Form **990-PF** Department of the Treasury Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.

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

OMB No 1545-0052 **2013** Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation
MAINSTREET FOUNDATION INVESTMENT
MANAGEMENT ACCOUNT C/O ANDROSCOGGIN BANK

A Employer identification number
31-1573495

Number and street (or P O box number if mail is not delivered to street address) Room/suite
P.O. BOX 1407

B Telephone number
(207) 777-6658

City or town, state or province, country, and ZIP or foreign postal code
LEWISTON, ME 04243-1407

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 1,046,845.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) *(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 ▶ ☐

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).)

	Line		(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	25,000.			
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	25,017.	25,017.	25,017.	STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	17,908.			
	b	Gross sales price for all assets on line 6a 233,247.				
	7	Capital gain net income (from Part IV, line 2)		17,908.		
	8	Net short-term capital gain			N/A	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	427.	427.	427.	STATEMENT 2
	12	**Total.** Add lines 1 through 11	68,352.	43,352.	25,444.	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	7,123.	6,411.	0.	712.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 3	575.	575.	0.	0.
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 4	283.	283.	0.	0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 5	35.	35.	0.	0.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	8,016.	7,304.	0.	712.
	25	Contributions, gifts, grants paid	79,500.			79,500.
	26	**Total expenses and disbursements.** Add lines 24 and 25	87,516.	7,304.	0.	80,212.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-19,164.			
	b	**Net investment income** (if negative, enter -0-)		36,048.		
	c	**Adjusted net income** (if negative, enter -0-)			25,444.	

RECEIVED
822
MAY 1 4 2014
IRS-OSC
OGDEN, UT

SCANNED MAY 2 1 2014

323501 10-10-13 LHA **For Paperwork Reduction Act Notice, see instructions.** 12 Form **990-PF** (2013)

17150505 251239 030077CT 2013.03040 MAINSTREET FOUNDATION INVES 030077C1

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	53.		
	2 Savings and temporary cash investments	10,502.	22,489.	22,489.
	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 6	70,159.	70,191.	66,589.
	b Investments - corporate stock STMT 7	452,316.	395,834.	653,023.
	c Investments - corporate bonds STMT 8	283,620.	308,970.	304,744.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	816,650.	797,484.	1,046,845.
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 ▶ ROUNDING)	2.	0.	
	23 Total liabilities (add lines 17 through 22)	2.	0.	
Net Assets or Fund Balances	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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	816,648.	797,484.	
	30 Total net assets or fund balances	816,648.	797,484.	
	31 Total liabilities and net assets/fund balances	816,650.	797,484.	

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	816,648.
2	Enter amount from Part I, line 27a	2	-19,164.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	797,484.
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	797,484.

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	SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
b	SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
c	LONG-TERM CAPITAL GAINS		VARIOUS	VARIOUS
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	31,072.		35,079.	-4,007.
b	196,469.		180,260.	16,209.
c	5,706.			5,706.
d				
e				

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				-4,007.
b				16,209.
c				5,706.
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** 17,908.

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** -4,007.

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	53,468.	918,615.	.058205
2011	43,014.	923,496.	.046577
2010	49,326.	928,687.	.053114
2009	47,127.	837,671.	.056260
2008	52,707.	929,672.	.056694

2	**Total** of line 1, column (d)	2	.270850
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	.054170
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	989,048.
5	Multiply line 4 by line 3	5	53,577.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	360.
7	Add lines 5 and 6	7	53,937.
8	Enter qualifying distributions from Part XII, line 4	8	80,212.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☒ and enter 1% of Part I, line 27b	1	360.
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	360.
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	360.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 240.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	240.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	120.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ME			
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*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ▶ ANDROSCOGGIN BANK Telephone no. ▶ (207) 777-6658

Located at ▶ 30 LISBON STREET, LEWISTON,, ME ZIP+4 ▶ 04243

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 0.

			Yes	No
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

			Yes	No
	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			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ 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			
	(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			
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)? N/A	1b		
	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			
	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.) N/A	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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)* N/A	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)?	N/A	5b		
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).				
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?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

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

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

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

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

Total number of other employees paid over $50,000 ▶ 0

Form **990-PF** (2013)

323551
10-10-13

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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	987,588.
b	Average of monthly cash balances	1b	16,522.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,004,110.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,004,110.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	15,062.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	989,048.
6	**Minimum investment return.** Enter 5% of line 5	6	49,452.

