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Form 990-PF

Return of Private Foundation

OMB No 1545-0052

2014

Open to Public Inspection

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

For calendar year 2014 or tax year beginning

06/01, 2014, and ending

05/31, 2015

Name of foundation

JOSEPH W MARTIN TRUST C/O DOUGLAS M. DOMINA

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

Room/suite

393 MARKET STREET

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

WARREN, RI 02885

G Check all that apply

 Initial return Final return Address change Initial return of a former public charity Amended return Name change

H Check type of organization.

 Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at
end of year (from Part II, col. (c), line
16) ► \$ 2,799,639.J Accounting method: Cash Accrual Other (specify) _____

(Part I, column (d) must be on cash basis)

A Employer identification number

05-6011809

B Telephone number (see instructions)

888-866-3275

C If exemption application is
pending, check here ► D 1 Foreign organizations, check here ►
2 Foreign organizations meeting the
85% test, check here and attach
computation ► E If private foundation status was terminated
under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ► Part I Analysis of Revenue and Expenses (The
total of amounts in columns (b), (c), and (d)
may not necessarily equal the amounts in
column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	5.	5.		STMT 1
4 Dividends and interest from securities	55,973	55,973		STMT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	343,720.			
b Gross sales price for all assets on line 6a	2,636,196.			
7 Capital gain net income (from Part IV, line 20)		343,720.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances	883	883	RS-OSC	
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)		5.		STMT 3
12 Total. Add lines 1 through 11	399,698.	399,703.		
13 Compensation of officers, directors, trustees, etc	22,321.	12,343.		9,978.
14 Other employee salaries and wages		NONE		NONE
15 Pension plans, employee benefits		NONE		NONE
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	STMT 4.	1,250.		1,250.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	STMT 5.	19,731.	1,151.	
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE		NONE
22 Printing and publications		NONE		NONE
23 Other expenses (attach schedule)	STMT 6.	44,048.		44,048.
24 Total operating and administrative expenses.				
Add lines 13 through 23.	87,350.	13,494.		55,276.
25 Contributions, gifts, grants paid	29,250.			29,250.
26 Total expenses and disbursements Add lines 24 and 25	116,600.	13,494.		84,526.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	283,098.			
b Net investment income (if negative, enter -0-)		386,209.		
c Adjusted net income (if negative, enter -0-)				

JSA For Paperwork Reduction Act Notice, see instructions.

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DRAFT DATE SEP 21 2015

SCANNED SEP 23 2015

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
Assets	(a) Book Value	(b) Book Value	(c) Fair Market Value	
	1 Cash - non-interest-bearing	34,179.	55,983.	55,983.
	2 Savings and temporary cash investments	133,325.	88,460.	88,460.
	3 Accounts receivable ►			
	Less allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ► NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - US and state government obligations (attach schedule)	STMT 7	91,872.	97,366.
	b Investments - corporate stock (attach schedule)	STMT 8	2,218,027.	2,519,074.
	c Investments - corporate bonds (attach schedule)	STMT 11		2,557,830.
	11 Investments - land, buildings, and equipment basis ►	NONE		
	Less accumulated depreciation ►		160,118.	NONE
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	2,637,521.	2,755,389.	2,799,639.
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 (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)		NONE	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> 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, . . . ► <input checked="" type="checkbox"/> check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	2,637,521.	2,755,389.	
	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 (see instructions)	2,637,521.	2,755,389.	
	31 Total liabilities and net assets/fund balances (see instructions)	2,637,521.	2,755,389.	
Net Assets or Fund Balances	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	2,637,521.	
	2 Enter amount from Part I, line 27a	2	283,098.	
	3 Other increases not included in line 2 (itemize) ►	3		
	4 Add lines 1, 2, and 3	4	2,920,619.	
	5 Decreases not included in line 2 (itemize) ► SEE STATEMENT 12	5	165,230.	
	6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,755,389.	

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 PUBLICLY TRADED SECURITIES					
b OTHER GAINS AND LOSSES					
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 2,636,264.		2,292,476.	343,788.		
b -68.			-68.		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(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	343,788.		
a			-68.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	343,720.	
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) (see instructions). If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }		3		

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))
2013	81,823.	2,656,520.	0.030801
2012	84,401.	2,442,594.	0.034554
2011	109,502.	2,315,901.	0.047283
2010	185,316.	2,345,680.	0.079003
2009	141,691.	2,249,337.	0.062992
2 Total of line 1, column (d)		2	0.254633
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3	0.050927
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5		4	2,702,753.
5 Multiply line 4 by line 3		5	137,643.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	3,862.
7 Add lines 5 and 6		7	141,505.
8 Enter qualifying distributions from Part XII, line 4 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.		8	84,526.

