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Form **990-PF**

Return of Private Foundation

OMB No 1545-0052

2016

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
Do not enter social security numbers on this form as it may be made public.

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

Open to Public Inspection

For calendar year **2016** or tax year beginning **2016**, and ending **20**

Name of foundation **MARTINA O'NEIL TRUST**
EASTERN BANK, TRUSTEE

Number and street (or P.O. box number if mail is not delivered to street address) **285 FRANKLIN ST., BOS-301**
Room/suite

City or town, state or province, country, and ZIP or foreign postal code **BOSTON, MA 02110**

A Employer identification number
04-6416879

B Telephone number (see instructions)
781-581-4222

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

G Check all that apply:
 Initial return
 Final return
 Address change
 Initial return of a former public charity
 Amended return
 Name change

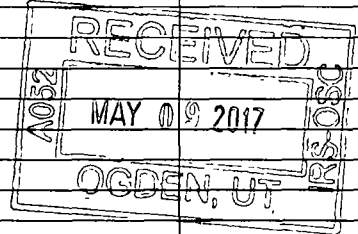
H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust
 Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ **1,136,768.**

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))		(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				
4	Dividends and interest from securities	35,757.	35,757.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	7,847.			
b	Gross sales price for all assets on line 6a	506,364.			
7	Capital gain net income (from Part IV, line 2)		7,847.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	43,604.	43,604.		
13	Compensation of officers, directors, trustees, etc.	13,461.	6,731.		6,731.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) STMT 4	112.	NONE	NONE	112.
b	Accounting fees (attach schedule) STMT 5	900.	450.	NONE	450.
c	Other professional fees (attach schedule) STMT 6	3,569.	1,785.		1,785.
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 7	1,886.	337.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 8	835.			835.
24	Total operating and administrative expenses. Add lines 13 through 23	20,763.	9,303.	NONE	9,913.
25	Contributions, gifts, grants paid	58,000.			58,000.
26	Total expenses and disbursements. Add lines 24 and 25	78,763.	9,303.	NONE	67,913.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-35,159.			
b	Net investment income (if negative, enter -0-)		34,301.		
c	Adjusted net income (if negative, enter -0-)				



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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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments			
	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 ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)	1,055,505.	1,003,045.	1,136,768.
	c	Investments - corporate bonds (attach schedule)			
	Liabilities	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 Less: accumulated depreciation (attach schedule) ▶			
15		Other assets (describe ▶)			
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,055,505.	1,003,045.	1,136,768.
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		
Net Assets or Fund Balances	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, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,055,505.	1,003,045.	
	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)	1,055,505.	1,003,045.		
31	Total liabilities and net assets/fund balances (see instructions)	1,055,505.	1,003,045.		

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)	1,055,505.
2	Enter amount from Part I, line 27a	-35,159.
3	Other increases not included in line 2 (itemize) ▶	
4	Add lines 1, 2, and 3	1,020,346.
5	Decreases not included in line 2 (itemize) ▶BOOK VALUE ADJUSTMENT	17,301.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	1,003,045.

Part IV Capital Gains and Losses for Tax on Investment Income

Table with columns (a) through (k) for capital gains and losses. Includes rows for publicly traded securities and summary lines for net capital gain/loss.

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? [X] Yes [] No

Table for qualification under Section 4940(e) with columns (a) through (d) and rows 1 through 8 for calculating the distribution ratio.

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)		
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	1	686.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0)	2	
3	Add lines 1 and 2	3	686.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	686.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,464.
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	1,464.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	778.
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 688. Refunded ▶	11	90.

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 Yes No 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 Yes No X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 Yes No X
14 The books are in care of EASTERN BANK & TRUST COMPANY Telephone no. (781) 581-4222 Located at 265 FRANKLIN ST., BOS-301, BOSTON, MA ZIP+4 02110
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15 and enter the amount of tax-exempt interest received or accrued during the year
16 At any time during calendar year 2016, 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 X
See the instructions for exceptions and filing requirements for FinCEN Form 114. 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.

