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Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Serviceor 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.

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation

COMMON STREAM, INC. #0745935
C/O NUTTER, MCCLENNEN & FISH, LLP

A Employer identification number

72-1556093

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

POST OFFICE BOX 51400

B Telephone number

617-439-2500

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

BOSTON, MA 02205

C If exemption application is pending, check here ☐

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

Fair market value of all assets at end of year

(from Part II, col (c), line 16)

J Accounting method:

☒

Cash

☐

Accrual

☐ Other (specify)

\$ 27254779. (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)(a) Revenue and
expenses per books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable purposes
(cash basis only)

1 Contributions, gifts, grants, etc., received

2 Check ☒ if the foundation is not required to attach Sch B3 Interest on savings and temporary
cash investments

123.

123.

STATEMENT 2

4 Dividends and interest from securities

743411.

743411.

STATEMENT 3

5a Gross rents

b Net rental income or (loss)

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

b Gross sales price for all
assets on line 6a 2095795.

221057.

STATEMENT 1

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

304946.

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

964591.

1048480.

13 Compensation of officers, directors, trustees, etc

0.

0.

0.

14 Other employee salaries and wages

94019.

0.

94019.

15 Pension plans, employee benefits

45447.

0.

45447.

16a Legal fees

STMT 4

89718.

53831.

35887.

b Accounting fees

STMT 5

1500.

900.

600.

c Other professional fees

STMT 6

110206.

66124.

44082.

17 Interest

18 Taxes

STMT 7

22163.

0.

7705.

19 Depreciation and depletion

20 Occupancy

9660.

0.

9660.

21 Travel, conferences, and meetings

613.

0.

613.

22 Printing and publications

23 Other expenses

STMT 8

8302.

0.

8302.

24 Total operating and administrative

expenses Add lines 13 through 23

381628.

120855.

246315.

25 Contributions, gifts, grants paid

1246000.

1246000.

26 Total expenses and disbursements.

Add lines 24 and 25

1627628.

120855.

1492315.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

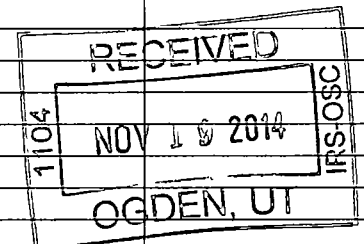
-663037.

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

927625.

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

N/A



2014 P

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	74472.	259141.	259141.
	2 Savings and temporary cash investments	514774.	815315.	815315.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 9	964400.	258359.	280097.
	b Investments - corporate stock STMT 10	13330532.	13332147.	20887296.
	c Investments - corporate bonds STMT 11	5005608.	4670724.	5012930.
	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 1)	19889786.	19335686.	27254779.	
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 ▶ ☒			
	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	19889786.	19335686.		
30 Total net assets or fund balances	19889786.	19335686.		
31 Total liabilities and net assets/fund balances	19889786.	19335686.		

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	19889786.
2 Enter amount from Part I, line 27a	2	-663037.
3 Other increases not included in line 2 (itemize) ▶ TIMING ADJUSTMENT	3	108937.
4 Add lines 1, 2, and 3	4	19335686.
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	19335686.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENTS				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e	2095795.	1790849.	304946.

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			
b			
c			
d			
e			304946.

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	304946.
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	1673659.	23984293.	.069781
2011	1354943.	23833060.	.056851
2010	904647.	22502417.	.040202
2009	1258980.	20988298.	.059985
2008	216364.	23003273.	.009406

2 Total of line 1, column (d)	2	.236225
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	.047245
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	25546082.
5 Multiply line 4 by line 3	5	1206925.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9276.
7 Add lines 5 and 6	7	1216201.
8 Enter qualifying distributions from Part XII, line 4	8	1492315.

