

990-PF

Return of Private Foundation

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

OMB No 1545-0052

2017

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- Do not enter social security numbers on this form as it may be made public
► Go to www.irs.gov/Form990PF for instructions and the latest information

For calendar year 2017 or tax year beginning

, 2017, and ending

, 20

Name of foundation

MARGARET E. BURNHAM CHARITABLE TRUST

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

P O BOX 31

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

PORTLAND, ME 04112-0031

G Check all that apply:

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

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) ► \$

9,325,459.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)

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

A Employer identification number

01-0496879

B Telephone number (see instructions)

207-772-3761

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)

	(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 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	176,091.	170,601.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	251,213.			
b Gross sales price for all assets on line 6a	2,425,540.			
7 Capital gain net income (from Part IV, line 2)		251,213.		
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	427,304.	421,814.		
13 Compensation of officers, directors, trustees, etc.	51,774.	23,816.		27,958.
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. 2	710.	355.	NONE	355.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT. 3	5,729.	1,782.		
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. 4	4,710.	4,710.		
24 Total operating and administrative expenses. Add lines 13 through 23.	62,923.	30,663.	NONE	28,313.
25 Contributions, gifts, grants paid	395,100.			395,100.
26 Total expenses and disbursements Add lines 24 and 25	458,023.	30,663.	NONE	423,413.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-30,719.			
b Net investment income (if negative, enter -0-)		391,151.		
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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	297,681.	19,506.	19,506.
	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 - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) . STMT 5	5,441,090.	5,488,550.	8,283,790.
	c	Investments - corporate bonds (attach schedule) . STMT 7			
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶ (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) STMT 8	796,620.	996,620.	1,022,163.	
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)	6,535,391.	6,504,676.	9,325,459.	
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		
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	6,535,391.	6,504,676.	
	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)	6,535,391.	6,504,676.	
31	Total liabilities and net assets/fund balances (see instructions)	6,535,391.	6,504,676.		

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	6,535,391.
2	Enter amount from Part I, line 27a	2	-30,719.
3	Other increases not included in line 2 (itemize) ▶ ROUNDING	3	4.
4	Add lines 1, 2, and 3	4	6,504,676.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,504,676.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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)
1 a PUBLICLY TRADED SECURITIES					
b					
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 2,425,540.		2,174,327.	251,213.		
b					
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a			251,213.		
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	251,213.	
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 doesn't 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))
2016	355,839.	7,663,382.	0.046434
2015	424,874.	8,196,446.	0.051836
2014	402,596.	8,349,592.	0.048217
2013	338,508.	7,477,470.	0.045270
2012	321,740.	6,736,512.	0.047761
2 Total of line 1, column (d)			2 0.239518
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years			3 0.047904
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 8,675,076.
5 Multiply line 4 by line 3.			5 415,571.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,912.
7 Add lines 5 and 6.			7 419,483.
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.			8 423,413.

3

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	3,912.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" 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-)	2	NONE
3	Add lines 1 and 2	3	3,912.
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	3,912.
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	3,224.
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	3,224.
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	688.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> NONE <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b 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 <i>General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions ► ME		
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 <i>General Instruction G</i> ? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>://www.margaretburnham.org/</u>	X	
14 The books are in care of ▶ <u>H M PAYSON & CO</u> Telephone no ▶ <u>(207) 772-3761</u> Located at ▶ <u>ONE PORTLAND SQUARE, PORTLAND, ME</u> ZIP+4 ▶ <u>04101</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u>		
16 At any time during calendar year 2017, 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?		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.

	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		X
Organizations relying on a current notice regarding disaster assistance, check here ▶ <input type="checkbox"/>		
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 2017?		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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ▶ _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		
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 2017 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 2017)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2017?		X

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

	Yes	No
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))?	<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.		
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
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
If "Yes" to 6b, file Form 8870		
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		

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
THOMAS PIERCE	TRUSTEE			
ONE PORTLAND SQUARE, PORTLAND, ME 04101	1	-0-	-0-	-0-
HM PAYSON & CO	TRUSTEE			
PO BOX 31, PORTLAND, ME 04112-0031	1	51,774.	-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 <u>NONE</u>	
2	
All other program-related investments See instructions	
3 <u>NONE</u>	
Total. Add lines 1 through 3	

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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	8,292,681.
b	Average of monthly cash balances	1b	514,503.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	8,807,184.
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	8,807,184.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	132,108.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,675,076.
6	Minimum investment return. Enter 5% of line 5	6	433,754.

