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Return of Private Foundation

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

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

For calendar year 2013 or tax year beginning

OCT 1, 2013

, and ending

SEP 30, 2014

Name of foundation

FISHER AND FUEL SOCIETY OF BEVERLY

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

150 PINE STREET

A Employer identification number

04-6039361

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

DANVERS, MA 01923-2630

G Check all that apply

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

C If exemption application is pending, check here ► H Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationD 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ►

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)

J Accounting method Cash Accrual
(from Part II, col. (c), line 16) Other (specify) _____E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

Part I Analysis of Revenue and Expenses

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

		(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	2,000.			
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3.	3.	3.	STATEMENT 1
	4 Dividends and interest from securities	39,697.	39,697.	39,697.	STATEMENT 2
Revenue	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	291,428.			
	b Gross sales price for all assets on line 6a	1,579,510.			
	7 Capital gain net income (from Part IV, line 2)		291,428.		JAN 6
	8 Net short-term capital gain				N/AT 2015
	9 Income modifications				
	10a Gross sales less returns and allowances				OD/2015
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	333,128.	331,128.	39,700.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	2,000.	1,332.	1,332.	668.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 3 2,700.	1,798.	1,798.	902.
	c Other professional fees	STMT 4 13,177.	3,294.	3,294.	9,883.
	17 Interest				
	18 Taxes	STMT 5 9,940.	9,835.	9,835.	105.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications	140.	0.	0.	140.
	23 Other expenses	STMT 6 266.	0.	0.	266.
	24 Total operating and administrative expenses. Add lines 13 through 23	28,223.	16,259.	16,259.	11,964.
	25 Contributions, gifts, grants paid	76,699.			76,699.
	26 Total expenses and disbursements. Add lines 24 and 25	104,922.	16,259.	16,259.	88,663.
	27 Subtract line 26 from line 12	228,206.			
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		314,869.		
	c Adjusted net income (if negative, enter -0-)			23,441.	

FEB 03 2015

Operating and Administrative Expenses

SCANNED

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
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		10,100.	7,727.	7,727.
	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				
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 7	1,484,252.	1,714,831.	1,810,907.
	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)		1,494,352.	1,722,558.	1,818,634.
	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.	
	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted		1,494,352.	1,722,558.	
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances		1,494,352.	1,722,558.	
	31 Total liabilities and net assets/fund balances		1,494,352.	1,722,558.	

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	1,494,352.
2 Enter amount from Part I, line 27a	2	228,206.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	1,722,558.
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	1,722,558.

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 ATTACHMENT			P	VARIOUS	VARIOUS
b CAPITAL GAIN DISTRIBUTIONS			P	VARIOUS	VARIOUS
c SEE ATTACHMENT			P	VARIOUS	VARIOUS
d SEE ATTACHMENT			P	VARIOUS	VARIOUS
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 802,737.		731,358.		71,379.	
b 9,240.				9,240.	
c 199,443.		190,703.		8,740.	
d 568,090.		366,021.		202,069.	
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a				71,379.	
b				9,240.	
c				8,740.	
d				202,069.	
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	291,428.	
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	8,740.	

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	80,627.	1,668,743.	.048316
2011	69,673.	1,503,440.	.046342
2010	73,055.	1,435,962.	.050875
2009	80,664.	1,454,465.	.055460
2008	84,129.	1,440,587.	.058399

2 Total of line 1, column (d)

2 .259392

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 .051878

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

4 1,770,386.

5 Multiply line 4 by line 3

5 91,844.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 3,149.

7 Add lines 5 and 6

7 94,993.

8 Enter qualifying distributions from Part XII, line 4

8 88,663.

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 2b

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-)

3 Add lines 1 and 2

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

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

6a 4,000.

6b

6c

6d

7 Total credits and payments Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax Check here if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2014 estimated tax ►

Refunded ►

11

7 4,000.

8 34.

9 2,331.

10

Part VII-A Statements Regarding Activities

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 Yes No

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?

1b Yes No *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.*1c Yes No

c Did the foundation file Form 1120-POL for this year?

1c Yes No

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

1c Yes No

(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 Yes No

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

2 Yes No *If "Yes," attach a detailed description of the activities*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 Yes No

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a Yes No

b If "Yes," has it filed a tax return on Form 990-T for this year?