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)		1	9276.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	9276.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	9276.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	14000.	
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	14000.	
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		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4724.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☒ 4724. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ MA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>NUTTER, MCCLENNEN & FISH LLP</u> Telephone no. ► <u>617-439-2847</u> Located at ► <u>SEAPORT WEST, 155 SEAPORT BOULEVARD, BOSTON, MA</u> ZIP+4 ► <u>02210-2604</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1b	
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)).	1c	X
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	2b	
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	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
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?	4a	X
	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

X

Organizations relying on a current notice regarding disaster assistance check here

☐

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

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

6b

X

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

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JULIA SATTI COSENTINO SEAPORT WEST, 155 SEAPORT BLVD. BOSTON, MA 02210	PRESIDENT 0.00	0.	0.	0.
MARY RYAN SEAPORT WEST, 155 SEAPORT BLVD. BOSTON, MA 02210	TREASURER 0.00	0.	0.	0.
ROBERT D. WEBB 810 GREAT PLAIN AVENUE NEEDHAM, MA 02492	CLERK 0.00	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PETER SNOAD - 50 DUNSTER ROAD, JAMAICA PLAIN, MA 02130	PROGRAM DIRECTOR 35.00	94019.	45447.	0.

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

0

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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."

[illegible]

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

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.

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.

Describe the two largest program-related investments made by the foundation during the last year, or since 2012, if not 2012.		
1	N/A	
2		
All other program-related investments. See instructions.		
3		

Total. Add lines 1 through 3Form **990-PF** (2013)

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	24811266.
b	Average of monthly cash balances	1b	1123843.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	25935109.
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	25935109.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	389027.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	25546082.
6	Minimum investment return. Enter 5% of line 5	6	1277304.

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	1277304.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	9276.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	9276.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1268028.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1268028.
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	1268028.

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	1492315.
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	1492315.
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	9276.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	1483039.

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				1268028.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			114152.	
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: ► \$ 1492315.				
a Applied to 2012, but not more than line 2a			114152.	
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				1268028.
e Remaining amount distributed out of corpus	110135.			
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	110135.			
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	110135.			
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	110135.			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]Form **990-PF** (2013)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ALASKA CENTER FOR THE ENVIRONMENT	NONE	PUBLIC	10,000 YOUTH ORGANIZATION AND DEVELOPMENT 25,000 GENERAL FUND	35000.
ALASKA COMMUNITY ACTION ON TOXICS	NONE	PUBLIC	GENERAL FUND	35000.
ALASKA CONSERVATION FOUNDATION	NONE	PUBLIC	15,000 RAPID RESPONSE FUND 15,000 ALASKA NATIVE FUND	30000.
ALTERNATIVES FOR COMMUNITY AND ENVIRONMENT INC	NONE	PUBLIC	GENERAL FUND	30000.
ARISE FOR SOCIAL JUSTICE	NONE	PUBLIC	GENERAL FUND	35000.
Total			SEE CONTINUATION SHEET(S) ▶ 3a	1246000.
b Approved for future payment				
NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments				14	123.	
4 Dividends and interest from securities				14	743411.	
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	221057.	
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.		964591.	0.
13 Total Add line 12, columns (b), (d), and (e)					964591.	964591.

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

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

[illegible]

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.		

[illegible]

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: *Julia Beth Cantor* Date: 11/14/14 Title: President

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

Paid Preparer Use Only	Print preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Paul F. Rick.	Paul Rick	10/27/17		P00567473
	Firm's name ▶ NUTTER MCCLENNEN & FISH LLP				Firm's EIN ▶ 04-2106505
	Firm's address ▶ SEAPORT WEST 155 SEAPORT BLVD. BOSTON, MA 02210-2604				Phone no. (617) 439-2503

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	2000 AUTOMATIC DATA PROCESSING INC	P	01/24/07	06/25/13
b	1000 AUTOMATIC DATA PROCESSING INC	P	01/24/07	08/16/13
c	1000 DANAHER CORP	P	08/11/06	03/19/13
d	200000 DELL INC. 5 7/8% 6/15/2019	P	06/15/09	01/16/13
e	500 HOME DEPOT INC	P	07/01/09	03/19/13
f	1000 PEPSICO INC	P	02/20/01	03/19/13
g	500 PROCTOR & GAMBLE CO	P	02/20/01	03/19/13
h	9271.3760 VANGUARD SHORT-TERM BOND INDEX	P	09/08/11	07/30/13
i	6.7670 VANGUARD SHORT-TERM BOND INDEX	P	03/30/12	07/30/13
j	37.3890 VANGUARD SHORT-TERM BOND INDEX	P	06/30/11	07/30/13
k	9587.7280 VANGUARD GNMA FUND	P	11/18/11	07/30/13
l	2000 WALGREEN CO.	P	02/20/01	06/25/13
m	2000 WELLS FARGO & COMPANY	P	02/20/01	03/19/13
n	200000 FEDERAL FARM CREDIT BANK 5.875% 8/16/2021	P	06/09/08	08/16/13
o	250000 FEDERAL FARM CREDIT BANK 5.1% 8/5/2013	P	02/07/07	08/05/13

