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
THE HAROLD & EVELYN R. DAVIS
MEMORIAL FOUNDATION, INC.

A Employer identification number
31-1598507

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
C/O KERKERING, BARBERIO, P.O. BOX 49348

B Telephone number
(781) 449-9146

City or town, state or province, country, and ZIP or foreign postal code
SARASOTA, FL 34230

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: [X] 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) ▶$ 604,180.

J Accounting method: [X] 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))	(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			N/A	
2 Check ▶ [X] if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	11,041.	10,784.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	23,387.			
b Gross sales price for all assets on line 6a 214,676.				
7 Capital gain net income (from Part IV, line 2)		23,387.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 **Total.** Add lines 1 through 11	34,428.	34,171.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 2	1,240.	0.		1,240.
c Other professional fees				
17 Interest				
18 Taxes STMT 3	735.	0.		61.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 4	6,564.	6,564.		0.
24 **Total operating and administrative expenses.** Add lines 13 through 23	8,539.	6,564.		1,301.
25 Contributions, gifts, grants paid	23,700.			23,700.
26 **Total expenses and disbursements.** Add lines 24 and 25	32,239.	6,564.		25,001.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	2,189.			
b **Net investment income** (if negative, enter -0-)		27,607.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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

18080327 759428 08977 2013.03010 THE HAROLD & EVELYN R. DAVI 08977__1

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	118,606.	18,882.	18,882.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 5	300,047.	305,975.	413,245.
	c Investments - corporate bonds STMT 6	76,812.	172,797.	172,053.
	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)	495,465.	497,654.	604,180.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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	495,465.	497,654.	
	30 **Total net assets or fund balances**	495,465.	497,654.	
	31 **Total liabilities and net assets/fund balances**	495,465.	497,654.	

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	495,465.
2	Enter amount from Part I, line 27a	2	2,189.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	497,654.
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	497,654.

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	P	VARIOUS	07/15/13
b	SEE ATTACHED	P	VARIOUS	07/15/13
c	SEE ATTACHED	P	VARIOUS	07/15/13
d	CAPITAL GAINS DIVIDENDS			
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	106,732.		99,532.	7,200.
b	50,835.		39,166.	11,669.
c	56,974.		52,591.	4,383.
d	135.			135.
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				7,200.
b				11,669.
c				4,383.
d				135.
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** 23,387.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 } **3** N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	26,525.	523,709.	.050648
2011	25,253.	537,669.	.046968
2010	25,181.	517,396.	.048669
2009	29,802.	492,777.	.060478
2008	31,116.	600,419.	.051824

2	**Total** of line 1, column (d)	2	.258587
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	.051717
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	560,572.
5	Multiply line 4 by line 3	5	28,991.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	276.
7	Add lines 5 and 6	7	29,267.
8	Enter qualifying distributions from Part XII, line 4	8	25,001.

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	552.
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	552.
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	552.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a		
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	0.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	12.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	564.
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)?	1b		X
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.			
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) ▶ FL			
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 ▶ KENNETH E. DAVIS Telephone no. ▶ (781) 449-9146
Located at ▶ 28 MARY CHILTON RD., NEEDHAM, MA ZIP+4 ▶ 02192

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

			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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)*

			Yes	No
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 [X] 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 [X] No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] 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 [X] 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 [X] 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 [X] 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 [X] 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
KENNETH E. DAVIS 28 MARY CHILTON RD. NEEDHAM, MA 02492	SECRETARY/TREAS/DIRECTOR 1.00	0.	0.	0.
RICHARD P. DAVIS P.O. BOX 26034 KNOXVILLE, TN 37912	PRESIDENT & DIRECTOR 1.00	0.	0.	0.
MARCY E. DAVIS 105 W. 13TH ST, #12A NEW YORK, NY 10011	VICE PRESIDENT/DIRECTOR 1.00	0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
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	537,073.
b	Average of monthly cash balances	1b	32,036.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	569,109.
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	569,109.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	8,537.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	560,572.
6	**Minimum investment return.** Enter 5% of line 5	6	28,029.

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	28,029.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 552.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	552.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	27,477.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	27,477.
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	27,477.

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	25,001.
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	25,001.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	25,001.