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	49,452.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 360.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	360.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	49,092.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	49,092.
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	49,092.

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	80,212.
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	80,212.
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	360.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	79,852.

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				49,092.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			2,497.	
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: ▶ $ 80,212.				
a Applied to 2012, but not more than line 2a			2,497.	
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				49,092.
e Remaining amount distributed out of corpus	28,623.			
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	28,623.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	28,623.			
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 28,623.				

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)

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
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					
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:

MARY LEAVITT, (207) 777-6651
P.O. BOX 1407, LEWISTON, ME 04243-1407

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

GRANT APPLICATION PROVIDED BY FOUNDATION UPON REQUEST

c Any submission deadlines:

2/20, 6/20, 10/20

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

PROVIDE NON-PROFIT STATUS; AREAS OF EDUCATION, ARTS OR COMMUNITY ENHANCEMENT

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				
ADVOCATES FOR CHILDREN ATTN: BETSY N. PLOURDE, PO BOX 3316 AUBURN, ME 04212-3316	NONE	PUBLIC	COMMUNITY ENHANCEMENT	3,000.
BIG BROTHERS BIG SISTERS OF BATH/BRUNSWICK 85 MAINE STREET BRUNSWICK, ME 04011	NONE	PUBLIC	COMMUNITY ENHANCEMENT	5,000.
CALEB GROUP RIVER VALLEY VILLAGE, 84 STRAWBERRY AVE LEWISTON, ME 04240	NONE	PUBLIC	COMMUNITY ENHANCEMENT	2,500.
CHILDREN'S MUSEUM AND THEATRE OF MAINE PO BOX 4041 PORTLAND, ME 04101	NONE	PUBLIC	COMMUNITY ENHANCEMENT	3,000.
COMMUNITY CONCEPTS MARKET SQUARE, PO BOX 278 SOUTH PARIS, ME 04281	NONE	PUBLIC	COMMUNITY ENHANCEMENT	4,300.
Total SEE CONTINUATION SHEET(S)			▶ 3a	79,500.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2013)

323611
10-10-13

17150505 251239 030077CT 2013.03040 MAINSTREET FOUNDATION INVES 030077C1

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
COMMUNITY DENTAL 366 U.S. ROUTE 1 FALMOUTH, ME 04105	NONE	PUBLIC	COMMUNITY ENHANCEMENT	2,500.
GOOD SHEPHERD FOOD BANK PO BOX 1807 AUBURN, ME 04211-1807	NONE	PUBLIC	COMMUNITY ENHANCEMENT	25,000.
JOBS FOR MAINE GRADUATES 45 COMMERCE DRIVE, SUITE 9 AUGUSTA, ME 04330	NONE	PUBLIC	COMMUNITY ENHANCEMENT	5,000.
LEWISTON-AUBURN HOUSING DEVELOPMENT CORPORATION 1 COLLEGE STREET LEWISTON, ME 04240-7118	NONE	PUBLIC	COMMUNITY ENHANCEMENT	2,700.
NEW BEGINNINGS MARY RUCHINSKAS, 436 MAIN STREET LEWISTON, ME 04240	NONE	PUBLIC	COMMUNITY ENHANCEMENT	5,000.
OXFORD HILLS SCHOOL DISTRICT 1570 MAIN STREET, SUITE 11 OXFORD, ME 04270	NONE	PUBLIC	COMMUNITY ENHANCEMENT	3,000.
SAFE FAMILIES FOR CHILDREN PO BOX 93 WHITING, ME 04691	NONE	PUBLIC	COMMUNITY ENHANCEMENT	2,500.
SUSAN L. CURTIS CHARITABLE FOUNDATION 1321 WASHINGTON AVENUE, SUITE 104 PORTLAND, ME 04103	NONE	PUBLIC	COMMUNITY ENHANCEMENT	2,500.
THE ROOT CELLAR 89 BIRCH STREET LEWISTON, ME 04240	NONE	PUBLIC	COMMUNITY ENHANCEMENT	3,000.
TRI-COUNTY MENTAL HEALTH SERVICES ATTN: CHRIS COPELAND, PO BOX 2008 LEWISTON, ME 04241	NONE	PUBLIC	COMMUNITY ENHANCEMENT	3,000.
Total from continuation sheets				61,700.

