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For calendar year 2015, or tax year beginning 01-01-2015 , and ending 12-31-2015

Name of foundation SWORD AND SPOON FOUNDATION		A Employer identification number 20-7494902	
Number and street (or P O box number if mail is not delivered to street address) 52 WALTHAM STREET		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code LEXINGTON, MA 02421		B Telephone number (see instructions) (781) 856-2035	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		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 ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3,351,303		J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	553,796			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	71,691	71,691		
	5a Gross rents	15,600	15,600		
	b Net rental income or (loss) <u>11,118</u>				
	6a Net gain or (loss) from sale of assets not on line 10	-310,457			
	b Gross sales price for all assets on line 6a <u>24,344</u>				
	7 Capital gain net income (from Part IV, line 2) . . .		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	330,630	87,291		
	13 Compensation of officers, directors, trustees, etc	44,452	11,113		33,339
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).	 32,094	0		32,094
	b Accounting fees (attach schedule).	 40,497	20,248		16,802
	c Other professional fees (attach schedule)	 99,339	16,266		83,073
	17 Interest	8,790	0		8,790
	18 Taxes (attach schedule) (see instructions) . . .				
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy	4,482	4,482		0
	21 Travel, conferences, and meetings.	5,256	0		5,256
	22 Printing and publications				
	23 Other expenses (attach schedule).	 71,063	1,139		69,213
	24 Total operating and administrative expenses. Add lines 13 through 23	305,973	53,248		248,567
	25 Contributions, gifts, grants paid	578,814			578,814
	26 Total expenses and disbursements. Add lines 24 and 25	884,787	53,248		827,381
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-554,157			
	b Net investment income (if negative, enter -0-)		34,043		
	c Adjusted net income (if negative, enter -0-)				

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	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	978,696	49,279	49,279
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ <u>332,965</u> Less allowance for doubtful accounts ▶ _____		332,965	332,965
	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) ▶ <u>436,045</u> Less allowance for doubtful accounts ▶ <u>0</u>	140,386	436,045	436,045
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges		5,275	5,275
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	0	300,000	300,000
	c	Investments—corporate bonds (attach schedule)	1,713,930	1,710,312	1,710,312
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ <u>248,427</u> Less accumulated depreciation (attach schedule) ▶ _____	247,000	248,427	248,427
	15	Other assets (describe ▶ _____)	500,000	269,000	269,000
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,580,012	3,351,303	3,351,303
Liabilities	17	Accounts payable and accrued expenses	40,069	6,793	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons		1,300	
	21	Mortgages and other notes payable (attach schedule).		427,875	
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	40,069	435,968	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	3,539,943	2,915,335	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	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)	3,539,943	2,915,335	
	31	Total liabilities and net assets/fund balances (see instructions)	3,580,012	3,351,303	

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	3,539,943
2	Enter amount from Part I, line 27a	2	-554,157
3	Other increases not included in line 2 (itemize) ▶ _____	3	14
4	Add lines 1, 2, and 3	4	2,985,800
5	Decreases not included in line 2 (itemize) ▶ _____	5	70,465
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,915,335

Part IV

Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase D—Donation (b)	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1 a	SHORT TERM LOSS FROM UBS#83856	P	2015-01-01	2015-12-31
b	SHORT TERM LOSS FROM UBS#84167	P	2015-01-01	2015-12-31
c	LONG TERM LOSS FROM UBS#84167	P	2014-01-01	2015-12-31
d	LONG TERM LOSS FROM UBS#84167	P		
e	WORTHLESS INVESTMENT-PATHEOS	P	2014-05-31	2015-12-31

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a		4,479	-4,479
b		30,322	-30,322
c	22,628		22,628
d	1,716		1,716
e		300,000	-300,000

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

(i) FM V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) (l)
a			-4,479
b			-30,322
c			22,628
d			1,716
e			-300,000

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	-310,457
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		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 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))
2014	778,039	2,782,338	0.279635
2013	599,353	1,953,642	0.306788
2012	378,218	1,788,330	0.211492
2011	361,873	1,811,725	0.199739
2010	585,620	1,108,979	0.528071

2	Total of line 1, column (d).	2	1.525725
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	0.305145
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	4,050,858
5	Multiply line 4 by line 3.	5	1,236,099
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	340
7	Add lines 5 and 6.	7	1,236,439
8	Enter qualifying distributions from Part XII, line 4.	8	827,381

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 VII

Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a

Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1
Date of ruling or determination letter _____
(attach copy of letter if necessary—see instructions)

b

Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b

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

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

5,275

b

Exempt foreign organizations—tax withheld at source

6b

c

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

6c

d

Backup withholding erroneously withheld

6d

7

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

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 2015 estimated tax** ☐ 4,594 **Refunded** ☐