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				27,477.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			23,485.	
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: ▶ $ 25,001.				
a Applied to 2012, but not more than line 2a			23,485.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				1,516.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				25,961.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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

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

	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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
JAZZ CLUB OF SARASOTA 330 S. PINEAPPLE AVE. #111 SARASOTA, FL 34236	NONE	PC	GENERAL	5,000.
TIDEWELL HOSPICE & PALLIATIVE CARE 5955 RAND BLVD. SARASOTA, FL 34238	NONE	PC	GENERAL	12,900.
ZAMIR CHORALE OF BOSTON 1320 CENTRE ST, SUITE 306 NEWTON, MA 02459	NONE	PC	GENERAL	3,800.
KNOXVILLE CHORAL SOCIETY P.O. BOX 52976 KNOXVILLE, TN 37950	NONE	PC	GENERAL	2,000.
Total			▶ 3a	23,700.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (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	11,041.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	23,387.	
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.		34,428.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 34,428.

(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).

THE HAROLD & EVELYN R. DAVIS

Form 990-PF (2013) MEMORIAL FOUNDATION, INC. 31-1598507 Page 13

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

▶ Kenneth E Davis 5-15-14 ▶ Treasurer

Signature of officer or trustee Date Title

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
	REBECCA U. STONER	Rebecca U Stoner CPA	4/1/14		P00585910
	Firm's name ▶ KERKERING, BARBERIO & CO.			Firm's EIN ▶ 59-1753337	
	Firm's address ▶ P.O. BOX 49348 SARASOTA, FL 34230-6348			Phone no. 941-365-4617	

Form **990-PF** (2013)

323622 10-10-13

2013 Tax Information Statement

Payer's Name and Address:
EASTERN BANK - EASTERN WEALTH MANAGEMENT
605 BROADWAY LF 41
SAUGUS, MA 01906

Recipient's Tax ID Number:	31-1598507
Payer's Federal ID Number:	04-1655082
Payer's State ID Number:	
State:	FL
Questions?	(781)581-4240
☐ **Corrected**	☐ **2nd TIN notice**

Recipient's Name and Address:
HAROLD & EVELYN DAVIS MEM FDN
C/O KERKERING BARBERIO & CO
1990 MAIN STREET, SUITE 801
SARASOTA, FL 34236

2013 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
Short Term Sales Reported on 1099-B								
00206R102	A T & T INC		T					
177.0000	01/03/2013	03/23/2012	6,195.30	5,586.10	0.00	609.20	0.00	0.00
G1151C101	ACCENTURE PLC		ACN					
5.0000	03/13/2013	09/27/2012	388.37	323.93	0.00	64.44	0.00	0.00
00817Y108	AETNA U S HEALTHCARE INC		AET					
13.0000	03/13/2013	08/28/2012	665.72	505.09	0.00	160.63	0.00	0.00
075887109	BECTON DICKINSON CO		BDX					
10.0000	03/13/2013	03/26/2012	908.59	775.09	0.00	133.50	0.00	0.00
075896100	BED BATH & BEYOND		BBBY					
101.0000	03/04/2013	07/10/2012	5,704.12	6,226.35	0.00	-522.23	0.00	0.00
09062X103	BIOGEN IDEC INC		BIIB					
5.0000	03/13/2013	04/18/2012	879.27	638.29	0.00	240.98	0.00	0.00
097023105	BOEING CO		BA					
77.0000	02/05/2013	06/04/2012	5,859.40	5,194.31	0.00	665.09	0.00	0.00
14149Y108	CARDINAL HEALTH, INC.		CAH					
8.0000	03/13/2013	03/22/2012	373.97	331.42	0.00	42.55	0.00	0.00

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2013 Tax Information Statement

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605 BROADWAY LF 41
SAUGUS, MA 01906

Recipient's Tax ID Number: 31-1598507
Payer's Federal ID Number: 04-1655082
Payer's State ID Number:
State: FL
Questions? (781)581-4240

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
HAROLD & EVELYN DAVIS MEM FDN
C/O KERKERING BARBERIO & CO
1990 MAIN STREET, SUITE 801
SARASOTA, FL 34236