323631
05-01-13

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
TRINITY EPISCOPAL CHURCH 247 BATES STREET LEWISTON, ME 04240	NONE	PUBLIC	COMMUNITY ENHANCEMENT	5,000.
YMCA OF SOUTHERN MAINE 70 FOREST AVENUE PORTLAND, ME 04101	NONE	PUBLIC	COMMUNITY ENHANCEMENT	2,500.
Total from continuation sheets				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) 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					
4 Dividends and interest from securities			14	25,017.	
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			01	427.	
8 Gain or (loss) from sales of assets other than inventory			18	17,908.	
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.		43,352.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 43,352.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

			Yes	No
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 (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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: [signature] Date: 5/8/2014 Title: V.P. & TRUST OFFICER

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
KAREN HART	[signature]	5/5/14		P00289570
Firm's name ▶ MACPAGE LLC			Firm's EIN ▶ 01-0242373	
Firm's address ▶ 30 LONG CREEK DRIVE SOUTH PORTLAND, ME 04106			Phone no. 207-774-5701	

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990.*

OMB No 1545-0047

2013

Name of the organization	Employer identification number
MAINSTREET FOUNDATION INVESTMENT MANAGEMENT ACCOUNT C/O ANDROSCOGGIN BANK	31-1573495

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of $5,000 or more during the year . . . . ▶ $ ________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
MAINSTREET FOUNDATION INVESTMENT MANAGEMENT ACCOUNT C/O ANDROSCOGGIN BANK	31-1573495

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ANDROSCOGGIN SAVINGS BANK PO BOX 1407 LEWISTON, ME 04243-1407	$ 25,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
MAINSTREET FOUNDATION INVESTMENT MANAGEMENT ACCOUNT C/O ANDROSCOGGIN BANK	31-1573495

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
MAINSTREET FOUNDATION INVESTMENT MANAGEMENT ACCOUNT C/O ANDROSCOGGIN BANK	31-1573495

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ACCRUED INTEREST PAID ON PURCHASES	-199.	0.	-199.	-199.	-199.
DIVIDENDS	15,753.	0.	15,753.	15,753.	15,753.
INTEREST - CORPORATE	6,135.	0.	6,135.	6,135.	6,135.
INTEREST - U.S. TREASURY	1,449.	0.	1,449.	1,449.	1,449.
SHORT-TERM CAP GAINS	1,879.	0.	1,879.	1,879.	1,879.
TO PART I, LINE 4	25,017.	0.	25,017.	25,017.	25,017.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
FEDERAL TAX REFUND	427.	427.	427.
TOTAL TO FORM 990-PF, PART I, LINE 11	427.	427.	427.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP	575.	575.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	575.	575.	0.	0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	283.	283.	0.	0.
TO FORM 990-PF, PG 1, LN 18	283.	283.	0.	0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MAINE STATE FILING FEE	35.	35.	0.	0.
TO FORM 990-PF, PG 1, LN 23	35.	35.	0.	0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FEDERAL GOV'T OBLIGATIONS	X		70,191.	66,589.
TOTAL U.S. GOVERNMENT OBLIGATIONS			70,191.	66,589.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			70,191.	66,589.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	395,834.	653,023.
TOTAL TO FORM 990-PF, PART II, LINE 10B	395,834.	653,023.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	308,970.	304,744.
TOTAL TO FORM 990-PF, PART II, LINE 10C	308,970.	304,744.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
STEVE CLOSSON 30 LISBON ST LEWISTON, ME 04240	CHAIRMAN 0.00	0.	0.	0.
PAUL ANDERSEN 30 LISBON ST LEWISTON, ME 04240	DIRECTOR 0.00	0.	0.	0.
MELISSA ROCK 30 LISBON ST LEWISTON, ME 04240	DIRECTOR 0.00	0.	0.	0.
MIKE OUELLET 30 LISBON ST LEWISTON, ME 04240	DIRECTOR 0.00	0.	0.	0.
JENNIFER ARNOLD 30 LISBON ST LEWISTON, ME 04240	DIRECTOR 0.00	0.	0.	0.
CARRIE LACASSE 30 LISBON ST LEWISTON, ME 04240	DIRECTOR 0.00	0.	0.	0.
ELAINE HEMENWAY 30 LISBON ST LEWISTON, ME 04240	DIRECTOR 0.00	0.	0.	0.
TOM ZUKE 30 LISBON ST LEWISTON, ME 04240	DIRECTOR 0.00	0.	0.	0.