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	433,754.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	3,912.
b	Income tax for 2017 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,912.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	429,842.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	429,842.
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	429,842.

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	423,413.
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	423,413.
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	3,912.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	419,501.

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				429,842.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2017				
a From 2012	NONE			
b From 2013	NONE			
c From 2014	NONE			
d From 2015	4,697.			
e From 2016	NONE			
f Total of lines 3a through e	4,697.			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 423,413.				
a Applied to 2016, but not more than line 2a . . .			NONE	
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 2017 distributable amount.				423,413.
e Remaining amount distributed out of corpus. . .	NONE			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	4,697.			4,697.
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 2016 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018.				1,732.
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 2012 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2013 . . .	NONE			
b Excess from 2014 . . .	NONE			
c Excess from 2015 . . .	NONE			
d Excess from 2016 . . .	NONE			
e Excess from 2017 . . .	NONE			

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 2017, 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) 2017	(b) 2016	(c) 2015	(d) 2014	
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)(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., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

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

SEE STATEMENT 9

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

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 SEE ATTACHED				395,100.
Total			▶ 3a	395,100.
b Approved for future payment				
Total			▶ 3b	

[illegible]

13 Total. Add line 12, columns (b), (d), and (e)	13	<u>427,304.</u>
(See worksheet in line 13 instructions to verify calculations)		

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
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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) (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 | | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

[illegible]

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.		
		04/19/2018	TRUSTEE
	Signature of officer or trustee	Date	Title
	H M PAYSON & CO		

May the IRS discuss this return with the preparer shown below?
See instructions ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name DOAK ARTHUR PFAFF	Preparer's signature <i>Doak A. Pfaff</i>	Date 04/19/2018	Check <input type="checkbox"/> if self-employed	PTIN P00878518
	Firm's name ▶ ERNST & YOUNG U.S. LLP			Firm's EIN ▶ 34-6565596	
	Firm's address ▶ 2100 E. CARY STREET, SUITE 201 RICHMOND, VA 23223			Phone no 804-344-4548	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST	176,091.	170,601.
TOTAL	176,091.	170,601.

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	710.	355.		355.
TOTALS	710.	355.	NONE	355.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	210.	210.
FEDERAL TAX PAYMENT - PRIOR YE	723.	
FEDERAL ESTIMATES - PRINCIPAL	3,224.	
FOREIGN TAXES ON QUALIFIED FOR	960.	960.
FOREIGN TAXES ON NONQUALIFIED	612.	612.
	-----	-----
TOTALS	5,729.	1,782.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER NON-ALLOCABLE EXPENSE -	4,210.	4,210.
OTHER NON-ALLOCABLE EXPENSE -	500.	500.
TOTALS	----- 4,710. =====	----- 4,710. =====

MARGARET E BURNHAM CHARITABLE TRUST

01-0496879

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
WELLS FARGO & CO	182,453.	269,678.
ABBOTT LABORATORIES		
JOHNSON AND JOHNSON	28,820.	296,905.
GENERAL DYNAMICS CORP	60,411.	386,758.
MICROSOFT CORP	111,435.	366,881.
AFLAC INC	167,478.	304,597.
UNITED TECHNOLOGIES CORP	149,984.	243,021.
BERKSHIRE HATHAWAY INC	115,564.	288,410.
APPLE INC	94,319.	324,922.
INTEL CORP	137,667.	290,162.
MCDONALDS CORP	102,633.	200,692.
PEPSICO INC		
AMERICAN INTERNATIONAL GROUP		
BANK OF AMERICA		
CISCO SYSTEMS INC	173,013.	317,660.
DANAHER CORP	24,135.	42,790.
INTERNATIONAL BUSINESS MACHINE	225,848.	237,341.
AMBEV SA SPONSORED ADR		
EXPRESS SCRIPTS HLDGS CO		
EXXON MOBIL CORP		
MASTERCARD INC CLASS A	121,392.	244,900.
OCCIDENTAL PETROLEUM CORP		
QUALCOMM INC	247,455.	219,909.
VISA INC CLASS A SHARES	141,886.	312,415.
WALMART INC	227,088.	301,978.
CUMMINS INC		
DIAGEO PLC SPONSORED ADR (ISIN	224,363.	285,489.
DISCOVER FINANCIAL SERVICES		
DISCOVERY COMMUNICATIONS INC A		