1

681

0

681

0

681

5,275

4,594

0

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?		Yes	No
1a				No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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</i>			No
1b				No
c	Did the foundation file Form 1120-POL for this year?			No
1c				No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ 0 (2) On foundation managers ☐ \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2		No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ MA, SC _____			
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? <i>If "No," attach explanation</i> .	8b	Yes	
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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> 	10	Yes	

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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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.SWORDANDSPOON.ORG</u>	13	Yes	
14	The books are in care of ► <u>THE FOUNDATION</u> Telephone no ► <u>(781) 856-2035</u> Located at ► <u>52 WALTHAM STREET LEXINGTON MA</u> ZIP+4 ► <u>02421</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► ☐ and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes", enter the name of the foreign country ►				

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b			
	Organizations relying on a current notice regarding disaster assistance check here. ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015? 1c			No
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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No If "Yes," list the years ► 20____, 20____, 20____, 20____			
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 ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☒ Yes ☐ No			
b	If "Yes," did it have excess business holdings in 2015 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015</i>). 3b			No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2015?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (Continued)

5a

During the year did the foundation pay or incur any amount to

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

☐ Yes

☒ No

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

☐ Yes

☒ No

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

☐ Yes

☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).

☐ Yes

☒ No

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

☐ Yes

☒ No

b

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

5b

Organizations relying on a current notice regarding disaster assistance check here. ▶

c

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

☐ Yes

☐ No

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

6a

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

☐ Yes

☒ No

b

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

6b

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?

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 (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JOHN KINGSTON 52 WALTHAM STREET LEXINGTON, MA 02421	TRUSTEE 2 00	0	0	0
JEAN KINGSTON 52 WALTHAM STREET LEXINGTON, MA 02421	TRUSTEE 2 00	0	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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) 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 (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		

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	
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	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

Part X Minimum Investment Return

(All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,712,121
b	Average of monthly cash balances.	1b	513,988
c	Fair market value of all other assets (see instructions).	1c	1,886,437
d	Total (add lines 1a, b, and c).	1d	4,112,546
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	4,112,546
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	61,688
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,050,858
6	Minimum investment return. Enter 5% of line 5.	6	202,543

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	202,543
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	681
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	681
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	201,862
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	201,862
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	201,862

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	827,381
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	827,381
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	827,381

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				201,862
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.	532,139			
b From 2011.	273,228			
c From 2012.	291,220			
d From 2013.	486,540			
e From 2014.	640,325			
f Total of lines 3a through e.	2,223,452			
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ 827,381				
a Applied to 2014, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2015 distributable amount.				201,862
e Remaining amount distributed out of corpus	625,519			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,848,971			
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 2014 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
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).	0			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . .	532,139			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	2,316,832			
10 Analysis of line 9				
a Excess from 2011. . . .	273,228			
b Excess from 2012. . . .	291,220			
c Excess from 2013. . . .	486,540			
d Excess from 2014. . . .	640,325			
e Excess from 2015. . . .	625,519			

Part XIV

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling.

b

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

2a

Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				

3 Complete 3a, b, or c for the alternative test relied upon

a

"Assets" alternative test—enter

(1)

Value of all assets

(2)

Value of assets qualifying under section 4942(j)(3)(B)(i)

b

"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.

c

"Support" alternative test—enter

(1)

Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2)

Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3)

Largest amount of support from an exempt organization

(4)

Gross investment income

Part XV

Supplementary Information (Complete this part only if the organization 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))

See Additional Data Table

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

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 email address of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

Form 990-PF (2015)

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 See Additional Data Table				
Total			3a	578,814
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2015)

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?

[illegible]

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

***** _____ Signature of officer or trustee	2016-11-14 _____ Date	***** _____ Title
--	--	--

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

Paid Preparer Use Only	Print/Type preparer's name KENNETH DAVIN CPA	Preparer's Signature	Date 2016-11-14	Check if self-employed ☒	PTIN P01280481
	Firm's name ☒ KEVIN P MARTIN ASSOCIATES PC			Firm's EIN ☒	04-3097400
	Firm's address ☒ 10 FORBES WEST BRAINTREE, MA 02184			Phone no ☒	(781) 380-3520

Form 990PF Part XV Line 1a - 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).