LEE UPTON 30 LISBON ST LEWISTON, ME 04240	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Androscoggin Bank's MainStreet Foundation Investment Management Account

Account #: 500084 | Tax Worksheet:From 1/1/2013 to 12/31/2013

Trust Category: Agent for Trustee - Agency
Dates Open: 12/23/1997 to Present
Trust Year End: December
Date Printed: 02/05/2014

Admin Officer: Rod Cote, CTFA
Invest Officer: FCI
Tax State: Maine
Tax ID: 31-1573495

Capital Gains and Losses

Individual Transactions

Short-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
Goldman Sachs Small Cap Value Fd #651(Mstar****)	38142V209	1 602000	12/07/2012	04/25/2013	139	79 80	0 00	-69 25	10 55
Vanguard GNMA Port Fd - Adm Shs #0536 (Mstar *****)	922031794	1 187000	04/01/2013	04/25/2013	24	12 93	0 00	-12 88	0 05
Vanguard GNMA Port Fd - Adm Shs #0536 (Mstar *****)	922031794	30 432000	12/31/2012	04/25/2013	115	331 40	0 00	-332 01	-0 61
Federated Total Return Bond Fd #328 (Mstar ****)	31428Q101	2 533000	12/31/2012	04/25/2013	115	28.93	0 00	-29 00	-0 07
Vanguard Short-Term Bond Index Fd - Sig Shs #1349 (Mstar **)	921937850	0 267000	04/01/2013	04/25/2013	24	2.84	0 00	-2 83	0 01
Vanguard Short-Term Bond Index Fd - Sig Shs #1349 (Mstar **)	921937850	1 063000	12/24/2012	04/25/2013	122	11 29	0.00	-11 29	0 00
Federated Total Return Bond Fd #328 (Mstar ****)	31428Q101	16 313000	12/31/2012	07/25/2013	206	0 00	179 61	-186 78	-7 17
Kimberly Clark Corp	494368103	50 000000	04/16/2013	09/03/2013	140	0 00	4,637 43	-5,099 99	-462 56
SPDR Gold Trust	78463V107	115 000000	11/14/2012	09/03/2013	293	0 00	15,674 24	-19,218 80	-3,544 56
Vanguard Short-Term Bond Index Fd - Sig Shs #1349 (Mstar **)	921937850	1 601000	04/01/2013	09/24/2013	176	0 00	16 84	-16 99	-0 15
Vanguard Short-Term Bond Index Fd - Sig Shs #1349 (Mstar **)	921937850	6 380000	12/24/2012	09/24/2013	274	0 00	67.12	-67 76	-0 64
FHLB DTD 8/21/13 3 5% Due 8/21/23	313383V24	10,000 000000	08/06/2013	11/21/2013	107	0 00	10,000 00	-10,000 00	0 00
Kinder Morgan Management	49455U100	0 016480	08/23/2013	12/04/2013	103	0 00	1 27	-1 25	0 02
Kinder Morgan Management	49455U100	0 121250	02/22/2013	12/04/2013	285	0 00	9 30	-9 39	-0 09
Kinder Morgan Management	49455U100	0 246000	05/24/2013	12/04/2013	194	0 00	18 87	-20 70	-1 83
				Short-Term Total		487.19	30,604.68	-35,078.92	-4,007.05