MARGARET E BURNHAM CHARITABLE TRUST

01-0496879

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
DRIL-QUIP INC		
GILEAD SCIENCES INC		
MYLAN N V SHS		
SCHLUMBERGER LIMITED		
TWENTY FIRST CENTURY FOX INC C	230,898.	249,315.
ALLIANCE DATA SYSTEMS CORP COM	160,739.	192,645.
AMAZON.COM INC	147,480.	223,369.
FORTIVE CORP COM	7,842.	16,641.
PHILLIPS 66	174,641.	222,429.
POLARIS INDUSTRIES INC		
SKYWORKS SOLUTIONS INC	121,835.	170,910.
THOR INDUSTRIES INC		
ADIANT PLC ORD SHS	174,727.	205,486.
DELPHI AUTOMOTIVE PLC		
JOHNSON CTLS INTL PLC SHS		
AMGEN INC		
APPLIED MATERIALS INC		
CELGENE CORP	177,780.	148,286.
ENBRIDGE INC (ISIN #CA29250N10	223,742.	233,722.
JPMORGAN CHASE & CO COMPANY	148,729.	160,312.
MERCK & CO INC	226,990.	190,248.
PRICELINE GRP INC	121,036.	114,201.
ACCENTURE PLC A	145,991.	170,890.
DELPHI TECHNOLOGIES PLC SHS	158,677.	159,244.
APTIV PLC	203,922.	198,102.
NORWEGIAN CRUISE LINE HLDGS	204,950.	262,549.
	29,629.	50,791.
	150,566.	246,431.
	142,432.	133,711.
	-----	-----
TOTALS	5,488,550.	8,283,790.
	=====	=====

MARGARET E BURNHAM CHARITABLE TRUST
FORM 990PF, PART II - CORPORATE BONDS
=====

01-0496879

DESCRIPTION

FNMA POOL 5.5% 10/01/16

TOTALS

MARGARET E BURNHAM CHARITABLE TRUST

01-0496879

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV -----
PROSHARES TRUST ULTRASHORT	C	119,358.	21,113.
VANGUARD EMERGING MKTS	C	339,627.	355,803.
VANGUARD DEV EX NORTH AMERICA	C		
BARON EMERGING MARKETS	C	200,000.	205,619.
VANGUARD FTSE DEVELOPED MARKET	C	337,635.	439,628.
		-----	-----
TOTALS		996,620.	1,022,163.
		=====	=====

RECIPIENT NAME:

THOMAS M PIERCE, TRUSTEE

ADDRESS:

C/O H M PAYSON & CO, P O BOX 31

PORTLAND, ME 04112-0031

RECIPIENT'S PHONE NUMBER: 207-772-3761

FORM, INFORMATION AND MATERIALS:

SEE ATTACHED

SUBMISSION DEADLINES:

OCTOBER 1

RESTRICTIONS OR LIMITATIONS ON AWARDS:

AWARDS ARE ONLY MADE TO ORGANIZATIONS THAT ARE EXEMPT UNDER
SECTION 501(C)(3) AND NOT TO PRIVATE FOUNDATIONS UNDER SECTION 509,
NOR TO GOVERNMENTAL ENTITIES OR RELIGIOUS ORGANIZATIONS.

