.
TOTAL \$				<u>18,868.</u>

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PORTFOLIO APPRAISAL

Trust u/w Charles E. Larner, Jr., FBO Charles E. Larner Family Foundation

David R. Costello, Trustee

73087775

December 31, 2013

Statement 7

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
CASH & EQUIVALENTS									
	Cash		-375,806.22		-375,806.22	-85.0	0.000	0.00	0.0
	Schwab Govt Money Fund		385,925.37		385,925.37	87.3	0.010	38.59	0.0
	<i>PART II</i>		10,119.15	*	10,119.15	2.3		38.59	0.4
	<i>LINE 2</i>								
TOTAL CASH & EQUIVS.			10,119.15		10,119.15	2.3		38.59	0.4
INVESTMENT COS. (CLOSED) FIXED INC TX-EMP									
400	Nuveen Select	12.32	4,927.63	12.36	4,944.00	1.1	0.630	252.00	5.1
	Tax-Free Income								
	Portfolio 2		4,927.63		4,944.00	1.1		252.00	5.1
CORPORATE BONDS									
10,000	Blackrock, Inc.	107.43	10,743.50	102.90	10,289.87	2.3	3.500	350.00	3.4
	3.500% Due 12-10-14								
10,000	America Movil	113.34	11,333.70	104.70	10,470.00	2.4	5.750	575.00	5.5
	5.750% Due 01-15-15								
10,000	Bank of Nova Scotia	104.02	10,401.67	103.13	10,312.64	2.3	3.400	340.00	3.3
	3.400% Due 01-22-15								
10,000	Symantec, Corp.	98.15	9,814.60	103.02	10,301.82	2.3	2.750	275.00	2.7
	2.750% Due 09-15-15								
10,000	Black & Decker	117.72	11,772.10	112.50	11,250.00	2.5	5.750	575.00	5.1
	5.750% Due 11-15-16								
10,000	Scripps Networks	100.73	10,072.75	103.81	10,380.81	2.3	2.700	270.00	2.6
	2.700% Due 12-15-16								
10,000	McKesson, Corp.	118.29	11,829.10	111.65	11,164.94	2.5	5.700	570.00	5.1
	5.700% Due 03-01-17								
10,000	Applied Materials Inc.	126.49	12,648.60	116.62	11,662.47	2.6	7.125	712.50	6.1
	7.125% Due 10-15-17								
10,000	Snap-On Inc.	110.94	11,093.75	107.44	10,744.41	2.4	4.250	425.00	4.0
	4.250% Due 01-15-18								
10,000	General Electric	118.43	11,842.79	115.00	11,500.18	2.6	5.625	562.50	4.9
	Capital Corp.								
	5.625% Due 05-01-18								
	Accrued Interest				1,230.71	0.3			
			111,552.56		109,307.85	24.7		4,655.00	4.3
CORPORATE & FEDERALLY SPONSORED ADJ. RATE BONDS									
15,000	Goldman Sachs Group	100.91	15,137.00	101.06	15,159.48	3.4	1.465	219.75	1.4
	Floating Rate Note								
	(Quarterly Reset)								
	1.465% Due 04-30-18								
	Accrued Interest				94.00	0.0			
			15,137.00		15,253.48	3.5		219.75	1.4

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Trust u/w Charles E. Larner, Jr., FBO Charles E. Larner Family Foundation