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 ► <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b		
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	2014 estimated tax payments and 2013 overpayment credited to 2014	6a <input type="checkbox"/> 10,000.	
b	Exempt foreign organizations - tax withheld at source	6b <input type="checkbox"/> NONE	
c	Tax paid with application for extension of time to file (Form 8868)	6c <input type="checkbox"/> NONE	
d	Backup withholding erroneously withheld	6d <input type="checkbox"/>	
7	Total credits and payments Add lines 6a through 6d	7 <input type="checkbox"/> 10,000.	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8 <input type="checkbox"/>	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9 <input type="checkbox"/>	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 <input type="checkbox"/> 2,276.	
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ►	11 <input type="checkbox"/> 2,276. Refunded <input type="checkbox"/>	

Part VII-A Statements Regarding Activities

1a	Yes	No
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6		X
7		X
8b		X
9		X
10		X

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?

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

1c Did the foundation file Form 1120-POL for this year?

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

(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

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

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

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

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

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?

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

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

RI

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

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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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 ► N/A	13	X
14	The books are in care of ► US TRUST FIDUCIARY TAX SERVICES Telephone no. ► (888) 866-3275 Located at ► P.O. BOX 1802, PROVIDENCE, RI ZIP+4 ► 02901-1802		
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		
16	At any time during calendar year 2014, 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 FinCEN Form 114, (formerly TD F 90-22 1) If "Yes," enter the name of the foreign country ►	16	Yes X No

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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
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 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2014 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 2014)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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 2014?	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:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		5b	
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>					
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			X
If "Yes" to 6b, file Form 8870					
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DOUGLAS DOMINA 393 MARKET ST, WARREN, RI 02885	CO-TRUSTEE 1	1,500	-0-	-0-
SANDRA AYERS 225 FRANKLIN ST, BOSTON, MA 02110	AGT FOR FIDUCIAR 1	250.	-0-	-0-
BANK OF AMERICA, N.A. 225 FRANKLIN ST, BOSTON, MA 02110	AGT FOR FIDUCIAR 1	20,571.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ► **NONE**

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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 (see instructions). If none, enter "NONE."**

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

Total number of others receiving over \$50,000 for professional services ►		NONE

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 NONE	

2	

3	

4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	

2	

All other program-related investments. See instructions	
3 NONE	

Total. Add lines 1 through 3 ►	

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	2,668,841.
b	Average of monthly cash balances	1b	75,071.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	2,743,912.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	2,743,912.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	41,159.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,702,753.
6	Minimum investment return. Enter 5% of line 5	6	135,138.

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	135,138.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	7,724.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7,724.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	127,414.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	127,414.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	127,414.

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	84,526.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	84,526.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	84,526.

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.

Form 990-PF (2014)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				127,414.
2 Undistributed income, if any, as of the end of 2014			62,154.	
a Enter amount for 2013 only		NONE		
b Total for prior years 20 12 ,20 20				
3 Excess distributions carryover, if any, to 2014				
a From 2009	NONE			
b From 2010	NONE			
c From 2011	NONE			
d From 2012	NONE			
e From 2013	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2014 from Part XII, line 4 ► \$ 84,526.			62,154.	
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2014 distributable amount				22,372.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2014. (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				105,042.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2010	NONE			
b Excess from 2011	NONE			
c Excess from 2012	NONE			
d Excess from 2013	NONE			
e Excess from 2014	NONE			

Form 990-PF (2014)

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling

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

	Tax year	Prior 3 years			(e) Total
		(a) 2014	(b) 2013	(c) 2012	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed . .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(ii).					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . .					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)) or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization.					
(4) Gross investment income .					

Part XV **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

N/A

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.

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Contribution Contra Gift Loan Subsidizing other Program

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 3a, b, c and d.

e. The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 14

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

SEE ATTACHED STATEMENT FOR LINE 2

c. Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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				
EAST BAY COMMUNITY ACTION PROGRAM PROGRAM	N/A	PC	FOR THE NEEDY OF WARREN, RI	25,000.
TOWN OF WARREN-SOCIAL SERVICES	N/A	PC	FOR THE NEEDY OF WARREN, RI	550.
WE SHARE HOPE	N/A	PC	FOR THE NEEDY OF WARREN, RI	3,100.
WOMEN'S RESOURCE CENTER	N/A	PC	UNRESTRICTED GENERAL SUPPORT	600.
Total			► 3a	29,250.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion 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	5.	
4 Dividends and interest from securities			14	55,973.	
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	343,720.	
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)				399,698.	
13 Total Add line 12, columns (b), (d), and (e)				13	399,698.
(See worksheet in line 13 instructions to verify calculations)					

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

NOT APPLICABLE

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

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?	Yes	No
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.		