4b Yes No

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5 Yes No *If "Yes," attach the statement required by General Instruction T.*

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

6 Yes No

- 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?

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*

N/A

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

7 Yes No

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*8b Yes No 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 Yes No 10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*10 Yes No

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	The books are in care of ► AVIS BEAULIEU, TREASURER Located at ► 150 PINE STREET, DANVERS, MA	Telephone no ► 351-201-9583 ZIP+4 ► 01923
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 ►	Yes No 16 X

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

	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X 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?	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X 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	
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X 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

 Yes No Yes No Yes No Yes No 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

N/A

section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

 Yes No

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

N/A

 Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes No

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

 Yes No

If "Yes" to 6b, file Form 8870.

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

 Yes No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		2,000.	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		
3		
Total. Add lines 1 through 3		0 .

Form 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	1,749,911.
b Average of monthly cash balances	1b	47,435.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	1,797,346.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	1,797,346.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	26,960.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,770,386.
6 Minimum investment return. Enter 5% of line 5	6	88,519.

Part XI**Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certainforeign organizations check here ► and do not complete this part)

1 Minimum investment return from Part X, line 6		1	88,519.
2a Tax on investment income for 2013 from Part VI, line 5	2a	6,297.	
b Income tax for 2013 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b	2c		6,297.
3 Distributable amount before adjustments Subtract line 2c from line 1	3		82,222.
4 Recoveries of amounts treated as qualifying distributions	4		0.
5 Add lines 3 and 4	5		82,222.
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		82,222.

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

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		1a	88,663.
a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26		1b	0.
b Program-related investments - total from Part IX-B		2	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes		3a	
3 Amounts set aside for specific charitable projects that satisfy the		3b	
a Suitability test (prior IRS approval required)		4	88,663.
b Cash distribution test (attach the required schedule)		5	0.
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4		6	88,663.
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			
6 Adjusted qualifying distributions. Subtract line 5 from line 4			

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				82,222.
2 Undistributed income, if any, as of the end of 2013			54,060.	
a Enter amount for 2012 only		0.		
b Total for prior years				
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 ► \$ 88,663.			54,060.	
a Applied to 2012, but not more than line 2a		0.		
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount	0.			34,603.
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))				
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				47,619.
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)

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

SEE STATEMENT 9

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

6 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	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				
VARIOUS INDIVIDUALS (SEE ATTACHED)	NONE	N/A	FOR NEEDY & POOR IN CITY OF BEVERLY	47,346.
VARIOUS ORGANIZATIONS (SEE ATTACHED)	NONE			29,353.
Total			► 3a	76,699.
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						
4 Dividends and interest from securities						
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory						
9 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 .		0 .	331,128 .
13 Total. Add line 12, columns (b), (d), and (e)					13	331,128 .
(See worksheet in line 13 instructions to verify calculations)						

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)
12	100% OF INVESTMENT INCOME EARNED FROM SECURITIES IS DISTRIBUTED FOR EXEMPT PURPOSES.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
PEOPLES UNITED BANK	3.	3.	3.
TOTAL TO PART I, LINE 3	3.	3.	3.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
EASTERN BANK	17,595.	0.	17,595.	17,595.	17,595.
PEOPLES UNITED BANK	22,102.	0.	22,102.	22,102.	22,102.
TO PART I, LINE 4	39,697.	0.	39,697.	39,697.	39,697.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	2,700.	1,798.	1,798.	902.
TO FORM 990-PF, PG 1, LN 16B	2,700.	1,798.	1,798.	902.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	13,177.	3,294.	3,294.	9,883.
TO FORM 990-PF, PG 1, LN 16C	13,177.	3,294.	3,294.	9,883.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE FILING FEES	105.	0.	0.	105.
TAX ON INVESTMENT INCOME	9,835.	9,835.	9,835.	0.
TO FORM 990-PF, PG 1, LN 18	<u>9,940.</u>	<u>9,835.</u>	<u>9,835.</u>	<u>105.</u>

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSES	266.	0.	0.	266.
TO FORM 990-PF, PG 1, LN 23	<u>266.</u>	<u>0.</u>	<u>0.</u>	<u>266.</u>