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Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
149123101	CATERPILLAR INC.		CAT					
8.0000	03/13/2013	08/10/2012	714.56	708.34	0.00	6.22	0.00	0.00
151020104	CELGENE CORPORATION		CELG					
6.0000	03/13/2013	08/01/2012	680.39	411.72	0.00	268.67	0.00	0.00
151020104	CELGENE CORPORATION		CELG					
21.0000	05/06/2013	08/01/2012	2,552.13	1,441.02	0.00	1,111.11	0.00	0.00
191216100	COCA-COLA CO		KO					
17.0000	03/13/2013	03/15/2012	656.62	594.96	0.00	61.66	0.00	0.00
20825C104	CONOCOPHILLIPS		COP					
78.0000	02/05/2013	09/26/2012	4,499.59	4,471.74	0.00	27.85	0.00	0.00
219350105	CORNING INC		GLW					
241.0000	11/13/2013	12/04/2012	4,037.13	2,952.61	0.00	1,084.52	0.00	0.00
244199105	DEERE & CO		DE					
83.0000	03/13/2013	Various	7,570.22	6,533.62	0.00	1,036.60	0.00	0.00
254709108	DISCOVER FINANCIAL SERVICES		DFS					
15.0000	03/13/2013	04/18/2012	647.37	490.80	0.00	156.57	0.00	0.00
263534109	DUPONT DE NEMOURS & CO		DD					
6.0000	03/13/2013	04/13/2012	297.07	313.34	0.00	-16.27	0.00	0.00

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605 BROADWAY LF 41
SAUGUS, MA 01906

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Payer's Federal ID Number: 04-1655082
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State: FL
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☐ Corrected ☐ 2nd TIN notice

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SARASOTA, FL 34236

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Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks, Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
268648102	E M C CORP		EMC					
17.0000	02/05/2013	10/03/2012	422.86	461.41	0.00	-38.55	0.00	0.00
40414L109	HCP, INC.		HCP					
13.0000	03/13/2013	03/28/2012	633.49	516.71	0.00	116.78	0.00	0.00
423074103	HEINZ H J CO.		HNZ					
88.0000	02/20/2013	09/12/2012	6,345.15	4,955.16	0.00	1,389.99	0.00	0.00
423452101	HELMERICH AND PAYNE		HP					
17.0000	03/13/2013	09/26/2012	1,069.14	793.47	0.00	275.67	0.00	0.00
464288646	I SHARES BARCLAYS 1-3 YR CREDIT BOND FUN		CSJ					
200.0000	03/14/2013	02/08/2013	21,104.81	21,114.00	0.00	-9.19	0.00	0.00
478160104	JOHNSON & JOHNSON		JNJ					
4.0000	03/13/2013	03/20/2012	314.19	260.14	0.00	54.05	0.00	0.00
494368103	KIMBERLY CLARK CORP		KMB					
4.0000	03/13/2013	12/04/2012	374.22	343.38	0.00	30.84	0.00	0.00
61166W101	MONSANTO CO		MON					
61.0000	04/03/2013	10/02/2012	6,398.66	5,538.28	0.00	860.38	0.00	0.00
651639106	NEWMONT MINING CO		NEM					
166.0000	12/04/2013	04/03/2013	3,972.49	6,422.76	0.00	-2,450.27	0.00	0.00

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670346105	NUCOR CORP		NUE					
5.0000	03/13/2013	04/13/2012	232.29	208.57	0.00	23.72	0.00	0.00
742718109	PROCTER & GAMBLE CO		PG					
6.0000	03/13/2013	08/02/2012	460.48	381.20	0.00	79.28	0.00	0.00
854502101	STANLEY BLACK & DECKER INC		SWK					
76.0000	08/05/2013	10/02/2012	6,617.62	5,796.62	0.00	821.00	0.00	0.00
855244109	STARBUCKS CORP		SBUX					
16.0000	03/13/2013	05/02/2012	937.96	927.91	0.00	10.05	0.00	0.00
871503108	SYMANTEC CORP		SYMC					
262.0000	12/10/2013	02/05/2013	5,874.36	5,811.89	0.00	62.47	0.00	0.00
902748102	UIL HOLDINGS CORPORTION		UIL					
8.0000	03/13/2013	03/20/2012	309.59	277.11	0.00	32.48	0.00	0.00
931422109	WALGREEN CO		WAG					
20.0000	03/13/2013	09/12/2012	855.55	708.56	0.00	146.99	0.00	0.00
254687106	WALT DISNEY PRODUCTIONS		DIS					
11.0000	03/13/2013	03/22/2012	630.13	476.36	0.00	153.77	0.00	0.00
988498101	YUM BRANDS INC		YUM					
104.0000	09/17/2013	09/20/2012	7,549.55	7,040.01	0.00	509.54	0.00	0.00