**990-PF, PART XV, LINE 3a
2017**

Margaret E. Burnham Charitable Trust 01-0496979

ORGANIZATION	STATUS	PURPOSE	AMOUNT AWARDED
Aroostook Medical Center 140 Academy St Presque Isle ME 04769	PC	General Use	\$5,000
Hospice of Southern Maine 180 US Route One Suite One Scarborough ME 04074	PC	General Use	\$5,000
Knox County Health Clinic 22 White St Rockland ME 04841	PC	General Use	\$5,000
LincolnHealth 35 Miles St Damanscotta ME 04543	PC	General Use	\$5,000
Maine Medical Center 22 Bramhall St Portland ME 04102	PC	General Use	\$10,000
Mount Desert Island Hospital PO Box 8 Bar Harbor ME 04609-0008	PC	General Use	\$1,500
St Mary's Regional Medical Center PO Box 7291 Lewiston ME 04243	PC	General Use	\$7,500
240 Strings PO Box 10193 Portland ME 04101-9998	PC	General Use	\$2,000
(The) Apprenticeshop 655 Main St Rockland ME 04841	PC	General Use	\$2,500
Bigelow Laboratory for Ocean Sciences PO Box 380 60 Bigelow Dr East Boothbay ME 04544	PC	General Use	\$5,000
Cobscook Community Learning Center 10 Commissary Point Rd Trescott ME 04652	PC	General Use	\$3,000
Dowriest Salmon Federation PO Box 201 Columbia Falls ME 04623	PC	General Use	\$3,000
Falmouth Memorial Library 5 Lunt Rd Falmouth ME 04105	PC	General Use	\$7,500
Friends of L C Bates Museum 14 Easler Rd Hinckley ME 04944	PC	General Use	\$1,500
Greater Portland Landmarks 93 High St Portland ME 04101	PC	General Use	\$5,000
Herring Gut Learning Center 59 Factory Rd Port Clyde ME 04855	PC	General Use	\$2,500
Kennebec Estuary Land Trust 92 Front St PO Box 1128 Bath ME 04530	PC	General Use	\$2,500
The Landing School 286 River Road Arundel ME 04046	PC	General Use	\$2,500
Literacy Volunteers of Greater Sanford 883 Main St Suite #4 Sanford ME 04073	PC	General Use	\$3,000
Margaret Chase Smith Policy Center Office of Research Administration 5717 Corbett Hall Orono ME 04469	PC	General Use	\$3,000
Maine Audubon 20 Gislard Farm Rd Falmouth ME 04105	PC	General Use	\$5,000
Maine Women's Policy Center 124 Sewall St Augusta ME 04330	PC	General Use	\$5,000
Multilingual & Multicultural Center (Portland Public Schools) 353 Cumberland Ave Portland ME 04101	PC	General Use	\$3,000
Olympia Snowe Women's Leadership Institute One Canal Plaza Suite 501 Portland ME 04101	PC	General Use	\$5,000
Saint Joseph's College of Maine 278 Whites Bridge Rd Standish ME 04084	PC	General Use	\$3,500
The Telling Room 225 Commercial St Suite 201 Portland ME 04101	PC	General Use	\$4,000
Wayfinder Schools PO Box 65 New Gloucester ME 04260	PC	General Use	\$1,000
Waynflete School 360 Spring St Portland ME 04102	PC	General Use	\$2,500
317 Main Community Music Center 317 Main St Yarmouth ME 04096	PC	General Use	\$2,500
Bangor Ballet 14 State St Bangor ME 04401	PC	General Use	\$1,500
Bangor Symphony Orchestra PO Box 1441 Bangor ME 04402-1441	PC	General Use	\$2,000
Bowdoin International Music Festival 6300 College Station Brunswick ME 04011	PC	General Use	\$2,500
Children's Museum & Theatre of Maine PO Box 4041 142 Free Street Portland ME 04101	PC	General Use	\$3,100
ChoralArt 22 Monument Square Suite 406 Portland ME 04101	PC	General Use	\$1,500