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PEOPLE'S UNITED BANK PORTFOLIO	COST	0.	0.
EASTERN BANK PORTFOLIO	COST	1,714,831.	1,810,907.
TOTAL TO FORM 990-PF, PART II, LINE 13		<u>1,714,831.</u>	<u>1,810,907.</u>

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
LAWRENCE M. SMITH 85 GROVER STREET BEVERLY, MA 01915	PRESIDENT/TRUSTEE 1.00	0.	0.	0.
AVIS A. BEAULIEU 150 PINE STREET DANVERS, MA 01923	TREASURER/SECRETARY 3.00	2,000.	0.	0.
CHRISTINE ZAMPELL 15 WM FAIRFIELD DRIVE WENHAM, MA 01984	TRUSTEE 1.00	0.	0.	0.
PETER A. HERSEE 17 JUNIPER STREET WENHAM, MA 01984	TRUSTEE 1.00	0.	0.	0.
JOHN E. GLOVSKY, ESQUIRE 8 WASHINGTON STREET BEVERLY, MA 01915	TRUSTEE 1.00	0.	0.	0.
WILLIAM HOWARD 254 CABOT STREET BEVERLY, MA 01915	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		2,000.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 9

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

AVIS BEAULIEU
150 PINE STREET
DANVERS, MA 01923

TELEPHONE NUMBER

(351)201-9583

FORM AND CONTENT OF APPLICATIONS

WRITTEN INFORMAL APPEAL FROM CLERGY, SOCIAL WELFARE AGENCY OR OTHER
RECOGNIZED AGENCY ATTESTING TO THE NEED OF THE PERSON(S) REQUESTING AID.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

TO ASSIST ANY INHABITANT OF BEVERLY, MASSACHUSETTS WHO BY REASON OF ILLNESS
OR MISFORTUNE MAY NEED SPECIAL ASSISTANCE.

FISHER AND FUEL SOCIETY OF BEVERLY
Breakdown of Disbursements by Category
October 1, 2013 - September 30, 2014
(Updated through September 30, 2014)

REFERRED BY	<u>AMOUNT</u>
St Vincent de Paul	\$786.38
St Vincent de Paul	\$750.00
St Vincent de Paul	\$500.00
St Vincent de Paul	\$400.00
TOTAL NATIONAL GRID	\$2,436.38
St Vincent de Paul	\$1,000.00
Beverly Bootstraps	\$600.00
Beverly Bootstraps	\$1,200.00
St Vincent de Paul	\$275.00
Beverly Bootstraps	\$875.00
Beverly Bootstraps	\$900.00
St Vincent de Paul	\$1,350.00
Beverly Bootstraps	\$800.00
Beverly Bootstraps	\$450.00
Beverly Bootstraps	\$650.00
St Vincent de Paul	\$1,100.00
Beverly Bootstraps	\$900.00
Beverly Bootstraps	\$1,350.00
Beverly Bootstraps	\$900.00
Beverly Bootstraps	\$633.00
St Vincent de Paul	\$645.00
Beverly Bootstraps	\$1,090.00
Beverly Bootstraps	\$1,200.00
St Vincent de Paul	\$510.00
Beverly Bootstraps	\$1,000.00
Beverly Bootstraps	\$1,350.00
St Vincent de Paul	\$760.00
Beverly Bootstraps	\$684.00
Beverly Bootstraps	\$900.00
Beverly Bootstraps	\$1,200.00
Beverly Bootstraps	\$1,000.00
Northeast Behavioral Health	\$1,000.00
Beverly Bootstraps	\$500.00
Beverly Bootstraps	\$1,000.00
Beverly Bootstraps	\$540.00
St Vincent de Paul	\$675.00
St Vincent de Paul	\$900.00
Beverly Bootstraps	\$1,240.00
Beverly Bootstraps	\$1,000.00
St Vincent de Paul	\$400.00
St Vincent de Paul	\$1,100.00
Beverly Bootstraps	\$656.00
St Vincent de Paul	\$1,400.00
Beverly Bootstraps	\$655.00
Beverly Bootstraps	\$800.00
St Vincent de Paul	\$750.00
Beverly Bootstraps	\$682.00
Beverly Bootstraps	\$850.00
Beverly Bootstraps	\$966.00
St Vincent de Paul	\$1,000.00
St Vincent de Paul	\$1,000.00
St Vincent de Paul	\$1,200.00
Beverly Bootstraps	\$1,150.00
Beverly Bootstraps	\$900.00
St Vincent de Paul	\$650.00
Beverly Bootstraps	\$574.00
TOTAL HOUSING	\$44,910.00
North Shore United Way	\$5,000.00
Waring School (Beverly Bootstraps)	\$500.00
Beverly Bootstraps (camperships)	\$1,853.00
North Shore United Way	\$10,000.00
River House	\$3,000.00
Beverly Bootstraps	\$2,000.00
Salvation Army	\$2,000.00
St Vincent de Paul St Mary's	\$2,000.00
St Vincent de Paul St John's	\$2,000.00
Veteran's Association	\$1,000.00
TOTAL DIST. TO ORGANIZATIONS	\$29,353.00
TOTAL DIRECT AID	\$76,699.38