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Total Short Term Sales Reported on 1099-B			106,732.36	99,532.27	0.00	7,200.09	0.00	0.00
Report on Form 8949, Part I, with Box A checked								
Long Term Sales Reported on 1099-B								
G1151C101	ACCENTURE PLC		ACN					
80.0000	10/03/2013	09/27/2012	5,854.17	5,182.96	0.00	671.21	0.00	0.00
025816109	AMERICAN EXPRESS CO		AXP					
7.0000	03/13/2013	10/05/2011	456.09	300.27	0.00	155.82	0.00	0.00
025816109	AMERICAN EXPRESS CO		AXP					
8.0000	05/17/2013	10/05/2011	585.03	343.17	0.00	241.86	0.00	0.00
075887109	BECTON DICKINSON CO		BDX					
6.0000	05/17/2013	03/26/2012	610.07	465.06	0.00	145.01	0.00	0.00
09062X103	BIOGEN IDEC INC		BIIB					
10.0000	05/06/2013	04/18/2012	2,167.02	1,276.59	0.00	890.43	0.00	0.00
09062X103	BIOGEN IDEC INC		BIIB					
1.0000	05/17/2013	04/18/2012	225.60	127.66	0.00	97.94	0.00	0.00
09062X103	BIOGEN IDEC INC		BIIB					
8.0000	12/04/2013	04/18/2012	2,275.06	1,021.27	0.00	1,253.79	0.00	0.00

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605 BROADWAY LF 41
SAUGUS, MA 01906

Recipient's Tax ID Number: 31-1598507
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☐ **Corrected** ☐ **2nd TIN notice**

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14149Y108	CARDINAL HEALTH, INC.		CAH					
35.0000	12/04/2013	03/22/2012	2,212.45	1,449.96	0.00	762.49	0.00	0.00
191216100	COCA-COLA CO		KO					
11.0000	05/17/2013	03/15/2012	469.25	384.97	0.00	84.28	0.00	0.00
254709108	DISCOVER FINANCIAL SERVICES		DFS					
10.0000	05/17/2013	04/18/2012	472.79	327.20	0.00	145.59	0.00	0.00
263534109	DUPONT DE NEMOURS & CO		DD					
101.0000	05/06/2013	04/13/2012	5,438.41	5,274.53	0.00	163.88	0.00	0.00
30231G102	EXXON MOBIL CORP		XOM					
7.0000	03/13/2013	10/27/2011	624.92	572.12	0.00	52.80	0.00	0.00
30231G102	EXXON MOBIL CORP		XOM					
60.0000	07/02/2013	Various	5,433.30	5,034.64	0.00	398.66	0.00	0.00
38259P508	GOOGLE INC		GOOG					
1.0000	03/13/2013	03/04/2011	825.20	601.24	0.00	223.96	0.00	0.00
38259P508	GOOGLE INC		GOOG					
1.0000	05/17/2013	03/04/2011	904.44	601.25	0.00	303.19	0.00	0.00
40414L109	HCP, INC.		HCP					
8.0000	05/17/2013	03/28/2012	433.35	314.75	0.00	118.60	0.00	0.00

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2013 Tax Information Statement

Payer's Name and Address:
EASTERN BANK - EASTERN WEALTH MANAGEMENT
605 BROADWAY LF 41
SAUGUS, MA 01906

Recipient's Tax ID Number: 31-1598507
Payer's Federal ID Number: 04-1655082
Payer's State ID Number:
State: FL
Questions? (781)581-4240

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
HAROLD & EVELYN DAVIS MEM FDN
C/O KERKERING BARBERIO & CO
1990 MAIN STREET, SUITE 801
SARASOTA, FL 34236

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks, Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
40414L109	HCP, INC.		HCP					
123.0000	06/06/2013	03/28/2012	5,777.73	4,839.34	0.00	938.39	0.00	0.00
423452101	HELMERICH AND PAYNE		HP					
133.0000	10/08/2013	09/26/2012	9,586.00	6,207.76	0.00	3,378.24	0.00	0.00
438516106	HONEYWELL INT'L INC.		HON					
3.0000	05/17/2013	05/02/2012	240.95	181.90	0.00	59.05	0.00	0.00
478160104	JOHNSON & JOHNSON		JNJ					
4.0000	05/17/2013	03/20/2012	350.99	260.14	0.00	90.85	0.00	0.00
58933Y105	MERCK & CO INC. NEW		MRK					
19.0000	03/13/2013	Various	845.55	702.49	0.00	143.06	0.00	0.00
855244109	STARBUCKS CORP		SBUX					
5.0000	05/17/2013	05/02/2012	318.64	289.97	0.00	28.67	0.00	0.00
857477103	STATE STREET CORP		STT					
6.0000	05/17/2013	03/23/2012	391.61	273.84	0.00	117.77	0.00	0.00
872540109	TJX COMPANIES INC		TJX					
16.0000	05/17/2013	01/20/2012	815.66	533.31	0.00	282.35	0.00	0.00
902748102	UIL HOLDINGS CORPORTION		UIL					
4.0000	05/17/2013	03/20/2012	164.48	138.55	0.00	25.93	0.00	0.00