David R. Costello, Trustee

73087775

December 31, 2013

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
EXCHANGE TRADED FUNDS - FIXED INCOME DOMESTIC									
450	Vanguard S/T Inflat-Protected Sec. Indx Fd	49.59	22,315.45	49.33	22,198.50	5.0	0.023	10.35	0.0
85	iShares Barclays Inter. Gov't/Credit Bd Fd	109.97	9,347.16	109.42	9,300.70	2.1	1.940	164.93	1.8
			31,662.61		31,499.20	7.1		175.28	0.6
INVESTMENT COS. (OPEN) FIXED INCOME									
1,327.434	RidgeWorth Seix Floating Rate High Inc. Fd	9.04	12,000.00	9.06	12,026.55	2.7	0.379	502.75	4.2
1,867.414	Vanguard GNMA Fund-Admiral Class	10.74	20,060.00	10.42	19,458.45	4.4	0.247	460.91	2.4
1,721.170	Vanguard High Yield Corporate Fund	5.82	10,020.00	6.03	10,378.66	2.3	0.350	603.13	5.8
			42,080.00		41,863.66	9.5		1,566.79	3.7
INVESTMENT COS.(CLOSED)FIXED INCOME(FOREIGN)									
375	Templeton Emerging Markets Income Fund	14.90	5,587.15	13.65	5,118.75	1.2	1.000	375.00	7.3
			5,587.15		5,118.75	1.2		375.00	7.3
TOTAL FIXED INCOME			210,946.95		207,986.94	47.0		7,243.81	3.5
COMMON STOCKS									
CONSUMER DISCRETIONARY									
75	Comcast Corp.	22.84	1,712.65	51.96	3,897.37	0.9	0.780	58.50	1.5
100	Johnson Controls, Inc.	33.14	3,313.98	51.30	5,130.00	1.2	0.880	88.00	1.7
100	LKQ Corp.	19.41	1,940.70	32.90	3,290.00	0.7	0.000	0.00	0.0
50	Lowe's Companies, Inc.	27.64	1,381.84	49.55	2,477.50	0.6	0.720	36.00	1.5
25	Mohawk Industries, Inc.	134.10	3,352.50	148.90	3,722.50	0.8	0.000	0.00	0.0
50	TRW Automotive Holdings Corp.	71.71	3,585.75	74.39	3,719.50	0.8	0.000	0.00	0.0
100	V. F. Corp.	26.92	2,691.69	62.34	6,234.00	1.4	1.050	105.00	1.7
75	Walt Disney Co.	63.39	4,754.00	76.40	5,730.00	1.3	0.860	64.50	1.1
100	Wolverine World Wide, Inc.	18.92	1,891.75	33.96	3,396.00	0.8	0.240	24.00	0.7
			24,624.86		37,596.87	8.5		376.00	1.0
CONSUMER STAPLES									
100	CVS/Caremark Corp.	33.77	3,376.85	71.57	7,157.00	1.6	1.100	110.00	1.5
50	Philip Morris International, Inc.	68.77	3,438.41	87.13	4,356.50	1.0	3.760	188.00	4.3
			6,815.26		11,513.50	2.6		298.00	2.6