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.

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**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.

Date _____

Title

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

Paid Preparer Use Only	Print/Type preparer's name <i>Robert W. Huber</i>	Preparer's signature <i>R.W.H.</i>	Date <i>8/24/15</i>	Check <input type="checkbox"/> if self-employed	PTIN P01223341
	Firm's name ► BANK OF AMERICA, N.A.			Firm's EIN ► 94-1687665	
	Firm's address ► P O BOX 1802 PROVIDENCE, RI	02901-1802		Phone no	

JOSEPH W MARTIN TRUST C/O DOUGLAS M. DOMINA

05-6011809

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CHECKING INTEREST	5.	5.
TOTAL	5.	5.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	329.	329.
FOREIGN DIVIDENDS	12,011.	12,011.
DOMESTIC DIVIDENDS	15,166.	15,166.
OTHER INTEREST	50.	50.
U. S. GOVERNMENT INTEREST (FEDERAL TAXABLE)	6,625.	6,625.
NONQUALIFIED FOREIGN DIVIDENDS	4,482.	4,482.
NONQUALIFIED DOMESTIC DIVIDENDS	17,310.	17,310.
TOTAL	55,973.	55,973.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PARTNERSHIP INCOME	-----	5.
TOTALS	=====	5.

JOSEPH W MARTIN TRUST C/O DOUGLAS M. DOMINA

05-6011809

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE - BOA	1,250.			1,250.
TOTALS	1,250.	NONE	NONE	1,250.

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STATEMENT 4

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FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EXCISE TAX - PRIOR YEAR	8,580.	
EXCISE TAX ESTIMATES	10,000.	
FOREIGN TAXES ON QUALIFIED FOR	1,048.	1,048.
FOREIGN TAXES ON NONQUALIFIED	103.	103.
TOTALS	19,731.	1,151.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
UTILITIES	10,667.	10,667.
PROPERTY TAXES	10,194.	10,194.
MAINTENANCE	15,243.	15,243.
INSURANCE	5,216.	5,216.
RUBBISH	2,644.	2,644.
OFFICE EXPENSE	34.	34.
RI AG FILING FEE	50.	50.
TOTALS	44,048.	44,048.

JOSEPH W MARTIN TRUST C/O DOUGLAS M. DOMINA

05-6011809

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
912810DW5 UNITED STATES TREAS	50,609.	50,609.	53,297.
912810DX3 UNITED STATES TREAS	41,263.	41,263.	44,069.
912828CJ7 UNITED STATES TREAS			
TOTALS	91,872.	91,872.	97,366.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
674599105 OCCIDENTAL PETE CORP			
806857108 SCHLUMBERGER LTD COM			
H6169Q108 PENTAIR LTD COM			
H89128104 TYCO INTL LTD NEW F			
00101J106 ADT CORP COM			
260003108 DOVER CORP COM			
701094104 PARKER HANNIFIN CORP			
911312106 UNITED PARCEL SVC IN			
913017109 UNITED TECHNOLOGIES			
023135106 AMAZON COM INC COM			
052800109 AUTOLIV INC COM			
254687106 DISNEY WALT CO COM D			
655664100 NORDSTROM INC COM			
872540109 TUX COS INC NEW COM			
87612E106 TARGET CORP COM			
713448108 PEPSICO INC COM			
718172109 PHILLIP MORRIS INTL I			
7422718109 PROCTER & GAMBLE CO			
018490102 ALLERGAN INC COM			
58155Q103 MCKESSON CORP COM			
254709108 DISCOVER FINL SVCS C			
316773100 FIFTH THIRD BANCORP			
46625H100 J P MORGAN CHASE & C			
74144T108 PRICE T ROWE GROUP I			
744320102 PRUDENTIAL FINL INC			
037833100 APPLE INC COM			
459200101 INTERNATIONAL BUSINE			
594918104 MICROSOFT CORP COM			
882508104 TEXAS INSTRS INC COM			