JOHN KINGSTON

JEAN KINGSTON

Form 990PF Part XV Line 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				
BELMONT HILL SCHOOL 350 PROSPECT STREET BELMONT,MA 02478		PUBLIC CHARITY	OPERATIONS	15,000
BOSTON 2024 PARTNERSHIP INC ONE MARINA PARK 10TH FLOOR BOSTON,MA 02210		PUBLIC CHARITY	OPERATIONS	25,000
COMMUNITIES UNITED 63 PLEASANT STREET WATERTOWN,MA 02472		PUBLIC CHARITY	OPERATIONS	500
GLEN DOHERTY MEMORIAL FOUNDATION PO BOX 716 MARBLEHEAD,MA 01945		PUBLIC CHARITY	OPERATIONS	1,000
INTERNATIONAL ARTS MOVEMENT 39 WEST STREET NEW YORK,NY 10018		PUBLIC CHARITY	OPERATIONS	10,000
INTERVARSITY CHRISTIAN FELLOWSHIP PO BOX 7895 MADISON,WI 53707		PUBLIC CHARITY	OPERATIONS	1,500
LEADERSHIP TRANSFORMATIONS PO BOX 338 LEXINGTON,MA 02420		PUBLIC CHARITY	OPERATIONS	25,723
NATIONAL CHRISTIAN FOUNDATION 111625 RAINWATER DRIVE SUITE 500 ALPHARETTA,GA 30009		PUBLIC CHARITY	OPERATIONS	1,000
PROMISE 686 4729 PEACHTREE INDUSTRIAL BOULEVARD SUITE 100 BERKELEY LAKE,GA 30092		PUBLIC CHARITY	OPERATIONS	5,000
RFK CHILDREN'S ACTION CORPS 11 BEACON STREET SUITE 820 BOSTON,MA 02108		PUBLIC CHARITY	OPERATIONS	6,000
RODMAN RIDE FOR KIDS 100 LEGENDS WAY BOSTON,MA 02114		PUBLIC CHARITY	OPERATIONS	3,825
SIXSEEDS INC 52 WALTHAM STREEET LEXINGTON,MA 02421		PUBLIC CHARITY	OPERATIONS	69,500
THE SPORTS MUSEUM RIDE 10 LINCOLN ROAD FOXBORO,MA 02035		PUBLIC CHARITY	OPERATIONS	3,000
THE VERITAS FORUM 100 LEGENDS WAY BOSTON,MA 02114		PUBLIC CHARITY	OPERATIONS	25,000
THE WINCHESTER FOUNDATION ED EX PO BOX 1005 WINCHESTER,MA 01890		PUBLIC CHARITY	OPERATIONS	3,000
Total 3a				578,814

Form 990PF Part XV Line 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				
WEDGEWOOD CIRCLE INSTITUTE 5272 LYNCGATE COURT SUITE 200 BURKE,VA 22015		PUBLIC CHARITY	OPERATIONS	5,000
WORLD VISION PO BOX 9716 FEDERAL WAY,WA 98063		PUBLIC CHARITY	OPERATIONS	4,356
SWORD & SPOON WORKSHOP 52 WALTHAM STREET LEXINGTON,MA 02421		PUBLIC CHARITY	OPERATIONS	184,015
CAMPUS CRUSADE FOR CHRIST 100 LAKE HART DRIVE ORLANDO,FL 32832		PUBLIC CHARITY	OPERATIONS	750
SACHEM YOUTH BASEBALLSOFTBALL ASSOCIATION PO BOX 612 WINCHESTER,MA 01890		PUBLIC CHARITY	OPERATIONS	2,945
FOR KEEPS MINISTRIES 1518 W THOMAS ST ARLINGTON HEIGHTS,IL 60004		PUBLIC CHARITY	OPERATIONS	5,000
ART HOUSE AMERICA PO BOX 210878 NASHVILLE,TN 37221		PUBLIC CHARITY	OPERATIONS	20,000
WINCHESTER SOCCER CLUB PO BOX 421 WINCHESTER,MA 01890		PUBLIC CHARITY	OPERATIONS	78,000
BOSTON PUBLIC LIBRARY FOUNDATION 700 BOYLSTON STREET BOSTON,MA 02116		PUBLIC CHARITY	OPERATIONS	5,000
NEW CITY ARTS INITIATIVE PO BOX 1293 CHARLOTTESVILLE,VA 22902		PUBLIC CHARITY	OPERATIONS	5,000
EDUCATE ME 1613 E STREET SE WASHINGTON,DC 20003		PUBLIC CHARITY	OPERATIONS	7,500
THE RED SOX FOUNDATION 4 YAWKEY WAY BOSTON,MA 02115		PUBLIC CHARITY	OPERATIONS	20,250
THE BOOT CAMPAIGN 713 WSW LOOP 323 SHUTE H TYLER,TX 75701		PUBLIC CHARITY	OPERATIONS	10,000
FULLER THEOLOGICAL SEMINARY 135 NORTH OAKLAND AVENUE PASADENA,CA 91182		PUBLIC CHARITY	OPERATIONS	5,000
FELLOWSHIP OF CHRISTIANS IN UNIVERSITIES & SCHOOLS (FOCUS) PO BOX 1027 NEW CANAAN,CT 06840		PUBLIC CHARITY	OPERATIONS	5,000
Total ▶ 3a				578,814