Long-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
Vanguard REIT ETF	922908553	100 000000	12/20/2010	04/16/2013	848	0 00	7,352 84	-5,422 57	1,930 27
Vanguard REIT ETF	922908553	50 000000	12/20/2010	04/16/2013	848	0 00	3,676 43	-2,711 29	965 14
Vanguard REIT ETF	922908553	200 000000	04/04/2011	04/16/2013	743	0 00	14,705 69	-11,703 98	3,001 71
United Parcel Service	911312106	175 000000	12/16/2004	04/16/2013	3,043	0 00	14,545 69	-15,069 11	-523 42
Vanguard Int'l Growth Fund - Adm Shs #0581(Mstar ***)	921910501	9 303000	12/20/2007	04/25/2013	1,953	596 97	0 00	-706 00	-109 03
Vanguard Int'l Growth Fund - Adm Shs #0581(Mstar ***)	921910501	10 670000	12/20/2006	04/25/2013	2,318	684 70	0.00	-800 57	-115 87
Vanguard Int'l Growth Fund - Adm Shs #0581(Mstar ***)	921910501	3 017000	12/29/2005	04/25/2013	2,674	193 60	0 00	-203 13	-9 53
Vanguard Int'l Value Fund #46(Mstar ****)	921939203	10 721000	12/20/2007	04/25/2013	1,953	352 18	0 00	-435 59	-83 41
Vanguard Int'l Value Fund #46(Mstar ****)	921939203	14 424000	12/20/2006	04/25/2013	2,318	473 83	0 00	-576 67	-102 84
Vanguard Int'l Value Fund #46(Mstar ****)	921939203	13 144000	12/17/2005	04/25/2013	2,686	431 78	0 00	-456 10	-24 32
Vanguard Explorer Fund - Adm. Shs #5024(Mstar ****)	921926200	6 584000	12/20/2007	04/25/2013	1,953	546 73	0 00	-423 94	122 79
Vanguard Explorer Fund - Adm Shs #5024(Mstar ****)	921926200	2 970000	12/18/2006	04/25/2013	2,320	246 63	0 00	-208 49	38 14

Androscoggin Bank's MainStreet Foundation Investment Management Account

Account #: 500084 | Tax Worksheet:From 1/1/2013 to 12/31/2013

Trust Category: Agent for Trustee - Agency
Dates Open: 12/23/1997 to Present
Trust Year End: December
Date Printed: 02/05/2014

Admin Officer: Rod Cote, CTFA
Invest Officer: FCI
Tax State: Maine
Tax ID: 31-1573495