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 137843.		85434.	52409.
b 71929.		42717.	29212.
c 61129.		31672.	29457.
d 202000.		203078.	-1078.
e 34424.		11837.	22587.
f 76788.		34234.	42554.
g 38380.		9094.	29286.
h 97535.		99296.	-1761.
i 71.		72.	-1.
j 393.		397.	-4.
k 100000.		106807.	-6807.
l 90318.		33488.	56830.
m 74923.		26613.	48310.
n 200000.		207886.	-7886.
o 250000.		250233.	-233.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			52409.
b			29212.
c			29457.
d			-1078.
e			22587.
f			42554.
g			29286.
h			-1761.
i			-1.
j			-4.
k			-6807.
l			56830.
m			48310.
n			-7886.
o			-233.

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 }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

2

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	250000 FEDERAL HOME LOAN BANK 5.375% 6/15/2013	P	06/21/06	06/14/13
b	150000 MCCORMICK & CO 5.25% 9/1/2013	P	09/03/08	09/01/13
c	250000 NEW YORK TEL CO DEB. 7% 6/15/2013	P	02/20/01	06/15/13
d	21.7070 VANGUARD SHORT-TERM BOND INDES	P	12/24/12	07/30/13
e	130.2440 VANGUARD SHORT-TERM BOND INDEX	P	12/24/12	07/30/13
f	5.4710 VANGUARD SHORT-TERM BOND INDEX	P	03/28/13	07/30/13
g	32.7490 VANGUARD SHORT-TERM BOND INDEX	P	03/28/13	07/30/13
h	CAPITAL GAINS DIVIDENDS			
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 250000.		247742.	2258.
b 150000.		152227.	-2227.
c 250000.		246003.	3997.
d 228.		231.	-3.
e 1370.		1383.	-13.
f 57.		58.	-1.
g 344.		347.	-3.
h 8063.			8063.
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			2258.
b			-2227.
c			3997.
d			-3.
e			-13.
f			-1.
g			-3.
h			8063.
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	304946.
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 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
BAYOU BLUE PRESBYTERIAN CHURCH	NONE	PUBLIC	GRAND BAYOU COMMUNITY UNITED	20000.
BOSTON TENANT COALITION	NONE	PUBLIC	GENERAL FUND	30000.
CAAAV ORGANIZING ASIAN COMMUNITIES	NONE	PUBLIC	GENERAL FUND	20000.
CENTER FOR BIOLOGICAL DIVERSITY	NONE	PUBLIC	SUPPORT OF STOP OFFSHORE DRILLING	30000.
CENTER OF LABOR EDUCATION AND RESEARCH	NONE	PUBLIC	MASSACHUSETTS JOBS WITH JUSTICE	30000.
CENTRO PRESENTE INC	NONE	PUBLIC	GENERAL FUND	20000.
CHELSEA COLLABORATIVE	NONE	PUBLIC	SUPPORT FOR CHELSEA GREEN SPACE & RECREATION COMMITTEE	25000.
CHINESE PROGRESSIVE ASSOCIATION	NONE	PUBLIC	GENERAL FUND	30000.
CITIZENS FOR SAFE WATER AROUND BADGER	NONE	PUBLIC	GENERAL FUND	25000.
CITY LIFE/VIDA URBANA	NONE	PUBLIC	GENERAL FUND	30000.
Total from continuation sheets				1081000.