DESCRIPTION	TAX ID NUMBER(Trust)	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	COST OR OTHER BASIS	SHORT-TERM GAIN/LOSS	LONG-TERM GAIN/LOSS	POSTING DATE
FISHER & FUEL SOC SOLD 3335452 SHS 03/14/14	046-03-9361.00 FIDELITYSMALLCAPDISCOVERY#384.00	12/9/2013 03/14/2014 00	0	103098.82	0	-84328.9	2571.86	0 61D094019.00 16198.06 3/17/2014
SOLD 5053465 SHS 03/14/14	FIDELITYFLOATINGRATEHIGHINC#814.00	11/26/2012 2065.689	0	0	0	47820.7	522.62	
SOLD 1660805 SHS 03/14/14	FIDELITYCONVERTIBLESECURITIES#308.00	12/10/2012 22.353	0	0	0	2033.75	31243.03	
SOLD 3577748 SHS 03/14/14	OAKMARKINTERNATIONAL#109.00	8/21/2013 1086.336	0	0	0	2543.02	165.78	
SOLD 3715123 SHS 03/14/14	OPPENHEIMERDEVELOPINGMKTST#788.00	12/9/2013 82.139	0	0	0	50181.27	252.31	0 3/17/2014
SOLD 3540692 SHS 03/14/14	PIMCOTOTALRETURNINST#35.00	12/9/2013 5.355	0	0	0	50000.00	181.27	
SOLD 6852849 SHS 03/14/14	PIMCCOHIGHYIELDINST#108.00	12/9/2013 5035.247	0	0	0	4625.52	2725.35	3/17/2014
SOLD 3649471 SHS 03/14/14	PIMCCOEMERGINGMKTSBONDINSTL#137.00	12/9/2013 18.218	0	0	0	45346.47	0	
SOLD 3080433 SHS 03/14/14	PIMCCOMMODITYREALRETURNSTRATEGY#00	1/13/2014 03/14/2014 00	52697.34	0	0	20000.00	2871.16	0 3/17/2014
SOLD 10299161 SHS 03/24/14	PRINCIPALMIDCAPINST#4749.00	3/15/2012 776.096	0	0	0	25000.00	88039.17	
SOLD 500 SHS 03/21/14	KNOWLES CORP 00	8/21/2013 873.515	0	0	0	1037.79	6681.2	3/17/2014
SOLD 10299161 SHS 03/24/14	PRINCIPALMIDCAPINST#4749.00	12/31/2013 10.933	0	0	0	-123496.02	-36.46	
SOLD 3577748 SHS 03/14/14	OAKMARKINTERNATIONAL#109.00	1/13/2014 0.261	0	0	0	8.3	-89076.96	
SOLD 3715123 SHS 03/14/14	OPPENHEIMERDEVELOPINGMKTST#788.00	12/20/2013 03/14/2014 00	91948.12	0	0	50000.00	612.78	
SOLD 3540692 SHS 03/14/14	PIMCOTOTALRETURNINST#35.00	12/20/2013 3537.13	0	0	0	72220.62	662.62	
SOLD 6852849 SHS 03/14/14	PIMCCOHIGHYIELDINST#108.00	12/9/2013 40.618	0	0	0	210.86	2.34	2500.88 3/17/2014
SOLD 3577748 SHS 03/14/14	OAKMARKINTERNATIONAL#109.00	1/13/2012 1532.332	0	0	0	34733.21	390.45	
SOLD 3715123 SHS 03/14/14	OPPENHEIMERDEVELOPINGMKTST#788.00	11/2/2012 18.049	0	0	0	531.96	40.3	
SOLD 3540692 SHS 03/14/14	PIMCOTOTALRETURNINST#35.00	11/26/2012 2146.867	0	0	0	30000.00	49.78	
SOLD 6852849 SHS 03/14/14	PIMCCOHIGHYIELDINST#108.00	12/9/2013 17.875	0	0	0	5044.95	36.49	
SOLD 3577748 SHS 03/14/14	OAKMARKINTERNATIONAL#109.00	12/11/2013 03/14/2014 00	38410.0	0	0	65131.43	0	1341.21 3/17/2014