Capital Gains and Losses

Individual Transactions

Long-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
Vanguard Explorer Fund - Adm Shs #5024(Mstar ****)	921926200	5 079000	12/29/2005	04/25/2013	2,674	421 76	0 00	-357 66	64 10
Goldman Sachs Small Cap Value Fd #651(Mstar****)	38142V209	18 997000	12/17/2007	04/25/2013	1,956	946 24	0 00	-685 03	261 21
Goldman Sachs Small Cap Value Fd #651(Mstar****)	38142V209	5.652000	12/12/2006	04/25/2013	2,326	281 53	0.00	-257 62	23 91
Goldman Sachs Small Cap Value Fd #651(Mstar****)	38142V209	3 220000	12/30/2005	04/25/2013	2,673	160 39	0 00	-136 50	23 89
Goldman Sachs Small Cap Value Fd #651(Mstar****)	38142V209	2 292000	12/10/2004	04/25/2013	3,058	114 16	0 00	-96 86	17 30
Vanguard GNMA Port Fd - Adm Shs #0536 (Mstar *****)	922031794	12 147000	03/30/2012	04/25/2013	391	132.28	0.00	-133 74	-1 46
Vanguard GNMA Port Fd - Adm Shs #0536 (Mstar *****)	922031794	61 478400	12/30/2011	04/25/2013	482	669 50	0 00	-679 95	-10 45
Vanguard GNMA Port Fd - Adm Shs #0536 (Mstar *****)	922031794	104 154000	12/31/2010	04/25/2013	846	1,134 24	0 00	-1,115 49	18.75
Vanguard GNMA Port. Fd - Adm Shs #0536 (Mstar *****)	922031794	19 449000	03/30/2010	04/25/2013	1,122	211.80	0 00	-208 69	3 11
Vanguard GNMA Port Fd - Adm Shs #0536 (Mstar *****)	922031794	29 739000	12/31/2009	04/25/2013	1,211	323 86	0 00	-317 02	6 84
Vanguard Short-Term Bond Index Fd - Sig Shs #1349 (Mstar **)	921937850	0.266000	03/30/2012	04/25/2013	391	2 82	0 00	-2 82	0 00
Federal Farm Credit DTD 7/8/03 3 88% Due 7/8/13	31331Q3T2	35,000 000000	06/30/2003	07/08/2013	3,661	0 00	35,000 00	-35,000 00	0 00
Federated Total Return Bond Fd #328 (Mstar ****)	31428Q101	1,331 579000	02/17/2012	07/25/2013	524	0 00	14,660 68	-15,180 00	-519.32
Exelon Corp	30161N101	300 000000	06/18/2010	09/03/2013	1,173	0 00	9,023 84	-12,353 97	-3,330.13
Medtronic Inc	585055106	50 000000	04/04/2011	09/03/2013	883	0 00	2,589 46	-1,968 50	620 96
Medtronic Inc	585055106	250 000000	04/06/2004	09/03/2013	3,437	0 00	12,947 27	-12,147 50	799 77
Schlumberger LTD	806857108	50.000000	05/15/2009	09/03/2013	1,572	0 00	4,103 68	-2,602 33	1,501 35
Schlumberger LTD	806857108	100 000000	11/14/2008	09/03/2013	1,754	0 00	8,207 36	-5,220 54	2,986 82
Vanguard Short-Term Bond Index Fd - Sig Shs #1349 (Mstar **)	921937850	2,822 201000	02/17/2012	09/24/2013	585	0 00	29,689 55	-30,000 00	-310 45
Vanguard Short-Term Bond Index Fd - Sig Shs #1349 (Mstar **)	921937850	0 798000	03/30/2012	09/24/2013	543	0 00	8 40	-8 47	-0 07
Emerson Electric Co	291011104	225 000000	12/20/2007	12/04/2013	2,176	0 00	14,908 26	-12,506 42	2,401 84
Johnson & Johnson	478160104	100 000000	02/17/2012	12/04/2013	656	0.00	9,367 85	-6,504 99	2,862.86
Kinder Morgan Management	49455U100	0 014970	11/23/2012	12/04/2013	376	0 00	1 15	-1 03	0.12
US Bancorp Del	902973304	200 000000	02/06/2003	12/04/2013	3,954	0.00	7,755 89	-4,057 26	3,698 63
				Long-Term Total		**7,925.00**	**188,544.04**	**-180,259.83**	**16,209.21**
				Individual Transactions Total		**8,392.19**	**219,148.72**	**-215,338.75**	**12,202.16**

Short Term Capital Gain Dividend

Description of Security	Cusip	Trade Date	Income	Principal	Gain/Loss	Description of Transaction	Qualified Amount