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
COALITION FOR SOCIAL JUSTICE EDUCATION FUND	NONE	PUBLIC	GENERAL FUND	25000.
COMMUNITY CHANGE	NONE	PUBLIC	SUPPORT FOR DORCHESTER PEOPLE OF PEACE	1000.
COMMUNITY LABOR UNITED	NONE	PUBLIC	BOSTON AREA YOUTH ORGANIZING PROJECT	20000.
DIRECT ACTION FOR RIGHTS AND EQUALITY	NONE	PUBLIC	GENERAL FUND	40000.
DOCUMENTARY EDUCATION RESOURCES INC	NONE	PUBLIC	GRANT TO OWE AKU	25000.
DOGWOOD ALLIANCE INC	NONE	PUBLIC	GENERAL FUND	30000.
FARMWORKER ASSOCIATION OF FLORIDA	NONE	PUBLIC	SUPPORT OF THE PESTICIDE SAFETY AND ENVIROMENTAL HEALTH PROGRAM	20000.
GREATER FOUR CORNER ACTION COALITION	NONE	PUBLIC	GENERAL FUND	30000.
GULF RESTORATION NETWORK	NONE	PUBLIC	SUPPORT OF GULF FUTURE CAMPAIGN	15000.
GWICHIN STEERING COMMITTEE	NONE	PUBLIC	GENERAL FUND	20000.
Total from continuation sheets				

Part XV **Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HYDE SQUARE TASK FORCE	NONE	PUBLIC	YOUTH COMMUNITY ORGANIZATION PROJECT	15000.
IRAQ VETERANS AGAINST THE WAR	NONE	PUBLIC	GENERAL FUND	20000.
MAINE PEOPLE'S RESOURCE CENTER	NONE	PUBLIC	GENERAL FUND	30000.
MASS COALITION FOR OCCUPATIONAL SAFETY	NONE	PUBLIC	SUPPORT FOR TEENS LEAD @ WORK PROGRAM	15000.
MASS IMMIGRANT AND REFUGEE ADVOCACY COALITION	NONE	PUBLIC	SUPPORT FOR BUILDING POWER TOGETHER PROGRAM	15000.
NATIONAL NETWORK FOR IMMIGRANT AND REFUGEE RIGHTS	NONE	PUBLIC	GENERAL FUND	15000.
NEIGHBOR TO NEIGHBOR EDUCATION FUND	NONE	PUBLIC	STUDENT IMMIGRANT MOVEMENT	15000.
OHIO VALLEY ENVIRONMENTAL COALITION	NONE	PUBLIC	25,000 SUPPORT FOR ANTI FRACKING WORK 20,000 FOR GENERAL FUND	45000.
OUT NOW	NONE	PUBLIC	GENERAL FUND	20000.
PHILADELPHIA STUDENT UNION	NONE	PUBLIC	GENERAL FUND	25000.
Total from continuation sheets				

Part XV **Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PROVIDENCE YOUTH AND STUDENT MOVEMENT	NONE	PUBLIC	GENERAL FUND	20000.
REFLECT AND STRENGTHEN, INC.	NONE	PUBLIC	GENERAL FUND	20000.
RESISTING ENVIROMENTAL DESTRUCTION ON INDIGENOUS LANDS	NONE	PUBLIC	GENERAL FUND	30000.
RESTORE: THE NORTH WOODS	NONE	PUBLIC	GENERAL FUND	20000.
SEVENTH GENERATION FUND	NONE	PUBLIC	35,000 GENERAL FUND 20,000 RAVEN	55000.
SITKA CONSERVATION SOCIETY	NONE	PUBLIC	GENERAL FUND	35000.
SOUTHERN PARTNERS FUND	NONE	PUBLIC	25,000 DIRECT SUPPORT TO GRANTEES 5,000 YOUNG LEADERS FOR SOCIAL CHANGE PROGRAM	30000.
STATEWIDE ORGANIZING FOR COMMUNITY EMPOWERMENT RESOURCE PROJECT	NONE	PUBLIC	SUPPORT COALFIELD TRANSITION AND RENEWABLE ENERGY ORGANIZING PROJECT	25000.
SURVIVORS INC	NONE	PUBLIC	GENERAL FUND	15000.
SUSTAINABLE MARKETS FOUNDATION	NONE	PUBLIC	FRACK ACTION	20000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE KENTUCKY COALITION	NONE	PUBLIC	SUPPORT FOR THE CANARY PROJECT	25000.
THEATER OFFENSIVE	NONE	PUBLIC	SUPPORT THE TRUE COLORS PROJECT	10000.
THIRD SECTOR NEW ENGLAND	NONE	PUBLIC	SUPPORT BOSTON AREA YOUTH ORGANIZING PROJECT	25000.
VERMONT WORKERS CENTER	NONE	PUBLIC	GENERAL FUND	25000.
YOUTH UNITED FOR CHANGE	NONE	PUBLIC	GENERAL FUND	25000.
Total from continuation sheets				