SOLD 3715123 SHS 03/14/14	OPPENHEIMERDEVELOPINGMKTST#788.00	12/29/2008 3435.53	0	0	0	210.86	-359.34	-2397.35 3/17/2014
SOLD 3540692 SHS 03/14/14	PIMCOTOTALRETURNINST#35.00	12/12/2013 03/14/2014 00	66472.64	0	0	30000.00	36.49	
SOLD 6852849 SHS 03/14/14	PIMCCOHIGHYIELDINST#108.00	12/5/2003 3102.379	0	0	0	30000.00	0	
SOLD 3577748 SHS 03/14/14	OAKMARKINTERNATIONAL#109.00	12/11/2013 1.9.615	0	0	0	49.78	0	
SOLD 3715123 SHS 03/14/14	OPPENHEIMERDEVELOPINGMKTST#788.00	12/11/2013 3.749	0	0	0	30000.00	0	
SOLD 3540692 SHS 03/14/14	PIMCOTOTALRETURNINST#35.00	12/14/2005 5.125	0	0	0	49.78	0	
SOLD 6852849 SHS 03/14/14	PIMCCOHIGHYIELDINST#108.00	1/21/2007 505	0	0	0	30000.00	0	
SOLD 3577748 SHS 03/14/14	OAKMARKINTERNATIONAL#109.00	4/17/2011 4.077	0	0	0	30000.00	0	
SOLD 3715123 SHS 03/14/14	OPPENHEIMERDEVELOPINGMKTST#788.00	2/13/2012 3236.246	0	0	0	49.78	0	
SOLD 3540692 SHS 03/14/14	PIMCOTOTALRETURNINST#35.00	12/12/2013 0.022	0	0	0	30000.00	0	
SOLD 6852849 SHS 03/14/14	PIMCCOHIGHYIELDINST#108.00	12/13/2013 03/14/2014 00	38720.89	0	0	49.78	0	
SOLD 3577748 SHS 03/14/14	OAKMARKINTERNATIONAL#109.00	1/13/2012 2601.908	0	0	0	30000.00	0	
SOLD 3715123 SHS 03/14/14	OPPENHEIMERDEVELOPINGMKTST#788.00	12/12/2013 1.864	0	0	0	30000.00	0	
SOLD 3540692 SHS 03/14/14	PIMCOTOTALRETURNINST#35.00	8/21/2013 909.918	0	0	0	1179.96	0	
SOLD 6852849 SHS 03/14/14	PIMCCOHIGHYIELDINST#108.00	12/12/2013 110.174	0	0	0	30000.00	0	
SOLD 3577748 SHS 03/14/14	OAKMARKINTERNATIONAL#109.00	5/13/2013 25.607	0	0	0	274.25	0	
SOLD 3715123 SHS 03/14/14	OPPENHEIMERDEVELOPINGMKTST#788.00	1/12/2012 1135.679	0	0	0	7665.84	18.15	-2105.3 3/17/2014
SOLD 3540692 SHS 03/14/14	PIMCOTOTALRETURNINST#35.00	11/26/2012 1857.375	0	0	0	12815.89	0	
SOLD 6852849 SHS 03/14/14	PIMCCOHIGHYIELDINST#108.00	1/12/2012 11.068	0	0	0	75.04	0	
SOLD 3577748 SHS 03/14/14	OAKMARKINTERNATIONAL#109.00	4/12/2012 27.263	0	0	0	184.84	0	
SOLD 3715123 SHS 03/14/14	OPPENHEIMERDEVELOPINGMKTST#788.00	5/12/2013 49.048	0	0	0	273.69	0	
SOLD 3540692 SHS 03/14/14	PIMCOTOTALRETURNINST#35.00	11/26/2012 03/21/2014 00	14.9	0	0	-10.85	0	4.05 3/21/2014
SOLD 6852849 SHS 03/14/14	PIMCCOHIGHYIELDINST#108.00	1/12/2013 5570.867	0	0	0	10.85	0	87518.32 3/25/2014
SOLD 10299161 SHS 03/24/14	PRINCIPALMIDCAPINST#4749.00	11/26/2012 4433.614	0	0	0	9292.71	2792.37	
SOLD 8228788		8/21/2013	4433.614	0	0	87518.32	2792.37	