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2013 Tax Information Statement

Payer's Name and Address:
EASTERN BANK - EASTERN WEALTH MANAGEMENT
605 BROADWAY LF 41
SAUGUS, MA 01906

Recipient's Tax ID Number: 31-1598507
Payer's Federal ID Number: 04-1655082
Payer's State ID Number:
State: FL
Questions? (781)581-4240

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
HAROLD & EVELYN DAVIS MEM FDN
C/O KERKERING BARBERIO & CO
1990 MAIN STREET, SUITE 801
SARASOTA, FL 34236

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
92343V104	VERIZON COMMUNICATIONS INC		VZ					
10.0000	03/13/2013	01/10/2012	479.98	387.04	0.00	92.94	0.00	0.00
92343V104	VERIZON COMMUNICATIONS INC		VZ					
10.0000	06/17/2013	01/10/2012	532.19	387.04	0.00	145.15	0.00	0.00
92826C839	VISA, INC		V					
4.0000	05/17/2013	04/17/2012	734.30	489.27	0.00	245.03	0.00	0.00
254687106	WALT DISNEY PRODUCTIONS		DIS					
16.0000	05/17/2013	03/22/2012	1,058.37	692.88	0.00	365.49	0.00	0.00
98389B100	XCEL ENERGY, INC.		XEL					
19.0000	03/13/2013	02/03/2012	551.33	504.39	0.00	46.94	0.00	0.00
Total Long Term Sales Reported on 1099-B			50,834.93	39,165.56	0.00	11,669.37	0.00	0.00

Report on Form 8949, Part II, with Box D checked

2013 Tax Information Statement

Payer's Name and Address:
EASTERN BANK - EASTERN WEALTH MANAGEMENT
605 BROADWAY LF 41
SAUGUS, MA 01906

Recipient's Tax ID Number: 31-1598507
Payer's Federal ID Number: 04-1655082
Payer's State ID Number:
State: FL
Questions? (781)581-4240

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
HAROLD & EVELYN DAVIS MEM FDN
C/O KERKERING BARBERIO & CO
1990 MAIN STREET, SUITE 801
SARASOTA, FL 34236

2013 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds, etc., less commissions and option premiums.
For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
Long Term Sales Reported on 1099-B								
037833100	APPLE		AAPL					
12.0000	03/13/2013	Various	5,150.77	2,901.34	0.00	2,249.43	0.00	0.00
268648102	E M C CORP		EMC					
160.0000	02/05/2013	Various	3,979.81	3,490.86	0.00	488.95	0.00	0.00
31331RP90	FEDERAL FARM CREDIT BANKS 5.45% 12/11/20							
25000.0000	12/11/2013	08/28/2007	25,000.00	25,641.50	0.00	-641.50	0.00	0.00
406216101	HALLIBURTON CO		HAL					
30.0000	03/13/2013	Various	1,252.33	885.91	0.00	366.42	0.00	0.00
464288646	I SHARES BARCLAYS 1-3 YR CREDIT BOND FUN		CSJ					
100.0000	03/14/2013	Various	10,552.41	10,454.61	0.00	97.80	0.00	0.00
464288638	I SHARES BARCLAYS INT CRDT		CIU					
11.0000	03/14/2013	12/27/2011	1,216.35	1,175.32	0.00	41.03	0.00	0.00
464288414	I SHARES NATIONAL MUNI BOND ETF		MUB					
27.0000	01/30/2013	Various	3,006.93	2,659.72	0.00	347.21	0.00	0.00

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2013 Tax Information Statement

Payer's Name and Address:
EASTERN BANK - EASTERN WEALTH MANAGEMENT
605 BROADWAY LF 41
SAUGUS, MA 01906