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2000 AUTOMATIC DATA PROCESSING INC	PURCHASED	01/24/07	06/25/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
137843.	82499.	0.	0.	55344.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1000 AUTOMATIC DATA PROCESSING INC	PURCHASED	01/24/07	08/16/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
71929.	41249.	0.	0.	30680.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1000 DANAHER CORP	PURCHASED	08/11/06	03/19/13

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
61129.	31672.	0.	0.	29457.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
200000 DELL INC. 5 7/8% 6/15/2019	202000.	203078.	0.	0.	-1078.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500 HOME DEPOT INC	34424.	11837.	0.	0.	22587.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1000 PEPSICO INC	76788.	46500.	0.	0.	30288.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500 PROCTOR & GAMBLE CO	38380.	24656.	0.	0.	13724.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
9271.3760 VANGUARD SHORT-TERM BOND INDEX	97535.	57089.	0.	0.	40446.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6.7670 VANGUARD SHORT-TERM BOND INDEX	71.	42.	0.	0.	29.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
37.3890 VANGUARD SHORT-TERM BOND INDEX	393.	230.	0.	0.	163.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
9587.7280 VANGUARD GNMA FUND	100000.	106499.	0.	0.	-6499.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2000 WALGREEN CO.	90318.	67445.	0.	0.	22873.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2000 WELLS FARGO & COMPANY	74923.	64388.	0.	0.	10535.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
200000 FEDERAL FARM CREDIT BANK 5.875% 8/16/2021	200000.	207886.	0.	0.	-7886.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
250000 FEDERAL FARM CREDIT BANK 5.1% 8/5/2013	250000.	250233.	0.	0.	-233.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
250000 FEDERAL HOME LOAN BANK 5.375% 6/15/2013	PURCHASED	06/21/06	06/14/13		
250000.	247742.	0.	0.	2258.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
150000 MCCORMICK & CO 5.25% 9/1/2013	PURCHASED	09/03/08	09/01/13		
150000.	152227.	0.	0.	-2227.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
250000 NEW YORK TEL CO DEB. 7% 6/15/2013	PURCHASED	02/20/01	06/15/13		
250000.	278125.	0.	0.	-28125.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
21.7070 VANGUARD SHORT-TERM BOND INDES	PURCHASED	12/24/12	07/30/13		
228.	134.	0.	0.	94.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
130.2440 VANGUARD SHORT-TERM BOND INDEX	1370.	802.	0.	0.	568.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5.4710 VANGUARD SHORT-TERM BOND INDEX	57.	58.	0.	0.	-1.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
32.7490 VANGUARD SHORT-TERM BOND INDEX	344.	347.	0.	0.	-3.

CAPITAL GAINS DIVIDENDS FROM PART IV

8063.

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

221057.

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FEDERATED GOV'T OBLIGATION FUND	123.	123.	
TOTAL TO PART I, LINE 3	123.	123.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CORPORATE INTEREST	252257.	0.	252257.	252257.	
DIVIDENDS	456548.	8063.	448485.	448485.	
US GOV'T INTEREST	42669.	0.	42669.	42669.	
TO PART I, LINE 4	751474.	8063.	743411.	743411.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	89718.	53831.		35887.
TO FM 990-PF, PG 1, LN 16A	89718.	53831.		35887.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEE	1500.	900.		600.
TO FORM 990-PF, PG 1, LN 16B	1500.	900.		600.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT	110206.	66124.		44082.
TO FORM 990-PF, PG 1, LN 16C	110206.	66124.		44082.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	7192.	0.		7192.
MA DIV OF EMPLOYMENT & TRAINING	228.	0.		228.
EXCISE TAX	14458.	0.		0.
MASS WORKERS COMPENSATION PREMIUM	285.	0.		285.
TO FORM 990-PF, PG 1, LN 18	22163.	0.		7705.