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Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
ENERGY									
40	Chevron Corp.	109.81	4,392.43	124.91	4,996.40	1.1	4.000	160.00	3.2
20	EOG Resources, Inc.	170.08	3,401.68	167.84	3,356.80	0.8	0.240	4.80	0.1
60	HollyFrontier Corp.	38.47	2,308.06	49.69	2,981.40	0.7	1.200	72.00	2.4
200	Statoil ASA ADR	26.58	5,316.55	24.13	4,826.00	1.1	0.970	194.00	4.0
			15,418.72		16,160.60	3.7		430.80	2.7
FINANCIALS									
250	Ares Capital Corp.	16.14	4,035.85	17.77	4,442.50	1.0	1.520	380.00	8.6
75	Evercore Partners, Inc.	39.63	2,971.92	59.78	4,483.50	1.0	1.000	75.00	1.7
125	Highwoods Properties, Inc.	32.36	4,044.83	36.17	4,521.25	1.0	1.700	212.50	4.7
125	Lincoln National Corp.	21.66	2,707.58	51.62	6,452.50	1.5	0.640	80.00	1.2
100	Morgan Stanley	27.84	2,784.09	31.36	3,136.00	0.7	0.200	20.00	0.6
50	T. Rowe Price Group, Inc.	73.65	3,682.59	83.77	4,188.50	0.9	1.520	76.00	1.8
			20,226.86		27,224.25	6.2		843.50	3.1
HEALTH CARE									
25	Bard (C.R.), Inc.	86.61	2,165.16	133.94	3,348.50	0.8	0.840	21.00	0.6
100	Gilead Sciences Inc.	20.71	2,071.37	75.10	7,510.00	1.7	0.000	0.00	0.0
50	McKesson Corp.	75.97	3,798.63	161.40	8,070.00	1.8	0.960	48.00	0.6
75	Novartis AG - Sponsored ADR	57.22	4,291.45	80.38	6,028.50	1.4	2.057	154.31	2.6
75	UnitedHealth Group Inc.	58.24	4,368.29	75.30	5,647.50	1.3	1.120	84.00	1.5
			16,694.90		30,604.50	6.9		307.31	1.0
INDUSTRIALS									
60	Eaton Corp PLC	57.47	3,447.94	76.12	4,567.20	1.0	1.680	100.80	2.2
150	Hexcel Corp.	20.50	3,074.95	44.69	6,703.50	1.5	0.000	0.00	0.0
135	MasTec, Inc.	15.90	2,146.32	32.72	4,417.20	1.0	0.000	0.00	0.0
100	Owens Corning Inc.	32.82	3,281.77	40.72	4,072.00	0.9	0.000	0.00	0.0
30	Union Pacific Corp.	141.07	4,232.06	168.00	5,040.00	1.1	3.160	94.80	1.9
			16,183.04		24,799.90	5.6		195.60	0.8
INFORMATION TECHNOLOGY									
75	Accenture PLC	54.16	4,061.95	82.22	6,166.50	1.4	1.860	139.50	2.3
15	Apple, Inc.	355.36	5,330.39	561.02	8,415.30	1.9	12.200	183.00	2.2
50	Avago Technologies Limited	52.82	2,640.76	52.88	2,643.95	0.6	1.000	50.00	1.9
175	EMC Corp.	21.64	3,787.61	25.15	4,401.25	1.0	0.400	70.00	1.6
5	Google, Inc.	641.50	3,207.49	1,120.71	5,603.55	1.3	0.000	0.00	0.0
300	LSI Corporation	8.16	2,446.84	11.03	3,310.50	0.7	0.120	36.00	1.1
75	Qualcomm, Inc.	53.43	4,006.97	74.25	5,568.75	1.3	1.400	105.00	1.9
25	Visa, Inc. Class A	91.43	2,285.87	222.68	5,567.00	1.3	1.600	40.00	0.7

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December 31, 2013

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
75	eBay, Inc.	53.74	4,030.32	54.86	4,114.87	0.9	0.000	0.00	0.0
			31,798.20		45,791.67	10.4		623.50	1.4
MATERIALS									
50	Ashland, Inc.	78.82	3,940.80	97.04	4,852.00	1.1	1.360	68.00	1.4
50	Rockwood Holdings, Inc.	56.11	2,805.51	71.92	3,596.00	0.8	1.800	90.00	2.5
			6,746.31		8,448.00	1.9		158.00	1.9
TELECOMMUNICATION SERVICES									
175	AT&T Inc.	29.68	5,193.70	35.16	6,153.00	1.4	1.840	322.00	5.2
			5,193.70		6,153.00	1.4		322.00	5.2
UTILITIES									
175	PP&L Corporation	27.51	4,814.89	30.09	5,265.75	1.2	1.470	257.25	4.9
			4,814.89		5,265.75	1.2		257.25	4.9
COMMON STOCKS Total			148,516.73		213,558.05	48.3		3,811.96	1.8
EXCHANGE TRADED FUNDS - EQUITY FOREIGN									
55	Vanguard FTSE All-Wld ex-US SmCp Idx ETF	93.93	5,166.37	102.94	5,661.70	1.3	2.793	153.61	2.7
70	iShares MSCI Mexico Index	72.98	5,108.34	68.00	4,760.00	1.1	0.280	19.60	0.4
			10,274.71		10,421.70	2.4		173.21	1.7
TOTAL EQUITIES			158,791.44		223,979.75	50.7		3,985.18	1.8
TOTAL PORTFOLIO			379,857.54		442,085.84	100.0		11,267.58	2.6

The information contained herein has been obtained from sources believed to be reliable, but the accuracy of the information cannot be guaranteed.