Recipient's Tax ID Number: 31-1598507
Payer's Federal ID Number: 04-1655082
Payer's State ID Number:
State: FL
Questions? (781)581-4240
☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
HAROLD & EVELYN DAVIS MEM FDN
C/O KERKERING BARBERIO & CO
1990 MAIN STREET, SUITE 801
SARASOTA, FL 34236

For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition	Stock or Other Symbol (Box 1d) / Stocks, Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
464288414	I SHARES NATIONAL MUNI BOND ETF		MUB					
7.0000	03/14/2013	Various	767.15	691.46	0.00	75.69	0.00	0.00
464287507	I SHARES S & P MIDCAP 400		IJH					
10.0000	05/17/2013	04/29/2010	1,207.77	838.17	0.00	369.60	0.00	0.00
674599105	OCCIDENTAL PETROLEUM CORP		OXY					
3.0000	05/17/2013	01/15/2010	277.01	237.13	0.00	39.88	0.00	0.00
68389X105	ORACLE CORPORATION		ORCL					
33.0000	03/13/2013	Various	1,174.11	656.91	0.00	517.20	0.00	0.00
747525103	QUALCOMM INC		QCOM					
9.0000	03/13/2013	11/19/2009	600.97	406.47	0.00	194.50	0.00	0.00
78464A417	SPDR BARCLAYS HIGH YIELD		JNK					
68.0000	01/30/2013	02/11/2010	2,788.62	2,551.37	0.00	237.25	0.00	0.00
Total Long Term Sales Reported on 1099-B			56,974.23	52,590.77	0.00	4,383.46	0.00	0.00

Report on Form 8949, Part II, with Box E checked

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ACCOUNT STATEMENT

DECEMBER 01, 2013 TO DECEMBER 31, 2013

Statement of Principal Investment Position

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
CASH AND EQUIVALENTS						
FEDERATED GOVT OBLIGATION TAX MANAGED FUND # 637	GTSXX	16,338 340	16,338 34 16,338 34	1.00 1 00	1 63 0.14	0.01
* TOTAL CASH AND EQUIVALENTS			16,338.34 16,338 34		1 63 0.14	0.01
EQUITY						
CONSUMER DISCRETIONARY						
COACH, INC.	COH	128 000	7,184 64 6,274 67	56 13 49.02	172 80 43 20	2 41
COSTCO WHOLESALE CORP, NEW	COST	60 000	7,141 20 6,188 76	119.02 103.15	74 40	1 04
WALT DISNEY PRODUCTIONS	DIS	127.000	9,702 80 5,499 76	76.40 43.31	109 22 109 22	1.13
FORD MOTOR CO	F	441 000	6,804 63 5,830 99	15.43 13.22	176.40	2 59
HOME DEPOT INC	HD	87.000	7,163.58 6,619 24	82 34 76 08	135.72	1.89
STARBUCKS CORP	SBUX	97 000	7,603 83 5,328.60	78 39 54 93	100.88	1.33
TJX COMPANIES INC	TJX	109 000	6,946.57 4,317.20	63.73 39 61	63 22	0.91
** TOTAL CONSUMER DISCRETIONARY		SUB-TOTAL	52,547 25 40,059 22		832 64 152 42	1 58
CONSUMER STAPLES						
COCA-COLA CO	KO	150.000	6,196.50 5,249 65	41 31 35 00	168 00	2.71
KIMBERLY CLARK CORP	KMB	70.000	7,312 20 6,009 06	104 46 85 84	226 80 56.70	3 10
PROCTER & GAMBLE CO	PG	81 000	6,594 21 5,146.19	81 41 63 53	194.89	2.96
WALGREEN CO	WAG	137.000	7,869.28 4,853 62	57 44 35 43	172.62	2 19
** TOTAL CONSUMER STAPLES		SUB-TOTAL	27,972.19 21,258 52		762.31 56.70	2 73
ENERGY						
CHEVRON CORP	CVX	45 000	5,620 95 5,372 34	124 91 119 39	180.00	3 20
HALLIBURTON CO	HAL	120 000	6,090 00 3,720 39	50.75 31.00	72.00	1.18
HOLLYFRONTIER CORP	HFC	198 000	9,838 62 8,008.80	49 69 40.45	237.60	2 41