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) Yes X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b Yes No
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 2016? 1c Yes No 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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? X Yes No
If "Yes," list the years 2010
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 Yes No X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No
b If "Yes," did it have excess business holdings in 2016 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 2016) 3b Yes No
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a Yes No X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016? 4b Yes No X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 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)? Yes No
 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? Yes No
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes 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
EASTERN BANK 265 FRANKLIN ST., BOS-301, BOSTON, MA 02110	TRUSTEE 2	13,461.	-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

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	1,135,551.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,135,551.
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	1,135,551.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	17,033.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,118,518.
6	Minimum investment return. Enter 5% of line 5	6	55,926.

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	55,926.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	686.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	686.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	55,240.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	55,240.
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	55,240.

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	67,913.
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	67,913.
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	67,913.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				55,240.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			8,895.	
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2016.				
a From 2011	NONE			
b From 2012	NONE			
c From 2013	NONE			
d From 2014	NONE			
e From 2015	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>67,913.</u>				
a Applied to 2015, but not more than line 2a			8,895.	
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 2016 distributable amount.				55,240.
e Remaining amount distributed out of corpus.	3,778.			
5 Excess distributions carryover applied to 2016 . (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	3,778.			
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 2015. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017.				NONE
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 2011 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	3,778.			
10 Analysis of line 9				
a Excess from 2012	NONE			
b Excess from 2013	NONE			
c Excess from 2014	NONE			
d Excess from 2015	NONE			
e Excess from 2016	3,778.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, 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) 2016	(b) 2015	(c) 2014	(d) 2013	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization.					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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.

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AMERICAN CANCER SOCIETY MASS DIV INC PROBATE & TRUST MANAGEMENT OKLAHOMA CITY OK	N/A	NONE	UNRESTRICTED	29,000.
NATIONAL SOCIETY TO PREVENT BLINDNESS ATTN KAREN HARTMAN CHICAGO IL 60606-1217	N/A	NONE	UNRESTRICTED	29,000.
Total ▶ 3a				58,000.
b Approved for future payment				
Total ▶ 3b				

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... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash... (2) Other assets... b Other transactions: (1) Sales of assets to a noncharitable exempt organization... (2) Purchases of assets from a noncharitable exempt organization... (3) Rental of facilities, equipment, or other assets... (4) Reimbursement arrangements... (5) Loans or loan guarantees... (6) Performance of services or membership or fundraising solicitations... c Sharing of facilities, equipment, mailing lists, other assets, or paid employees... d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

Table with 3 columns: (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.

Sign Here: Signature of officer or trustee, Date 05/01/2017, Title U.P., May the IRS discuss this return with the preparer shown below (see instructions)? Yes No

Paid Preparer Use Only: Print/Type preparer's name MATTHEW J GARAND, Preparer's signature Matthew J Garand, Date 05/01/2017, Check self-employed if PTIN P01445960, Firm's name ERNST & YOUNG U.S. LLP, Firm's EIN 34-6565596, Firm's address 200 CLARENDON STREET BOSTON, MA 02116, Phone no 508-926-6707