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OFFICE SUPPLIES/TECH SUPPORT	2705.	0.		2705.	
UTILITIES	223.	0.		223.	
MA FILING FEES	265.	0.		265.	
SITE VISIT EXPENSES	4814.	0.		4814.	
BANK SERVICE FEES	295.	0.		295.	
TO FORM 990-PF, PG 1, LN 23	8302.	0.		8302.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	9
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
SCHEDULE ATTACHED	X		258359.	280097.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			258359.	280097.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			258359.	280097.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	10
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED			13332147.	20887296.
TOTAL TO FORM 990-PF, PART II, LINE 10B			13332147.	20887296.

FORM 990-PF

CORPORATE BONDS

STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	4670724.	5012930.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4670724.	5012930.

Statement of Assets: Inventory Value

Account: 0745935

COMMON STREAM INC.

As of 12/31/2013



Symbol	Asset Description	Maturity Date	Units/Shares or Face Value	Total Cost	Market Price	Market Value
010 Common Stock						
T	AT&T INC		15,000 0000	\$262,008 47	\$35.16	\$527,400 00
ABT	ABBOTT LABORATORIES		10,000 0000	\$221,180 47	\$38 33	\$383,300 00
ABBV	ABBVIE INC		10,000 0000	\$239,851 33	\$52.81	\$528,100 00
AXP	AMERICAN EXPRESS CO		10,000 0000	\$456,019 73	\$90 73	\$907,300 00
APA	APACHE CORP		5,000 0000	\$452,963.33	\$85 94	\$429,700 00
AAPL	APPLE, INC		1,000 0000	\$491,717 38	\$561 02	\$561,020 00
ADP	AUTOMATIC DATA PROCESSING INC		7,000.0000	\$288,745 13	\$80 80	\$565,593 00
CB	CHUBB CORP		7,500 0000	\$251,925 00	\$96 63	\$724,725 00
CSCO	CISCO SYSTEMS, INC		20,000 0000	\$482,200 00	\$22.43	\$448,600 00
DHR	DANAHER CORP		9,000 0000	\$285,050 70	\$77.20	\$694,800 00
DIS	DISNEY, WALT CO		8,000 0000	\$184,396 36	\$76 40	\$611,200 00
EMR	EMERSON ELECTRIC CO		10,000 0000	\$320,500 00	\$70 18	\$701,800 00
GOOGL	GOOGLE INC - CLASS A		650.0000	\$235,219.99	\$1,120 71	\$728,461 50
HD	HOME DEPOT INC		7,000 0000	\$165,729 90	\$82.34	\$576,380 00
INTC	INTEL CORP		20,000 0000	\$637,200.00	\$25 96	\$519,100 00
IBM	INTERNATIONAL BUSINESS MACHINES		2,000 0000	\$365,762 00	\$187.57	\$375,140.00
JNJ	JOHNSON & JOHNSON		7,000 0000	\$437,815 50	\$91 59	\$641,130 00
KRFT	KRAFT FOODS GROUP INC		6,000 0000	\$209,723 53	\$53 91	\$323,460 00
MCD	MCDONALD'S CORP.		6,000 0000	\$265,726.80	\$97 03	\$582,180 00
MSFT	MICROSOFT CORP		18,000.0000	\$492,210 00	\$37 41	\$673,380.00
MDLZ	MONDELEZ INTERNATIONAL, INC.		12,000.0000	\$220,405 27	\$35 30	\$423,600 00
PEP	PEPSICO INC.		8,000 0000	\$372,000.00	\$82 94	\$663,520 00
PFE	PFIZER INC		25,000.0000	\$557,257 60	\$30 63	\$765,750 00
PG	PROCTER & GAMBLE CO		8,500 0000	\$419,156 25	\$81 41	\$691,985 00
SYN	SYSCO CORP.		15,000.0000	\$553,725.00	\$36 10	\$541,500 00
MMM	3M CO		4,000.0000	\$374,343.60	\$140 25	\$561,000 00
VZ	VERIZON COMMUNICATIONS INC		8,000 0000	\$244,886 00	\$49.14	\$393,120 00
WAG	WALGREEN CO		8,000 0000	\$269,781 60	\$57 44	\$459,520 00

Statement of Assets: Inventory Value

Account: 0745935

COMMON STREAM INC.