1401020008800032 0 002 NONE/584O 0000005863

Statement of Principal Investment Position (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
ENERGY						
OCCIDENTAL PETROLEUM CORP	OXY	57.000	5,420 70 4,496 97	95 10 78 89	145.92 36.48	2 69
TRANSOCEAN LTD	RIG	100 000	4,942 00 5,697 38	49 42 56 97	224.00	4 53
** TOTAL ENERGY		SUB-TOTAL	31,912 27 27,295.88		859.52 36.48	2 69
FINANCIALS						
AMERICAN EXPRESS CO	AXP	110.000	9,980 30 5,361.78	90 73 48 74	101.20	1 01
CHUBB CORP	CB	78 000	7,537 14 6,708 32	96 63 86 00	137 28 34 32	1 82
DISCOVER FINANCIAL SERVICES	DFS	157 000	8,784.15 5,329 46	55 95 33.95	125 60	1 43
MORGAN STANLEY	MS	311 000	9,752 96 5,640 53	31 36 18 14	62 20	0 64
STATE STREET CORP	STT	124 000	9,100 36 6,297 83	73 39 50 79	128.96 32 24	1 42
SUNTRUST BANKS	STI	239 000	8,797 59 6,875.21	36.81 28 77	95 60	1 09
WEYERHAEUSER CO	WY	200.000	6,314 00 6,209 98	31 57 31 05	176.00	2 79
** TOTAL FINANCIALS		SUB-TOTAL	60,266.50 42,423.11		826 84 66 56	1 37
HEALTH CARE						
AETNA U S HEALTHCARE INC	AET	116 000	7,956 44 4,506 92	68 59 38 85	104.40	1 31
BECTON DICKINSON CO	BDX	74 000	8,176 26 5,735 69	110.49 77.51	161.32	1 97
BIOGEN IDEC INC	BIIB	20 000	5,591.44 2,553 18	279.57 127.66		
CARDINAL HEALTH, INC.	CAH	85.000	5,678 85 3,521 34	66.81 41.43	102.85 25.71	1 81
CELGENE CORPORATION	CELG	56 000	9,462 21 3,842 72	168.97 68 62		
JOHNSON & JOHNSON	JNJ	56 000	5,129 04 3,642 03	91 59 65 04	147.84	2 88
MERCK & CO INC. NEW	MRK	111 000	5,555 55 3,828 57	50.05 34.49	195 36 48 84	3.52
** TOTAL HEALTH CARE		SUB-TOTAL	47,549 79 27,630.45		711 77 74 55	1 50

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Statement of Principal Investment Position (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
INDUSTRIALS						
CATERPILLAR INC	CAT	70 000	6,356 70 6,147 42	90 81 87 82	168.00	2 64
FEDEX CORPORATION	FDX	63 000	9,057 51 5,798 83	143 77 92.04	37.80 9 45	0.42
GENERAL ELEC CO	GE	271 000	7,596.13 6,633 49	28 03 24 48	238 48 59 62	3.14
HONEYWELL INT'L INC	HON	86 000	7 857 82 5,586 79	91 37 64 96	154 80	1.97
EATON CORP PLC	ETN	99 000	7,535 88 6,568.36	76.12 66 35	166 32	2 21
** TOTAL INDUSTRIALS		SUB-TOTAL	38,404.04 30,734 89		765 40 69 07	1.99
INFORMATION TECHNOLOGY						
ANALOG DEVICES	ADI	105.000	5,347 65 5,145 97	50.93 49 01	142.80	2 67
APPLE	AAPL	18 000	10,098 36 8 103 37	561 02 450.19	219.60	2.17
CORNING INC	GLW	212 000	3,777 84 2,597 32	17.82 12 25	84 80	2 24
EBAY INC	EBAY	142.000	7,790 83 6,698 85	54.87 47.18		
GOOGLE INC	GOOG	9 000	10,086 39 5,154 67	1,120 71 572.74		
I B M CORP	IBM	32 000	6,002 24 5,889 92	187.57 184.06	121.60	2 03
ORACLE CORPORATION	ORCL	203 000	7,766 78 5,961 29	38 26 29 37	97 44	1.25
QUALCOMM INC	QCOM	108 000	8 019 00 5,630 98	74 25 52 14	151 20	1.89
VISA, INC	V	47 000	10,465.96 6,026 94	222.68 128 23	75 20	0.72
** TOTAL INFORMATION TECHNOLOGY		SUB-TOTAL	69,355 05 51,209.31		892.64 0.00	1 29
MATERIALS						
DOW CHEMICAL CO	DOW	186 000	8,258 40 7,256 04	44 40 39.01	238 08 59.52	2.88
NUCOR CORP	NUE	115.000	6,138 70 4,905 12	53 38 42 65	170.20 42.55	2.77
** TOTAL MATERIALS		SUB-TOTAL	14,397.10 12,161.16		408.28 102.07	2.84