3	12/20/2012	76 67	0	1220 58
4	12/18/2013	179 479	0	3605 73
5	12/20/2012	4 794	0	76 32
6	12/18/2013	33 737	0	677 78
		802737 32	731358 17	17338 08
	TOTAL			54041 07

Gain/Loss With Pending Trades Report

EASTERN BANK Run on 11/4/2014 9:44:51 AM

Start Date: 01/01/2014

End Date: 09/30/2014

Account:

2458271 Administrator: JAMES RICH 781-581-4211
EASTERN BANK INVESTMENT MANAGER FOR THE
FISHER & FUEL SOCIETY OF BEVERLY

Description	Sold	Acquired	Proceeds	Cost	Gain/Loss	Covered
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** SHORT TERM CAPITAL GAIN (LOSS)

138 SHARES OF ABBOTT LABORATORIES INC	3/28/2014	4/4/2013	5275.62	5071.49	204.13	Covered
90 SHARES OF AMGEN INC	3/28/2014	8/21/2013	10878.05	9541.78	1336.27	Covered
395 SHARES OF CISCO SYSTEMS INC	3/28/2014	8/21/2013	8780.65	9626.11	-845.46	Covered
315 SHARES OF KROGER CO	3/28/2014	8/21/2013	13766.99	11891.25	1875.74	Covered
52 SHARES OF ACTAVIS PLC	3/28/2014	4/4/2013	10569.45	4973.67	5595.78	Covered
45 SHARES OF ORACLE CORPORATION	3/28/2014	8/21/2013	1772.96	1468.8	304.16	Covered
987 SHARES OF ISHARES FLOATING RATE BOND ETF	3/28/2014	8/21/2013	50012.15	50040.7	-28.55	Covered
247 SHARES OF AETNA U S HEALTHCARE INC	4/8/2014	3/28/2014	17903.61	18273.01	-369.4	Covered
249 SHARES OF I SHARES NATIONAL MUNI BOND ET	4/9/2014	3/28/2014	26644.93	26650.97	-6.04	Covered
228 SHARES OF MORGAN STANLEY	6/5/2014	3/28/2014	7176.35	7037.29	139.06	Covered
59 SHARES OF AMERICAN EXPRESS CO	6/5/2014	3/28/2014	5459.85	5337.14	122.71	Covered
20 SHARES OF VISA INC	6/10/2014	3/28/2014	4284.54	4225.78	58.76	Covered
64 SHARES OF WALGREEN CO	6/10/2014	3/28/2014	4747.59	4144.54	603.05	Covered
40 SHARES OF TJX COMPANIES INC	8/12/2014	3/28/2014	2171.79	2403.2	-231.41	Covered
285 SHARES OF I SHARES BARCLAYS 1-3 YR CREDIT B	9/23/2014	4/2/2014	29998.43	30017.37	-18.94	Covered