As of 12/31/2013



Nutter McClennen & Fish LLP • Attorneys at Law

Symbol	Asset Description	Maturity Date	Units/Shares or Face Value	Total Cost	Market Price	Market Value
WFC	WELLS FARGO & COMPANY		18,000 0000	\$579,496 50	\$45 40	\$817,200.00
			Total	\$10,336,997 44		\$16,819,964 50
030 Foreign Stock						
SLB	SCHLUMBERGER LTD		6,000 0000	\$425,015 00	\$90 11	\$540,660 00
			Total	\$425,015 00		\$540,660 00
040 Equity Mutual Funds						
IJH	I-SHARES CORE S&P MID-CAP ETF		7,000 0000	\$565,902 71	\$133 81	\$936,670 00
IWM	I-SHARES RUSSELL 2000 ETF		7,000 0000	\$511,044 10	\$115 36	\$807,520 00
SDY	SPDR S & P DIVIDEND ETF		5,000 0000	\$272,058 00	\$72 62	\$363,100 00
			Total	\$1,349,004 81		\$2,107,290 00
100 International Equity Mutual Funds						
EEM	I SHARES MSCI EMERGING MARKETS ETF		10,000 0000	\$461,975 25	\$41 80	\$417,950 00
			Total:	\$461,975.25		\$417,950 00
200 Corporate Bonds						
00206RAJ1	AT&T INC. NOTES 5 1/2% DUE 2/1/2018	2/1/2018	100,000 0000	\$105,914 00	\$112 57	\$112,568 00
030955AM0	AMERITECH CAPITAL FUNDING CORP. GTD DEB (N/C) 6.45% due 1/15/2018	1/15/2018	200,000.0000	\$213,758 59	\$113 31	\$226,626 60
046353AA6	ASTRA ZENECA PLC NOTES 5.4% DUE 6/1/2014	6/1/2014	200,000 0000	\$199,766 00	\$102.09	\$204,186 20
060505AU8	BANK OF AMERICA CORPORATION SR GLOBAL NOTES 5.125% due 11/15/2014	11/15/2014	100,000 0000	\$100,480 99	\$103 61	\$103,608 10
075887AU3	BECTON, DICKINSON & CO. SENIOR NOTES (N/C) 5% DUE 5/15/2019	5/15/2019	140,000.0000	\$147,000 00	\$112 13	\$156,977 52
079860AG7	BELLSOUTH CORP NOTES 5 2% DUE 9/15/2014	9/15/2014	200,000 0000	\$199,860 00	\$103.26	\$206,522.80
084664BQ3	BERKSHIRE HATHAWAY FINANCE CORP NOTES 4 1/4% DUE 1/15/2021	1/15/2021	200,000 0000	\$199,918 00	\$106 27	\$212,537 40
09247XAC5	BLACKROCK, INC. NOTES 6.25% DUE 9/15/2017	9/15/2017	100,000.0000	\$100,000 00	\$116.03	\$116,027.40
209111EV1	CONSOLIDATED EDISON OF NEW YORK, INC NOTES 7 1/8% DUE 12/1/2018	12/1/2018	100,000 0000	\$99,642 00	\$121 84	\$121,835 60
362320AZ6	GT&E CORP DEB 6 84% due 4/15/2018	4/15/2018	230,000 0000	\$246,541 55	\$116 48	\$267,893 88
38141GER1	GOLDMAN SACHS GROUP, INC SENIOR NOTES (N/C) 5 75% DUE 10/1/2016	10/1/2016	100,000 0000	\$100,927 00	\$111 60	\$111,599 10
38143UAB7	GOLDMAN SACHS GROUP, INC SENIOR NOTES (N/C) 5.15% due 1/15/2014	1/15/2014	250,000.0000	\$245,625 00	\$100 15	\$250,379 25
428236AT0	HEWLETT-PACKARD CO NOTES 6 1/8% DUE 3/1/2014	3/1/2014	150,000 0000	\$150,513.00	\$100 85	\$151,270 35
437076AP7	HOME DEPOT INC SENIOR NOTES 5.4% DUE 3/1/2016	3/1/2016	200,000 0000	\$199,932 00	\$109 69	\$219,377 40

Statement of Assets: Inventory Value

Account: 0745935

COMMON STREAM INC.