Androscoggin Bank's MainStreet Foundation Investment Management Account

Account #: 500084 **Account Detail On: 12/31/2013**

	Shares	Current Price	Cost	Market Value	Estimated Annual Income
Cash					
% of Portfolio: 0.00%					
Income Cash			0 00	0.00	
Pnncipal Cash			0.00	0 00	
Total Cash			0 00	0.00	
Cash Equivalents					
Money Market - Taxable **% of Portfolio: 2.15%**					
Federated - Government Obligatıons Fund #005	22,489 14000	1 0000	22,489.14	22,489 14	2 25
Equity					
ETF Equity Int'l Emerging Mkts **% of Portfolio: 3.00%**					
ıShares MSCI Emergıng Mkts Index Fd	750 00000	41.7950	29,278 50	31,346 26	643.80
ETF Equity Mid Cap Growth Fund **% of Portfolio: 3.73%**					
SPDR S&P Mıdcap 400	160 00000	244 2000	27,692.78	39,072 00	446 93
Equity Int'l Growth Fund **% of Portfolio: 3.50%**					
Vanguard Int'l Growth Fund - Adm Shs #0581(Mstar ***)	493.68400	74 2200	22,098 52	36,641 23	577 61
Equity International Value Fund **% of Portfolio: 3.07%**					
Vanguard Int'l Value Fund #46(Mstar ***)	859 50800	37 3800	18,426.79	32,128.42	599 07
Equity Large Cap Blend Fund **% of Portfolio: 2.07%**					
Convergence Core Plus Inst (Mstar ***)	1,272 58600	17 0600	20,425.00	21,710 32	115 02
Equity Small Cap Growth Fund **% of Portfolio: 3.31%**					
Vanguard Explorer Fund - Adm. Shs #5024(Mstar ****)	360 23400	96.1500	14,859.48	34,636 50	77.81
Equity Small Cap Value Fund **% of Portfolio: 3.27%**					
Goldman Sachs Small Cap Value Fd #651(Mstar****)	608.22100	56 3400	19,410.61	34,267 18	269.20
Stock - Common **% of Portfolio: 36.91%**					
3M CO	150.00000	140.2500	9,237.00	21,037 50	513 00
Allergan Inc	45 00000	111 0800	4,018.22	4,998.60	9 00
Amencan Express Corp	275 00000	90.7300	11,505 04	24,950.75	286 00
Apple Inc	20 00000	561.0200	10,737 60	11,220.40	244.00
Bed Bath & Beyond Inc	100.00000	80 3000	6,571.00	8,030 00	0 00
Berkshıre Hathaway Inc Class B New	55.00000	118 5600	5,865.74	6,520 80	0 00
Chubb Corp	80.00000	96 6300	5,903.19	7,730 40	160 00
Conocophıllips Inc.	225 00000	70.6500	10,197.84	15,896.25	621 00
Danaher Corp	250 00000	77.2000	5,480.49	19,300 00	100 00
Disney Walt Co	300.00000	76.4000	10,535 97	22,920 00	258.00
Domınion Res Inc VA New	85 00000	64 6900	4,908.23	5,498.65	204 00
Duke Energy Corp New	75 00000	69.0100	4,864 49	5,175.75	234.00
E I Dupont DeNemours	145.00000	64 9700	6,124.78	9,420.65	261.00
EMC Corporatıon	475 00000	25 1500	6,849.50	11,946.25	218 50
ExxonMobil	175 00000	101.2000	5,873.00	17,710.00	441.00
Ford Motor Company	415.00000	15 4300	4,432.20	6,403 45	207.50
Google Inc. Cl A	10 00000	1,120.7100	6,514.50	11,207.10	0.00
Kınder Morgan Management	196 00000	75.6600	8,816 85	14,829.36	0.00
Mıcrosoft Corp	475.00000	37 4100	10,940.00	17,769 75	532 00