** TOTAL SHORT TERM CAPITAL GAIN (LOSS)

199443 190703.1 8739.86

** LONG TERM CAPITAL GAIN (LOSS)

125 SHARES OF BOEING CO	3/28/2014	9/13/1995	15517.15	4396.88	11120.27	Non Covered
190 SHARES OF CAPITAL ONE FINANCIAL CORP	3/28/2014	11/2/2012	14414.05	11719.18	2694.87	Covered
45 SHARES OF CAPITAL ONE FINANCIAL CORP	3/28/2014	11/26/2012	3413.85	2633.85	780	Covered
265 SHARES OF ABBOTT LABORATORIES INC	3/28/2014	1/18/1996	10130.72	2315.94	7814.78	Non Covered
135 SHARES OF CVS HEALTH CORPORATION	3/28/2014	11/2/2012	9984.73	6305.84	3678.89	Covered
60 SHARES OF CVS HEALTH CORPORATION	3/28/2014	11/26/2012	4437.66	2734.79	1702.87	Covered
105 SHARES OF CONOCOPHILLIPS	3/28/2014	11/2/2012	7362.43	6068.97	1293.46	Covered
70 SHARES OF CONOCOPHILLIPS	3/28/2014	11/26/2012	4908.29	3969.7	938.59	Covered
600 SHARES OF E M C CORP	3/28/2014	11/2/2012	16439.63	15023.7	1415.93	Covered
110 SHARES OF DUPONT DE NEMOURS & CO	3/28/2014	11/2/2012	7317.04	4865.25	2451.79	Covered
90 SHARES OF DUPONT DE NEMOURS & CO	3/28/2014	11/26/2012	5986.66	3897	2089.66	Covered
90 SHARES OF SCHLUMBERGER LTD	3/28/2014	8/13/1987	8783.8	998.14	7785.66	Non Covered
270 SHARES OF MOTOROLA SOLUTIONS INC.	3/28/2014	11/2/2012	17359.91	14310	3049.91	Covered
65 SHARES OF PHILLIPS 66	3/28/2014	11/2/2012	4998.38	3018.6	1979.78	Covered
120 SHARES OF MCDONALD'S CORP	3/28/2014	8/2/2007	11651.74	5886	5765.74	Non Covered
40 SHARES OF MCDONALD'S CORP	3/28/2014	11/26/2012	3883.91	3442.4	441.51	Covered
485 SHARES OF MICROSOFT	3/28/2014	1/18/1996	19488.85	2604	16884.85	Non Covered
50 SHARES OF J P MORGAN CHASE & CO	3/28/2014	11/20/2007	2992.93	2177.4	815.53	Non Covered
110 SHARES OF J P MORGAN CHASE & CO	3/28/2014	11/13/2008	6584.45	3841.1	2743.35	Non Covered
125 SHARES OF J P MORGAN CHASE & CO	3/28/2014	3/10/2011	7482.33	5686.14	1796.19	Covered
10 SHARES OF J P MORGAN CHASE & CO	3/28/2014	11/26/2012	598.59	407.5	191.09	Covered
57 SHARES OF KNOWLES CORP	3/28/2014	11/26/2012	1798.88	1236.56	562.32	Covered
595 SHARES OF I SHARES U S HOME CONSTRUCTION	3/28/2014	11/2/2012	14303.48	12459	1844.48	Covered
105 SHARES OF I SHARES U S HOME CONSTRUCTION	3/28/2014	11/26/2012	2524.14	2162.1	362.04	Covered