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
00206R102 AT&T INC COM			
748356102 QUESTAR CORP COM			
816851109 SEMPRA ENERGY COM			
277905642 EATON VANCE LARGE-CA			
47803W406 JOHN HANCOCK FDS III	61,000.		
197199409 COLUMBIA ACORN FUND			
19765N245 COLUMBIA DIVIDEND IN			
19765N567 COLUMBIA SMALL CAP V	150,000.		
19765P596 COLUMBIA SMALL CAP G			
19765Y688 COLUMBIA SELECT LARG			
693390700 PIMCO TOTAL RETURN F			
722005667 PIMCO COMMODITY REAL			
19763T889 COLUMBIA INCOME OPP			
19765H362 COLUMBIA SHORT TERM	216,840.		
411511306 HARBOR INTERNATIONAL			
52106N889 LAZARD EMERGING MKTS			
197199813 COLUMBIA ACORN INTER			
19765H636 COLUMBIA MARSICO INT			
722005220 PIMCO FOREIGN BOND F			
464287507 ISHARES CORE S&P MID	71,990.		84,078.
464287655 ISHARES RUSSELL 2000	167,900.		83,254.
464288588 ISHARES MBS ETF	138,568.		56,013.
78464A474 SPDR BARCLAYS SHORT	83,009.		61,995.
921943858 VANGUARD FTSE DEVELO	123,929.		
922908553 VANGUARD REIT ETF	108,123.		
552983694 MFS VALUE FUND CL I	184,000.		
744336504 PRUDENTIAL GLOBAL RE	49,000.		
87234N302 TCW SELECT EQUITIES	195,000.		
64128K868 NEUBERGER BERMAN HIG	74,000.		
	54,607.		54,550.

JOSEPH W MARTIN TRUST C/O DOUGLAS M. DOMINA

05-6011809

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
22544R305 CREDIT SUISSE COMMOD	79,144.	97,013.	76,091.
38142Y401 GOLDMAN SACHS GROWTH	61,500.		
47803T627 JOHN HANCOCK FDS III	61,500.		
4812A0573 JPMORGAN INTL VALUE	74,000.		
19765Y852 COLUMBIA EMERGING MA	195,000.		
233051200 DB X-TRACKERS MSCI E			139,000.
464287200 ISHARES CORE S&P 500			161,388.
97717X701 WISDOMTREE EUROPE HE			108,658.
057071813 BAIRD MIDCAP FUND IN			705,014.
38145N220 GOLDMAN SACHS ABSOLU			53,973.
413838608 OAKMARK SELECT FUND			62,229.
41902V872 HATTERAS ALPHA HEDGE			137,141.
76628R615 RIDGEWORTH MID CAP V			81,932.
89154Q737 TOUCHSTONE SMALL CAP			95,803.
904504842 UNDISCOVERED MANAGER			72,065.
38145C646 GOLDMAN SACHS STRATE			49,841.
008882532 INVESCO INTL GROWTH			55,000.
TOTALS	2,218,027.	2,519,074.	97,485.
			144,228.
			139,608.
			57,049.
			58,156.
			92,725.
			68,716.
			82,549.
			96,126.
			68,716.
			57,049.
			58,156.
			92,725.
			139,608.
			2,557,830.

JOSEPH W MARTIN TRUST C/O DOUGLAS M. DOMINA

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION

459200AL5 IBM CORP DEB

TOTALS

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STATEMENT 11

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
ADJUST CARRYING VALUE	160,114.
PARTNERSHIP BASIS ADJUSTMENT	48.
SALES ADJUSTMENT	5,068.
TOTAL	165,230.

GAINS AND LOSSES FROM PASS-THRU ENTITIES

=====

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

PARTNERSHIPS, TRUSTS, S CORPORATIONS

-68.00

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)

-68.00

=====

STATEMENT 13

JOSEPH W MARTIN TRUST C/O DOUGLAS M. DOMINA
FORM 990PF, PART XV - LINES 2a - 2d
=====

05-6011809

RECIPIENT NAME:
DOUGLAS M. DOMINA

ADDRESS:
393 MARKET STREET
WARREN, RI 02895

FORM, INFORMATION AND MATERIALS:

(1) THE PURPOSE OF THE FUNDS, AND (2) A STATEMENT THAT
THE FUNDS WILL BE USED FOR THE NEEDY OF WARREN, RI

SUBMISSION DEADLINES:

THE FUNDS ARE DISTRIBUTED ANNUALLY, EVERY JULY.

RESTRICTIONS OR LIMITATIONS ON AWARDS:

THE FUNDS MUST BE USED FOR THE NEEDY OF WARREN, RI

STATEMENT 14