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Statement of Principal Investment Position (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
TELECOMMUNICATIONS						
VERIZON COMMUNICATIONS INC	VZ	152.000	7,469 28 6,575 29	49 14 43 26	322 24	4 31
** TOTAL TELECOMMUNICATIONS		SUB-TOTAL	7,469.28 6,575.29		322 24 0 00	4 31
UTILITIES						
UIL HOLDINGS CORPORTION	UIL	118.000	4,572 50 4,087 31	38 75 34.64	203 90 50.98	4 46
XCEL ENERGY, INC	XEL	184 000	5,140 96 4,864 14	27.94 26.44	206.08 51.52	4 01
** TOTAL UTILITIES		SUB-TOTAL	9,713 46 8,951.45		409.98 102.50	4.22
MISCELLANEOUS						
I SHARES S & P MIDCAP 400	IJH	401 000	53,657 81 37,675 91	133.81 93 95	692 93	1 29
** TOTAL MISCELLANEOUS		SUB-TOTAL	53,657 81 37,675 91		692 93 0.00	1.29
* TOTAL EQUITY			413,244 74 305,975.19		7,484.55 660.35	1 81
FIXED INCOME						
ASTRAZENECA PLC ADR 1 95% 09/18/2019		25,000 000	24,290 50 25,237 50	97.16 100 95	487.50 139.48	2 01
GOLDMAN SACHS GROUP 2 375% 01/22/2018		25,000 000	25,095 00 25,257 50	100 38 101 03	593.75 262 24	2 37
I SHARES NATIONAL MUNI BOND ETF	MUB	81.000	8,402.94 8,092.05	103 74 99.90	253 69 22 27	3 02
I SHARES BARCLAYS INT CRDT	CIU	350 000	37,758 00 38,176 12	107.88 109 07	1,027.95 81 23	2 72
I SHARES BARCLAYS 1-3 YR CREDIT BOND FUND	CSJ	350 000	36,911 00 36,946 00	105 46 105.56	430 85 29 75	1.17
J P MORGAN CHASE 2% 08/15/2017		25,000 000	25,358.75 25,419.50	101.44 101 68	500.00 188.89	1 97
SPDR BARCLAYS HIGH YIELD	JNK	351.000	14,236.56 13,667.84	40.56 38.94	861 35 69.25	6 05
* TOTAL FIXED INCOME			172,052.75 172,796.51		4,155.09 793 11	2.42
TOTAL PRINCIPAL ASSETS			601,635 83 495,110.04		11,641 27 1,453.60	1 93

THE HAROLD & EVELYN R DAVIS MEMORIAL FOUNDATION, INC.
31-1598507

ACCOUNT STATEMENT

DECEMBER 01 2013 TO DECEMBER 31, 2013

Statement of Income Investment Position

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
CASH AND EQUIVALENTS						
FEDERATED GOV'T OBLIGATION TAX MANAGED FUND # 637	GTSXX	2,543 200	2,543 20 2,543 20	1 00 1 00	0 25 0.02	0 01
* TOTAL CASH AND EQUIVALENTS			2,543 20 2,543.20		0.25 0 02	0 01
TOTAL INCOME ASSETS			2,543 20 2,543 20		0 25 0 02	0.01

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
EASTERN BANK	11,176.	135.	11,041.	10,784.	
TO PART I, LINE 4	11,176.	135.	11,041.	10,784.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	1,240.	0.		1,240.
TO FORM 990-PF, PG 1, LN 16B	1,240.	0.		1,240.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEE	61.	0.		61.
EXCISE TAX	674.	0.		0.
TO FORM 990-PF, PG 1, LN 18	735.	0.		61.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE FEES	6,564.	6,564.		0.
TO FORM 990-PF, PG 1, LN 23	6,564.	6,564.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	305,975.	413,245.
TOTAL TO FORM 990-PF, PART II, LINE 10B	305,975.	413,245.

FORM 990-PF	CORPORATE BONDS	STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	172,797.	172,053.
TOTAL TO FORM 990-PF, PART II, LINE 10C	172,797.	172,053.