Friends of the Ketzschmar Organ 22 Monument Square Suite 406 Portland ME 4101	PC	General Use	\$3,000
Maine Historical Society 489 Congress St Portland ME 04101	PC	General Use	\$5,000
Maine Jewish Film Festival PO Box 7465 Portland ME 04112	PC	General Use	\$2,500
Maine State Museum 83 State House Station Augusta ME 04333	PC	General Use	\$3,000
Maine State Music Theatre 22 Elm St Brunswick ME 04011	PC	General Use	\$5,000
One Longfellow Square 181 State St Suite 201 Portland ME 04101	PC	General Use	\$1,000
Oratorio Choral PO Box 712 Brunswick ME 04011	PC	General Use	\$1,500
Opera Maine (formerly PortOpera) PO Box 7733 Portland ME 04112	PC	General Use	\$2,000
Penobscot Theatre Company 131 Main St Bangor ME 04401	PC	General Use	\$1,000
Portland Ballet 517 Forest Ave Suite 2 Portland ME 04101	PC	General Use	\$2,500
Portland Chamber Music Festival PO Box 15385 Portland ME 04112	PC	General Use	\$2,500
Portland Museum of Art 7 Congress Sq Portland ME 04101	PC	General Use	\$5,000
Portland Ovalions 50 Monument Sq, 2nd Floor Portland ME 04101	PC	General Use	\$3,000
Portland Public Library 5 Monument Square Portland ME 04101	PC	General Use	\$2,500
Portland Stage 25A Forest Ave Portland ME 04101	PC	General Use	\$3,500
Portland Symphony Orchestra 50 Monument Sq, 2nd Floor Portland ME 04101	PC	General Use	\$5,000
Scarborough Historical Society PO Box 155 Scarborough ME 04074	PC	General Use	\$3,000
Skidompha Library PO Box 70 184 Main St Damanscotta ME 04543	PC	General Use	\$4,000
Southern Aroostook Agricultural Museum 304 Campbell Rd Littleton ME 04730	PC	General Use	\$2,500
Tate House Museum 1267 Westbrook St Portland ME 04102	PC	General Use	\$5,000
Theatre at Monmouth PO Box 385 Monmouth ME 04259	PC	General Use	\$2,000
Tides Institute & Museum of Art PO Box 161 43 Water St Eastport ME 04631	PC	General Use	\$2,500
Vaughan Woods and Historic Homestead 2 Litchfield Rd Hallowell ME 04347	PC	General Use	\$5,000
Victoria Mansion 109 Danforth St Portland ME 04103	PC	General Use	\$4,000
Aid for Kids 18 Market Sq Houlton ME 04730	PC	General Use	\$1,500
American Heart Association 51 US Route One Suite M Scarborough ME 04074	PC	General Use	\$3,500
Animal Welfare Society PO Box 43 West Kennebunk ME 04094	PC	General Use	\$3,000
Big Brothers Big Sisters of Southern Maine PO Box 8402 Portland ME 04104	PC	General Use	\$3,000
Boys & Girls Clubs of Southern Maine PO Box 7830 Portland ME 04112	PC	General Use	\$2,500
Cancer Community Center 778 Main St South Portland ME 04106	PC	General Use	\$3,000
Center for Grieving Children 555 Forest Ave Portland ME 04101	PC	General Use	\$2,500
Community Dental 366 Route One Falmouth ME 04105	PC	General Use	\$3,500
Frankie Peabody Center 36 Danforth St Suite 311 Portland ME 04101	PC	General Use	\$5,000
Freeport Community Services PO Box 119 53 Depot St Freeport ME 04032	PC	General Use	\$2,500
Good Shepherd Food Bank 3121 Hotel Rd PO Box 1807 Auburn ME 04211	PC	General Use	\$6,000
Habitat for Humanity of Greater Portland 659 Warren Ave Portland ME 04103	PC	General Use	\$5,000
Immigrant Legal Advocacy Project PO Box 17917 Portland ME 04112	PC	General Use	\$3,000
Ins Network 129 Park Ave Portland ME 04102	PC	General Use	\$5,000