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ALLSTATE CORP	85.	85.
AMGEN INC	132.	132.
ANALOG DEVICES	344.	344.
APPLE	459.	459.
BANK AMERICA CORP	204.	204.
BANK OF AMERICA CORP 2.625% 04/19/2021	6.	6.
BECTON DICKINSON CO	162.	162.
BLACKROCK INC.	62.	62.
BRISTOL MYERS SQUIBB CO.	60.	60.
CSX CORPORATION 5.6% 05/01/2017	65.	65.
CARDINAL HEALTH, INC.	271.	271.
CHEVRON CORP	607.	607.
COMCAST CORP NEW CL A	48.	48.
CONOCOPHILLIPS	248.	248.
COSTCO WHOLESALE CORP, NEW	139.	139.
DEUTSCHE X TRACKERS MSCI JAPAN HEDGED EQ	134.	134.
DFA INTERNATIONAL SMALL CO PORTFOLIO	511.	511.
DIAGEO INVESTMENT CORP 2.875% 05/11/2022	208.	208.
WALT DISNEY PRODUCTIONS	175.	175.
DOW CHEMICAL CO	163.	163.
DUKE ENERGY CORP NEW	262.	262.
EMERSON ELEC CO	440.	440.
EXXON MOBIL CORP	71.	71.
FEDEX CORPORATION	101.	101.
FORD MOTOR CO	589.	589.
GE MONEY BANK CERTIFICATE OF DEPOSIT 2.3	1,049.	1,049.
GENERAL ELEC CO	431.	431.
GENERAL MILLS INC 2.2% 10/21/2019	797.	797.
HALLIBURTON CO	230.	230.
HOME DEPOT INC	271.	271.
HONEYWELL INT'L INC.	237.	237.
I SHARES I SHARES EMU INDEX FUND	1,119.	1,119.
BNG752 689L 05/01/2017 18:29:26	1208321	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
I SHARES TIPS BOND ETF	36.	36.
I SHARES BARCLAYS 7-10 YR TREAS	315.	315.
I SHARES RUSSELL MIDCAP GROWTH	104.	104.
I SHARES BARCLAYS INT CRDT	616.	616.
ISHARES FLOATING RATE BOND ETF	191.	191.
J P MORGAN CHASE & CO	424.	424.
JOHNSON & JOHNSON	359.	359.
KIMBERLY CLARK CORP	273.	273.
KROGER CO	89.	89.
MASCO CORP	145.	145.
MERCK & CO INC. NEW	300.	300.
FEDERATED GOV'T OBLIGATION TAX MANAGED F	7.	7.
MORGAN STANLEY	235.	235.
NIKE INC. CL B	59.	59.
NUCOR CORP	194.	194.
OCCIDENTAL PETROLEUM CORP 1.75% 02/15/20	553.	553.
P P G INDUSTRIES	32.	32.
PROCTER & GAMBLE CO	303.	303.
RAYTHEON CO 3.125% 10/15/2020	1,383.	1,383.
SPDR BLOOMBERG BARCLAYS	2,012.	2,012.
SPDR CONSUMER DISCRETIONARY SECTOR	245.	245.
SPDR FINANCIAL INDEX	68.	68.
SPDR TECHNOLOGY IDX	271.	271.
SOUTHERN CO 2.45% 09/01/2018	409.	409.
STARBUCKS CORP	175.	175.
STATE STREET CORP	54.	54.
STRYKER CORP	127.	127.
STRYKER CORP 1.3% 04/01/2018	428.	428.
SUNTRUST BANKS	198.	198.
EB REALTY LLC / TA FUND VII	11,187.	11,187.
TIME WARNER INC	225.	225.
UNITEDHEALTH GROUP, INC. 2.875% 12/15/20	357.	357.
VANGUARD EMERGING MARKETS ETF	189.	189.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
VERIZON COMMUNICATIONS INC	521.	521.
VERIZON COMMUNICATIONS INC 2% 11/01/2016	49.	49.
VISA, INC	100.	100.
WALGREENS BOOTS ALLIANCE INC	168.	168.
WELLS FARGO & CO	333.	333.
WILLIAMS SONOMA INC	61.	61.
WISDOMTREE HIGH DIVIDEND FUND	925.	925.
WISDOM TREE	426.	426.
WISDOM TREE EUROPE HEDGED EQUITY	930.	930.
XCEL ENERGY, INC.	342.	342.
INVESCO LTD.	268.	268.
ACE LTD	94.	94.
CHUBB LTD	199.	199.
ROYAL CARIBBEAN CRUISES, LTD.	98.	98.
TOTAL	35,757.	35,757.

MARTINA O'NEIL TRUST

04-6416879

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
OTHER NONALLOCABLE EXPENSES -	112.			112.
TOTALS	112.	NONE	NONE	112.
	=====	=====	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	900.	450.		450.
TOTALS	900.	450.	NONE	450.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
LEGAL FEES - PRINCIPAL (ALLOCA	3,569.	1,785.	1,785.
TOTALS	3,569.	1,785.	1,785.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX PAYMENT - PRIOR YE	85.	
FEDERAL ESTIMATES - PRINCIPAL	1,464.	
FOREIGN TAXES ON QUALIFIED FOR	306.	306.
FOREIGN TAXES ON NONQUALIFIED	31.	31.
TOTALS	1,886.	337.