As of 12/31/2013



Symbol	Asset Description	Maturity Date	Units/Shares or Face Value	Total Cost	Market Price	Market Value
459200AM3	INTERNATIONAL BUSINESS MACHINES CORP DEB 7% DUE 10/30/2025	10/30/2025	100,000 0000	\$102,499 00	\$125 50	\$125,496 70
459200HP9	INTERNATIONAL BUSINESS MACHINES CORP NOTES 3 3/8% DUE 8/1/2023	8/1/2023	300,000 0000	\$299,360 00	\$97 43	\$292,291 20
478160AQ7	JOHNSON & JOHNSON NOTES 5 55% DUE 8/15/2017	8/15/2017	100,000 0000	\$100,000 00	\$114 14	\$114,142 50
532457BB3	ELI LILLY & CO. NOTES 5 2% DUE 3/15/2017	3/15/2017	200,000 0000	\$199,200 00	\$111 66	\$223,323 80
589331AD9	MERCK & CO INC DEB 6 40% DUE 3/1/2028	3/1/2028	200,000.0000	\$209,124 00	\$120 96	\$241,910 40
594918AL8	MICROSOFT CORP NOTES (N/C) 4% DUE 2/8/2021	2/8/2021	150,000 0000	\$149,509 50	\$105 59	\$158,383 50
61746SBR9	MORGAN STANLEY NOTES 5.375% DUE 10/15/2015	10/15/2015	250,000.0000	\$249,045.00	\$107 56	\$268,892 75
68389XAG0	ORACLE CORP NOTES 5% 7/8/2019	7/8/2019	150,000 0000	\$149,766 00	\$113 21	\$169,812 90
717081DA8	PFIZER INC. NOTES 5 35% DUE 3/15/2015	3/15/2015	200,000 0000	\$206,078 00	\$105 67	\$211,330 60
724479AG5	PITNEY-BOWES INC. NOTES 5% due 3/15/2015	3/15/2015	200,000 0000	\$199,574.00	\$104 10	\$208,207 00
78387GAL7	SBC COMMUNICATIONS INC NOTES 5 625% DUE 6/15/2016	6/15/2016	150,000 0000	\$149,568 00	\$110 36	\$165,537 30
854502AC5	STANLEY BLACK & DECKER, INC. NOTES 3 4% DUE 12/1/2021	12/1/2021	150,000.0000	\$155,274.00	\$98 25	\$147,381.60
87612EAP1	TARGET CORP NOTES 5.375% DUE 5/1/2017	5/1/2017	200,000 0000	\$191,848.00	\$112 41	\$224,810 40
			Total:	\$4,670,723.63		\$5,012,930 25
305 Fixed Income Mutual Fund						
TPINX	TEMPLETON GLOBAL BOND FUND - CLASS A		23,287.5510	\$303,945.05	\$13 14	\$305,998 42
VBSSX	VANGUARD SHORT-TERM BOND INDEX - SIGNAL SHARES FUND# 1349		48,555.6530	\$256,846.17	\$10.49	\$509,348 79
VFII	VANGUARD GNMA FUND #0036		17,858.3800	\$198,363.57	\$10.42	\$186,084 32
			Total:	\$759,154 79		\$1,001,431 53
440 U.S. Government Agency Obligations						
3133XD4P3	FEDERAL HOME LOAN BANK CONSOL BDS (N/C) 4 5/8% DUE 9/11/2020	9/11/2020	250,000 0000	\$258,359.50	\$112 04	\$280,097 00
			Total:	\$258,359 50		\$280,097 00
500 Money Market Funds						
636	FEDERATED GOV'T OBLIGATION FUND #636		815,315 1200	\$815,315.12	\$1 00	\$815,315 12
			Total:	\$815,315.12		\$815,315 12
Cash						
				\$259,141.08		\$259,141.08
Grand Total.				\$19,335,686.60		\$27,254,779.48

Statement of Assets: Inventory Value

Account: 0745935

COMMON STREAM INC.

As of 12/31/2013



Nutter McClennen & Fish LLP - Attorneys at Law

Symbol	Asset Description	Maturity Date	Units/Shares or Face Value	Total Cost	Market Price	Market Value
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Market Value by Asset Type