145 SHARES OF INTEL CORP	3/28/2014	3/15/2012	3697.42	4023.74	-326.32	Covered
195 SHARES OF INTEL CORP	3/28/2014	11/2/2012	4972.39	4325.1	647.29	Covered
5 SHARES OF INTEL CORP	3/28/2014	11/26/2012	127.49	98.9	28.59	Covered
115 SHARES OF GENERAL MILLS INC	3/28/2014	6/11/2009	5889.02	3157.31	2731.71	Non Covered
130 SHARES OF GENERAL MILLS INC	3/28/2014	3/15/2012	6657.15	5012.8	1644.35	Covered
115 SHARES OF DOVER CORPORATION	3/28/2014	11/26/2012	9312.19	6070.06	3242.13	Covered
215 SHARES OF GILEAD SCIENCES INC	3/28/2014	11/2/2012	14682.9	7228.29	7454.61	Covered
30 SHARES OF GILEAD SCIENCES INC	3/28/2014	11/26/2012	2048.78	1129.35	919.43	Covered
150 SHARES OF EXPRESS SCRIPTS HOLDINGS	3/28/2014	11/2/2012	11278.25	9365.93	1912.32	Covered
70 SHARES OF EXPRESS SCRIPTS HOLDINGS	3/28/2014	11/26/2012	5263.18	3594.5	1668.68	Covered
165 SHARES OF WAL-MART STORES INC	3/28/2014	9/26/2001	12511.67	8070.76	4440.91	Non Covered
275 SHARES OF VANGUARD REIT ETF	3/28/2014	11/2/2012	19256.06	17979.48	1276.58	Covered
40 SHARES OF UNITED PARCEL SERVICE	3/28/2014	12/3/2004	3889.11	3425.88	463.23	Non Covered
75 SHARES OF UNITED PARCEL SERVICE	3/28/2014	3/15/2012	7292.09	5917.49	1374.6	Covered
100 SHARES OF UNITEDHEALTH GROUP INC.	3/28/2014	11/2/2012	8144.81	5630.95	2513.86	Covered
420 SHARES OF U.S. BANCORP NEW	3/28/2014	11/2/2012	17748.8	14116.2	3632.6	Covered
100 SHARES OF UNITED TECHNOLOGIES CORP	3/28/2014	10/21/2002	11444.74	3192.33	8252.41	Non Covered
1315 SHARES OF I SHARES COMEX GOLD	3/28/2014	11/2/2012	16438.58	21644.77	-5206.19	Non Covered
60 SHARES OF GENUINE PARTS CO	3/28/2014	11/2/2012	5079.77	3778.71	1301.06	Covered
130 SHARES OF GENUINE PARTS CO	3/28/2014	11/26/2012	11006.18	8139.26	2866.92	Covered
85 SHARES OF 3M CO	3/28/2014	11/26/2012	11386.34	7653.39	3732.95	Covered
155 SHARES OF OMNICOM GROUP	3/28/2014	12/5/2003	11203.15	6473.57	4729.58	Non Covered
15 SHARES OF OMNICOM GROUP	3/28/2014	11/2/2012	1084.18	723.9	360.28	Covered
70 SHARES OF OMNICOM GROUP	3/28/2014	11/26/2012	5059.48	3320.1	1739.38	Covered
195 SHARES OF PRUDENTIAL FINANCIAL	3/28/2014	11/2/2012	16165.14	11167.63	4997.51	Covered
160 SHARES OF THERMO FISHER SCIENTIFIC INC.	3/28/2014	3/15/2012	18927.58	9241.58	9686	Covered
135 SHARES OF WELLS FARGO & CO	3/28/2014	12/5/2003	6639.15	3821.4	2817.75	Non Covered
150 SHARES OF WELLS FARGO & CO	3/28/2014	3/24/2006	7376.83	4883.5	2493.33	Non Covered
75 SHARES OF WELLS FARGO & CO	3/28/2014	3/10/2011	3688.42	2410.4	1278.02	Covered
40 SHARES OF ACTAVIS PLC	3/28/2014	11/2/2012	8130.34	3483.59	4646.75	Covered
15 SHARES OF ACTAVIS PLC	3/28/2014	11/26/2012	3048.88	1296	1752.88	Covered
265 SHARES OF EXXON MOBIL CORP	3/28/2014	9/22/1995	25819.25	4998.29	20820.96	Non Covered
260 SHARES OF ORACLE CORPORATION	3/28/2014	10/30/2007	10243.77	5639.81	4603.96	Non Covered
105 SHARES OF ORACLE CORPORATION	3/28/2014	6/8/2009	4136.91	2169.36	1967.55	Non Covered
55 SHARES OF ORACLE CORPORATION	3/28/2014	11/2/2012	2166.95	1724.8	442.15	Covered
5 SHARES OF ORACLE CORPORATION	3/28/2014	11/26/2012	197	154.8	42.2	Covered
12 SHARES OF APPLE	4/8/2014	6/8/2009	6265.99	1727.2	4538.79	Non Covered
25000 UNITS OF WELLS FARGO & CO 4.625% 04/15/	4/15/2014	8/19/2009	25000	25078.66	-78.66	Non Covered
51 SHARES OF DISCOVER FINANCIAL SERVICES	6/5/2014	3/15/2012	3056.56	1647.81	1408.75	Covered
63 SHARES OF STATE STREET CORP	6/5/2014	3/15/2012	4187.62	2861.45	1326.17	Covered
140 SHARES OF TJX COMPANIES INC	8/12/2014	6/9/2009	7601.25	2161.55	5439.7	Non Covered
140 SHARES OF TJX COMPANIES INC	8/12/2014	3/15/2012	7601.25	5320	2281.25	Covered

** TOTAL LONG TERM CAPITAL GAIN (LOSS)

568090.2 366020.6 202069.6