MARTINA O'NEIL TRUST

04-6416879

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
OTHER ALLOCABLE EXPENSE-PRINCI	835.	835.
TOTALS	----- 835. =====	----- 835. =====

FEDERAL CAPITAL GAIN DISTRIBUTIONS
=====

LONG-TERM CAPITAL GAIN DISTRIBUTIONS

15% RATE CAPITAL GAIN DISTRIBUTIONS

DFA INTERNATIONAL SMALL CO PORTFOLIO	437.00
HOSPIRA INC	71.00
PFIZER INC	48.00

TOTAL 15% RATE CAPITAL GAIN DISTRIBUTIONS	-----	556.00
TOTAL LONG-TERM CAPITAL GAIN DISTRIBUTIONS		----- 556.00 =====

EASTERN BANK, TRUSTEE T/U/W OF MARTINA E. O'NEIL

<u>CUSIP</u>	<u>SECURITY NAME</u>	<u>BOOK VALUE</u> <u>(AS OF 12/31/16)</u>	<u>MARKET VALUE</u> <u>(AS OF 12/31/16)</u>
00773T101	ADVANSIX INC	\$37.16	\$88.56
020002101	ALLSTATE CORP	\$8,426.41	\$9,561.48
02079K107	ALPHABET, INC. CL C	\$2,777.28	\$6,174.56
02079K305	ALPHABET, INC. CL A	\$8,373.40	\$16,641.45
023135106	AMAZON.COM, INC	\$10,479.20	\$9,748.31
031162100	AMGEN INC	\$10,037.82	\$9,649.86
032654105	ANALOG DEVICES	\$10,106.83	\$14,887.10
03523TBP2	ANHEUSER BUSCH 2.5% 07/15/2022	\$30,565.80	\$29,526.30
037833100	APPLE	\$16,563.30	\$24,785.48
060505104	BANK AMERICA CORP	\$12,637.45	\$18,055.70
06051GFW4	BANK OF AMERICA CORP 2.625% 04/19/2021	\$15,217.50	\$14,897.10
075887109	BECTON DICKINSON CO	\$4,660.58	\$8,939.70
09247X101	BLACKROCK INC.	\$9,937.61	\$10,274.58
110122108	BRISTOL MYERS SQUIBB CO.	\$11,639.14	\$11,746.44
14149Y108	CARDINAL HEALTH, INC.	\$8,608.78	\$12,090.96
151020104	CELGENE CORPORATION	\$5,077.46	\$13,427.00
166764100	CHEVRON CORP	\$13,318.12	\$14,830.20
20030N101	COMCAST CORP NEW CL A	\$11,470.32	\$12,152.80
20825C104	CONOCOPHILLIPS	\$15,281.64	\$12,936.12
22160K105	COSTCO WHOLESALE CORP, NEW	\$7,114.39	\$10,567.26
233203629	DFA INTERNATIONAL SMALL CO PORTFOLIO	\$19,167.84	\$17,482.28
25245BAB3	DIAGEO INVESTMENT CORP 2.875% 05/11/2022	\$20,732.40	\$20,120.00
254687106	WALT DISNEY PRODUCTIONS	\$5,216.39	\$12,819.06
260543103	DOW CHEMICAL CO	\$4,801.32	\$6,751.96
26441C204	DUKE ENERGY CORP NEW	\$6,142.38	\$6,287.22
291011104	EMERSON ELEC CO	\$13,717.84	\$13,380.00
30231G102	EXXON MOBIL CORP	\$8,282.61	\$8,484.44
30303M102	FACEBOOK CL A	\$10,944.26	\$12,655.50
31428X106	FEDEX CORPORATION	\$7,120.65	\$14,523.60
369604103	GENERAL ELEC CO	\$13,631.71	\$16,558.40
370334BV5	GENERAL MILLS INC 2.2% 10/21/2019	\$45,117.90	\$45,219.15
406216101	HALLIBURTON CO	\$11,472.52	\$15,848.37
436440101	HOLOGIC	\$8,939.89	\$9,628.80
437076102	HOME DEPOT INC	\$7,614.23	\$12,469.44
438516106	HONEYWELL INT'L INC.	\$6,935.03	\$11,585.00
464286608	1 SHARES I SHARES EMU INDEX FUND	\$31,199.75	\$31,659.00
464287176	1 SHARES TIPS BOND ETF	\$16,954.88	\$16,522.82
464287440	1 SHARES BARCLAYS 7-10 YR TREAS	\$19,689.29	\$18,972.42
464287481	1 SHARES RUSSELL MIDCAP GROWTH	\$21,525.25	\$21,328.41
464288638	1 SHARES BARCLAYS INT CRDT	\$24,967.68	\$25,100.08
46429B655	ISHARES FLOATING RATE BOND ETF	\$19,640.21	\$19,632.51
46625H100	J P MORGAN CHASE & CO	\$16,036.61	\$21,054.76
478160104	JOHNSON & JOHNSON	\$8,649.96	\$13,133.94
494368103	KIMBERLY CLARK CORP	\$6,598.89	\$8,673.12
501044101	KROGER CO	\$12,042.10	\$11,871.44
574599106	MASCO CORP	\$6,280.89	\$9,897.06
58933Y105	MERCK & CO INC. NEW	\$6,257.71	\$9,713.55
60934N849	FEDERATED GOV'T OBLIGATION TAX MANAGED FUND # 637	\$18,167.73	\$18,167.73
61174X109	MONSTER BEVERAGE CORP	\$10,640.96	\$9,710.46
617446448	MORGAN STANLEY	\$6,630.29	\$14,153.75