ORGANIZATION	STATUS	PURPOSE	AMOUNT AWARDED
Kids First Center 222 St John St Suite 101 Portland ME 04102	PC	General Use	\$2,500
Kids Free to Grow 57 Portland Rd Unit 4 Kennebunk ME 04043	PC	General Use	\$2,000
LearningWorks 161 Brackett St Portland ME 04112	PC	General Use	\$2,500
Maine Coast Fishermen's Alliance 14 Maine St Suite 412 G Brunswick ME 04011	PC	General Use	\$2,000
Maine Housing & Building Materials Exchange 102 Lisbon St Lewiston ME 02450	PC	General Use	\$1,500
Maine Humanities Council 874 Brighton Ave Portland ME 04102	PC	General Use	\$2,000
Maine Initiatives 56 North Street Suite 100 Portland ME 04101	PC	General Use	\$2,500
Mercy Hospital/McAuley Residence 68 High Street Portland ME 04101	PC	General Use	\$3,000
Mid Coast Hunger Prevention Program 12 Tenney Way Brunswick ME 04011	PC	General Use	\$3,000
Milestone Foundation, Inc 65 India St Portland ME 04101	PC	General Use	\$2,500
NAMI Maine (National Alliance on Mental Illness) 1 Bangor St Augusta ME 04330	PC	General Use	\$3,000
Outdoor Sport Institute (Maine Winter Sports Center) 552 Main Street Caribou ME 04736	PC	General Use	\$3,500
Outward Bound School Hurricane Island PO Box 800 21 Elm St Camden ME 04843	PC	General Use	\$7,000
Pine Tree Legal Assistance PO Box 547 Portland ME 04112	PC	General Use	\$2,500
Pine Tree Society PO Box 518 Bath ME 04530	PC	General Use	\$2,500
Planned Parenthood of Northern New England 784 Hercules Drive Suite 110 Colchester VT 05446	PC	General Use	\$3,000
Portland Community Squash 66 Noyes St Portland ME 04103	PC	General Use	\$2,000
Preble Street 38 Preble St Portland ME 04101	PC	General Use	\$5,000
Ronald McDonald House Charities of Maine 250 Brackett St Portland ME 04102	PC	General Use	\$3,000
SeniorsPlus 8 Falcon Rd Lewiston ME 04240	PC	General Use	\$3,000
Seeds of Hope Neighborhood Center 35 South St Biddeford ME 04005	PC	General Use	\$3,500
Simple Gifts PO Box 2684 South Portland ME 04116	PC	General Use	\$1,500
Southern Maine Agency on Aging 136 US Route One Scarborough ME 04074	PC	General Use	\$5,000
Sweetser 50 Moody St Saco ME 04072	PC	General Use	\$2,500
The Opportunity Alliance 50 Lydia Lane South Portland ME 04106	PC	General Use	\$5,000
United Way of Greater Portland PO Box 15200 Portland ME 04112-5200	PC	General Use	\$20,000
Veterans, Inc 69 Grove St Worcester MA 01605	PC	General Use	\$3,000
Wayside Food Programs PO Box 1278 Portland ME 04104	PC	General Use	\$6,000
YMCA of Southern Maine 70 Forest Ave Portland ME 04101	PC	General Use	\$5,000
Winter Kids 123 Gray Rd Falmouth ME 04105	PC	General Use	\$500
Southbay Region Land Trust PO Box 183 137 Townsend Ave Boothbay Harbor ME 04539	PC	General Use	\$5,000
Eastern Trail Alliance PO Box 250 Saco ME 04072	PC	General Use	\$2,500
Falmouth Land Trust PO Box 6172 Falmouth ME 04105	PC	General Use	\$4,000
Friends of Lower and Middle Lead Mountain Ponds 170 Point Rd Hancock ME 04840	PC	General Use	\$2,500
Friends of the Presumpscot River PO Box 1474 Westbrook ME 04099	PC	General Use	\$5,000
Kennebec Land Trust PO Box 261 Winthrop ME 04364	PC	General Use	\$4,000
Maine Island Trail Association 100 Kensington St 2nd Floor Portland ME 04103	PC	General Use	\$3,500
Maine Volunteer Lake Monitoring Program 24 Maple Hill Rd Auburn ME 04210	PC	General Use	\$3,500
Royal River Conservation Trust 325 Main St Yarmouth ME 04096	PC	General Use	\$5,000
			\$395,100