

Form 990-PF

Return of Private Foundation

OMB No 1545-0047

2019

Department of the Treasury Internal Revenue Service

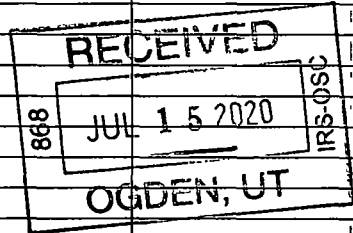
or Section 4947(a)(1) Trust Treated as Private Foundation Do not enter social security numbers on this form as it may be made public. Go to www.irs.gov/Form990PF for instructions and the latest information.

Open to Public Inspection

For calendar year 2019 or tax year beginning 2019, and ending 20

Name of foundation: GRACE E B PRINCE CHARITABLE TRUS
Employer identification number: 06-6113364
Telephone number: 888-866-3275
City or town, state or province, country, and ZIP or foreign postal code: PROVIDENCE, RI 02901-1802
Check type of organization: Section 501(c)(3) exempt private foundation
Fair market value of all assets at end of year: \$1,089,877

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (lines 1-12) and Operating and Administrative Expenses (lines 13-26).



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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	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing . . . . .						
	2	Savings and temporary cash investments . . . . .	28,033.	50,434.	50,434.			
	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) <b>STMT 4</b> . . . . .	888,501.	859,021.	1,039,443.			
	c	Investments - corporate bonds (attach schedule) . . . . .						
	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	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	916,534.	909,455.	1,089,877.				
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		NONE					
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/> and complete lines 24, 25, 29, and 30.							
	24	Net assets without donor restrictions . . . . .						
	25	Net assets with donor restrictions . . . . .						
	Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/> and complete lines 26 through 30							
	26	Capital stock, trust principal, or current funds . . . . .	916,534.	909,455.				
	27	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .						
	28	Retained earnings, accumulated income, endowment, or other funds . . . . .						
29	<b>Total net assets or fund balances</b> (see instructions) . . . . .	916,534.	909,455.					
30	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	916,534.	909,455.					

**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 29 (must agree with end-of-year figure reported on prior year's return) . . . . .	1	916,534.
2	Enter amount from Part I, line 27a . . . . .	2	-2,391.
3	Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 6</b>	3	118.
4	Add lines 1, 2, and 3 . . . . .	4	914,261.
5	Decreases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 7</b>	5	4,806.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 29 . . . . .	6	909,455.

**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)
<b>1 a PUBLICLY TRADED SECURITIES</b>						
<b>b OTHER GAINS AND LOSSES</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 186,734.		181,613.	5,121.			
b 155,691.		130,981.	24,710.			
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69						
(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))			
a			5,121.			
b			24,710.			
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	29,831.	
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))
2018	53,140.	1,018,919.	0.052153
2017	51,129.	998,473.	0.051207
2016	40,001.	935,508.	0.042759
2015	58,689.	983,646.	0.059665
2014	79,787.	1,034,343.	0.077138
2 Total of line 1, column (d) . . . . .			2 0.282922
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 0.056584
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5 . . . . .			4 1,014,665.
5 Multiply line 4 by line 3. . . . .			5 57,414.
6 Enter 1% of net investment income (1% of Part I, line 27b). . . . .			6 453.
7 Add lines 5 and 6. . . . .			7 57,867.
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 46,707.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

Table with 11 rows for excise tax calculations. Includes sub-sections 1a-11 and 6a-6d. Values include 907, NONE, 1,300, and 393.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question text, Yes, and No. Includes sub-sections 1a-10 and 8a-8b. Values include 'X' in various cells.

2

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions . . . . . 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions. . . . . 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 X
14 The books are in care of BANK OF AMERICA, N.A. Telephone no (888) 866-3275
Located at PO BOX 1802, PROVIDENCE, RI ZIP+4 02901-1802
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here . . . . . X
and enter the amount of tax-exempt interest received or accrued during the year. . . . . 15
16 At any time during calendar year 2019, 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 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? . . . . . X 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 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 X
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 2019? . . . . . 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? . . . . . Yes X No
If "Yes," list the years . . . . .
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) . . . . . 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . Yes X No
b If "Yes," did it have excess business holdings in 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019) . . . . . 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . . 4a 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 2019? . . . . . 4b X

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

		Yes	No
<b>5a</b>	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>b</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"/>
<b>c</b>	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)		
<b>6a</b>	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>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .		
	If "Yes" to 6b, file Form 8870		
<b>7a</b>	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>b</b>	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .		
<b>8</b>	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

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

**1 List all officers, directors, trustees, and 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
SEE STATEMENT 11		12,510.		

**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.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	993,656.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	36,461.
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	1,030,117.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	1,030,117.
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	15,452.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	1,014,665.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	50,733.

**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 )

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	50,733.
<b>2a</b>	Tax on investment income for 2019 from Part VI, line 5 . . . . .	<b>2a</b>	907.
<b>b</b>	Income tax for 2019 (This does not include the tax from Part VI) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	907.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1. . . . .	<b>3</b>	49,826.
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	49,826.
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . . . .	<b>7</b>	49,826.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26 . . . . .	<b>1a</b>	46,707.
<b>b</b>	Program-related investments - total from Part IX-B. . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes. . . . .	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	46,707.
<b>5</b>	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. . . . .	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	46,707.