Androscoggin Bank's MainStreet Foundation Investment Management Account

Account #: 500084 | **Account Detail On: 12/31/2013**

	Shares	Current Price	Cost	Market Value	Estimated Annual Income
Equity					
Stock - Common **% of Portfolio: 36.91%**					
Occidental Petroleum Corp w/ Rights	55 00000	95 1000	4,832.85	5,230.50	158.40
Oracle Corp	325 00000	38.2600	11,079.22	12,434 50	156.00
PNC Bank Corp	110 00000	77 5800	5,891.59	8,533 80	211.20
Pepsico Inc	175 00000	82.9400	6,987.75	14,514 50	397.25
Phillip Morris Intl, Inc.	90.00000	87.1300	7,410.59	7,841.70	338.40
Procter & Gamble Co	200 00000	81.4100	8,481.00	16,282 00	514.88
Qualcomm Incorporated	100 00000	74.2500	6,251 00	7,425.00	168.00
Symantec Corp	155 00000	23.5800	4,009 83	3,654.90	93 00
Target Corp	250.00000	63.2700	7,357.00	15,817 50	430.00
United Technologies Corp	150.00000	113 8000	4,792.93	17,070 00	354 00
Vanguard Telecom Svc ETF	200 00000	83.6600	10,255 69	16,732 00	648 60
Wells Fargo & Company New	400 00000	45 4000	9,164 00	18,160.00	560 00
Stock - Common Total	5,761.00000		225,889 09	386,262.06	8,318.73
Stock - Foreign **% of Portfolio: 3.53%**					
BHP Billiton Ltd	125.00000	68.2000	6,928.55	8,525.00	295 00
GlaxoSmithKline PLC Sponsored ADR	100.00000	53.3900	4,923.99	5,339.00	246 91
Novo-Nordisk A/S	125.00000	184 7600	5,900.76	23,095 00	75.76
Stock - Foreign Total	350 00000		17,753 30	36,959.00	617.67
Equity Total	10,615 23300		395,834.07	653,022.97	11,665 84
Fixed					
Bond - Corporate **% of Portfolio: 16.89%**					
AT&T Inc. DTD 2/13/12 3% Due 2/15/22	15,000 00000	94.1150	15,820 50	14,117.25	450.00
Aflac Inc DTD 2/10/12 2.65% Due 2/15/17	15,000.00000	103 2180	15,858.30	15,482.70	397.50
American Express Cr DTD 3/26/12 2 375% Due 3/24/17	10,000.00000	102.7190	10,522.00	10,271 90	237 50
Berkshire Hathaway DTD 5/15/12 3% Due 5/15/22	15,000.00000	95.8320	14,680.95	14,374.80	450.00
EMC Corp DTD 6/6/13 2 65% Due 6/1/20	15,000 00000	97.8540	14,891.10	14,678 10	397.50
General Electric Cap Corp DTD 8/14/03 5% Due 8/15/14	50,000.00000	102 8330	50,000.00	51,416 50	2,500.00
Goldman Sachs Group Inc DTD 5/3/12 3.3% Due 5/3/15	15,000.00000	103.1110	15,632.85	15,466 65	495.00
JP Morgan Chase & Co DTD 8/20/12 2% Due 8/15/17	15,000.00000	101.0500	15,263.55	15,157.50	300 00
PepsiCo Inc DTD 5/10/11 2.5% Due 5/10/16	15,000.00000	103.8480	15,913.95	15,577.20	375 00
Verizon Comm. DTD 11/3/11 2% Due 11/1/16	10,000 00000	102.4490	10,411.50	10,244.90	200 00
Bond - Corporate Total	175,000 00000		178,994.70	176,787 50	5,802.50
Bond - US Govt - Agency **% of Portfolio: 1.44%**					
Federal Farm Credit DTD 8/12/13 2.3% Due 8/12/19	15,000 00000	100 4110	15,031 95	15,061.65	345.00
Bond - US Govt - Taxable Agency **% of Portfolio: 4.92%**					
FNMA DTD 11/15/12 2.3% Due 11/15/22	20,000.00000	89.9860	20,162 50	17,997 20	460 00
FNMA DTD 12/10/12 2% Due 12/10/21	15,000 00000	91.4110	14,996 25	13,711 65	300 00
FNMA DTD 8/21/13 1.8% Due 8/21/18	10,000 00000	99.9560	10,000.00	9,995 60	180.00
Freddie Mac DTD 12/13/13 2%-6%(Step-up) Due 12/13/23	10,000.00000	98.2270	10,000.00	9,822.70	200 00
Bond - US Govt - Taxable Agency Total	55,000.00000		55,158.75	51,527 15	1,140.00
Fixed Corporate Fund **% of Portfolio: 6.06%**					
Eaton Vance Floating Rate I (MStar ****)	1,746.72500	9.1900	16,000.00	16,052 40	612 40

Androscoggin Bank's MainStreet Foundation Investment Management Account

Account #: 500084 | **Account Detail On: 12/31/2013**

	Shares	Current Price	Cost	Market Value	Estimated Annual Income
Fixed					
Fixed Corporate Fund **% of Portfolio: 6.06%**					
Goldman Sachs Strategic Income Inst (Mstar *****)	1,141.76900	10 6600	12,000.00	12,171 26	327 44
MFS Emerging Mkts Debt I (Mstar ****)	406.22900	14.5200	6,000 00	5,898 45	292 08
Vanguard High-Yield Corp Bond Fd #29 (Mstar ***)	4,870.46500	6.0300	30,000 00	29,368 90	1,679 55
Fixed Corporate Fund Total	8,165 18800		64,000.00	63,491.01	2,911 47
Fixed Government Fund **% of Portfolio: 6.15%**					
Vanguard GNMA Port Fd - Adm. Shs #0536 (Mstar *****)	6,186 67900	10.4200	65,975.27	64,465 18	1,631 51
Fixed Total	259,351.86700		379,160.67	371,332 49	11,830.48
Grand Total	292,456 24000		797,483 88	1,046,844.60	23,498.57

Tax Year Realized Gain/Loss Summary

	Tax Year YTD Amount
Long Term	$16,209.21
Short Term	($4,007 05)
Grand Total	$12,202.16