EASTERN BANK, TRUSTEE T/U/W OF MARTINA E. O'NEIL

<u>CUSIP</u>	<u>SECURITY NAME</u>	<u>BOOK VALUE</u> <u>(AS OF 12/31/16)</u>	<u>MARKET VALUE</u> <u>(AS OF 12/31/16)</u>
654106103	NIKE INC CL B	\$11,287.64	\$9,352.72
693506107	P P G INDUSTRIES	\$8,290.65	\$7,580.80
70450Y103	PAYPAL HLDGS INC	\$11,013.72	\$12,748.81
742718109	PROCTER & GAMBLE CO	\$7,343.54	\$9,248.80
755111BT7	RAYTHEON CO 3.125% 10/15/2020	\$57,033.90	\$56,781.45
78464A417	SPDR BLOOMBERG BARCLAYS	\$21,328.96	\$20,011.05
79466L302	SALESFORCE.COM	\$10,388.70	\$12,733.56
81369Y407	SPDR CONSUMER DISCRETIONARY SECTOR	\$12,292.22	\$14,326.40
81369Y605	SPDR FINANCIAL INDEX	\$15,160.41	\$14,810.25
81369Y803	SPDR TECHNOLOGY IDX	\$12,333.88	\$15,523.56
842587CJ4	SOUTHERN CO 2.45% 09/01/2018	\$20,379.00	\$20,205.40
855244109	STARBUCKS CORP	\$6,321.10	\$11,270.56
863667AD3	STRYKER CORP 1.3% 04/01/2018	\$35,131.25	\$34,853.00
8729997A9	EB REALTY LLC / TA FUND VII	\$7,464.22	\$378.00
887317303	TIME WARNER INC	\$12,307.65	\$13,707.26
91324PCH3	UNITEDHEALTH GROUP, INC. 2.875% 12/15/2021	\$31,226.10	\$30,409.50
922042858	VANGUARD EMERGING MARKETS ETF	\$13,956.46	\$13,417.50
92343V104	VERIZON COMMUNICATIONS INC	\$9,282.81	\$12,384.16
92826C839	VISA, INC	\$4,800.07	\$11,624.98
931427108	WALGREENS BOOTS ALLIANCE INC	\$4,310.76	\$9,848.44
949746101	WELLS FARGO & CO	\$13,075.38	\$13,722.39
97717X552	WISDOM TREE	\$12,239.22	\$14,540.66
97717X701	WISDOM TREE EUROPE HEDGED EQUITY	\$21,168.67	\$21,984.20
98389B100	XCEL ENERGY, INC.	\$7,161.57	\$10,582.00
V7780T103	ROYAL CARIBBEAN CRUISES, LTD.	\$10,298.03	\$10,337.04
		\$1,003,045.27	\$1,136,767.72