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
PAN MASSACHUSETTS CHALLENGE 77 4TH AVENUE NEEDHAM,MA 02494		PUBLIC CHARITY	OPERATIONS	700
CYSTIC FIBROSIS FOUNDATION 6931 ARLINGTON RD 2ND FLOOR BETHESDA,MD 20814		PUBLIC CHARITY	OPERATIONS	250
BRAIN INJURY ASSOCIATION OF MASSACHUSETTS 30 LYMAN STREET SUITE 10 WESTBOROUGH,MA 01581		PUBLIC CHARITY	OPERATIONS	500
WINCHESTER FIELD DEVELOPMENT COUNCIL 11 PILGRIM DRIVE WINCHESTER,MA 01890		PUBLIC CHARITY	OPERATIONS	2,000
THE WITHERSPOON INSITUTE (FEHE) 16 STOCKTON STREET PRINCETON,NJ 08540		PUBLIC CHARITY	OPERATIONS	10,000
SHOW HOPE PO BOX 647 FRANKLIN,TN 37065		PUBLIC CHARITY	OPERATIONS	5,000
THE LEADERSHIP CONNECTION 3 MOUNT LEBANON STREET PEPPERELL,MA 01463		PUBLIC CHARITY	OPERATIONS	5,000
COMMITTEE FOR A RESPONSIBLE FEDERAL BUDGET 1900 M STREET NW SUITE 850 WASHINGTON,DC 20036		PUBLIC CHARITY	OPERATIONS	2,500
Total ▶ 3a				578,814

TY 2015 Accounting Fees Schedule

Name: SWORD AND SPOON FOUNDATION

EIN: 20-7494902

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTANT FEES	40,497	20,248		16,802

TY 2015 Investments Corporate Bonds Schedule

Name: SWORD AND SPOON FOUNDATION

EIN: 20-7494902

Name of Bond	End of Year Book Value	End of Year Fair Market Value
UBS INVESTMENTS	1,710,312	1,710,312

TY 2015 Investments Corporate Stock Schedule**Name:** SWORD AND SPOON FOUNDATION**EIN:** 20-7494902

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EASTERLY ACQUISITION CORP	300,000	300,000

TY 2015 Legal Fees Schedule**Name:** SWORD AND SPOON FOUNDATION**EIN:** 20-7494902

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	32,094	0		32,094

TY 2015 Other Assets Schedule**Name:** SWORD AND SPOON FOUNDATION**EIN:** 20-7494902

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PROGRAMMATIC INVESTMENT-RETURN OF THE PRODIGAL SON	200,000	245,000	245,000
PROGRAMMATIC INVESTMENT-PATHEOS	300,000	0	0
PROGRAMMATIC INVESTMENT-BOSTON MEDIA NETWORKS	0	24,000	24,000

TY 2015 Other Decreases Schedule**Name:** SWORD AND SPOON FOUNDATION**EIN:** 20-7494902

Description	Amount
UNREALIZED GAIN	70,465

TY 2015 Other Expenses Schedule**Name:** SWORD AND SPOON FOUNDATION**EIN:** 20-7494902

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CHARITABLE EVENT COSTS	25,674	0		25,674
INSURANCE EXPENSE	723	0		723
OFFICE EXPENDITURES	3,189	0		3,089
BANK FEES	162	0		162
PROGRAM SERVICE EXPENSE	31,763	0		31,763
BAD DEBT EXPENSE	4,386	0		4,386
PAYROLL PROCESSING FEES	1,239	310		929
PAYROLL TAXES	3,316	829		2,487
TAXES	611	0		0

TY 2015 Other Increases Schedule**Name:** SWORD AND SPOON FOUNDATION**EIN:** 20-7494902

Description	Amount
PRIOR PERIOD ADJUSTMENT TO BOOK INCOME	14

TY 2015 Other Professional Fees Schedule**Name:** SWORD AND SPOON FOUNDATION**EIN:** 20-7494902

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	16,266	16,266		0
CONSULTING	83,073	0		83,073

TY 2015 Substantial Contributors Schedule

Name: SWORD AND SPOON FOUNDATION

EIN: 20-7494902

Name	Address
JEAN KINGSTON	52 WALTHAM STREET LEXINGTON, MA 02421

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990	OMB No 1545-0047 2015
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Name of the organization SWORD AND SPOON FOUNDATION	Employer identification number 20-7494902
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Organization type (check one)

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

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

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

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

Name of organization SWORD AND SPOON FOUNDATION	Employer identification number 20-7494902
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JEAN KINGSTON	\$ 516,770	Person ☒
	16 CHESTNUT STREET		Payroll ☐
	WINCHESTER, MA 01890		Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)

Name of organization SWORD AND SPOON FOUNDATION	Employer identification number 20-7494902
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	--		
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	--		
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	--		
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	--		