**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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7 . . . . .				49,826.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only. . . . .			5,133.	
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2019				
a From 2014 . . . . .	NONE			
b From 2015 . . . . .	NONE			
c From 2016 . . . . .	NONE			
d From 2017 . . . . .	NONE			
e From 2018 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ <u>46,707.</u>				
a Applied to 2018, but not more than line 2a . . . . .			5,133.	
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 2019 distributable amount. . . . .				41,574.
e Remaining amount distributed out of corpus. . . . .	NONE			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a) ) . . . . .	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .		NONE		
e Undistributed income for 2018 Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .				
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020. . . . .				8,252.
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 2014 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
10 Analysis of line 9				
a Excess from 2015 . . . . .	NONE			
b Excess from 2016 . . . . .	NONE			
c Excess from 2017 . . . . .	NONE			
d Excess from 2018 . . . . .	NONE			
e Excess from 2019 . . . . .	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 2019, 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)

Table with 5 columns: (a) 2019, (b) 2018, (c) 2017, (d) 2016, (e) Total. Rows include: 2a Adjusted net income, b 85% of line 2a, c Qualifying distributions from Part XII, line 4, 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, 3 Complete 3a, b, or c for the alternative test relied upon (Assets, Endowment, Support).

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

1 Information Regarding Foundation Managers:

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

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

Check here [X] 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:

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
<i>a Paid during the year</i>  SEE STATEMENT 18				41,703.
<b>Total</b> .....				<b>41,703.</b>
<i>b Approved for future payment</i>				
<b>Total</b> .....				<b>3b</b>





FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES  
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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	512.	512.
FOREIGN DIVIDENDS	4,785.	4,785.
DOMESTIC DIVIDENDS	8,675.	8,675.
OTHER INTEREST	2,870.	2,870.
FOREIGN INTEREST	119.	119.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE NON-TAXABLE FOREIGN INCOME	708. -40.	708.
US GOVERNMENT INTEREST REPORTED AS QUALI NONQUALIFIED FOREIGN DIVIDENDS	1,849.	1,849.
NONQUALIFIED DOMESTIC DIVIDENDS	3,718.	3,718.
SECTION 199A DIVIDENDS	527.	527.
TOTAL	23,723.	23,763.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	315.	315.
EXCISE TAX ESTIMATES	979.	
FOREIGN TAXES ON QUALIFIED FOR	137.	137.
FOREIGN TAXES ON NONQUALIFIED	63.	63.
TOTALS	1,494.	515.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER ALLOCABLE EXPENSE-PRINCI	119.	119.
OTHER ALLOCABLE EXPENSE-INCOME	119.	119.
TOTALS	----- 238. =====	----- 238. =====

GRACE E B PRINCE CHARITABLE TRUS

06-6113364

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
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464287507 ISHARES CORE S&P MID	23,030.	43,222.
464287655 ISHARES RUSSELL 2000	22,040.	36,447.
921943858 VANGUARD FTSE DEVELO	48,807.	60,142.
693390841 PIMCO HIGH YIELD FD	10,621.	11,210.
202671913 AGGREGATE BOND CTF	98,514.	102,928.
207543877 SMALL CAP GROWTH LEA	19,786.	23,340.
29099J109 EMERGING MARKETS STO	33,363.	40,501.
302993993 MID CAP VALUE CTF	28,176.	33,432.
303995997 SMALL CAP VALUE CTF	19,746.	21,145.
323991307 MID CAP GROWTH CTF	28,545.	35,147.
45399C107 DIVIDEND INCOME COMM	70,285.	79,735.
99Z466197 INTERNATIONAL FOCUSE	47,303.	60,423.
99Z501647 STRATEGIC GROWTH COM	49,232.	51,353.
464287226 ISHARES CORE US AGGR	11,179.	16,143.
922042858 VANGUARD FTSE EMERGI	67,703.	112,700.
922908363 VANGUARD S&P 500 ETF		
00203H859 AQR MANAGED FUTURES		
94987W737 WELLS FARGO ABSOLUTE		
62827P816 CATALYST/MILLBURN HE		
74253Q747 PRINCIPAL MIDCAP BLE	25,254.	33,570.
46138B103 INVESCO DB COMMODITY		
09257V201 BLACKSTONE ALTERNATI		
09260B382 BLACKROCK STRATEGIC		
00142R539 INVESCO BALANCED-RIS		
99Z639934 LARGE CAP CORE CTF	48,070.	57,566.
99Z639942 MID CAP CORE CTF	41,175.	45,161.
99Z639959 SMALL CAP CORE CTF	47,513.	49,542.
78468R622 SPDR BLOOMBERG BARCL	9,771.	10,078.
92203J407 VANGUARD TOTAL INTL	19,645.	20,256.

GRACE E B PRINCE CHARITABLE TRUS

06-6113364

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
52469H784 CLEARBRIDGE LARGE CA	33,837.	37,308.
77954Q403 ROWE T PRICE BLUE CH	35,761.	38,539.
693390882 PIMCO FOREIGN BD US\$	19,665.	19,555.
TOTALS	859,021.	1,039,443.

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

=====

DESCRIPTION -----	AMOUNT -----
INCOME ADJUSTMENT	117.
ROUNDING	1.
	-----
TOTAL	118.
	=====

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

DESCRIPTION	AMOUNT
CTF ADJUSTMENT	2,424.
SALES GAIN/LOSS ADJUSTMENT	17.
YEAR END SALES ADJUSTMENT	2,343.
SECURITIES ADJUSTMENT	22.
TOTAL	4,806.





GAINS AND LOSSES FROM PASS-THRU ENTITIES  
=====

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

COMMON TRUST FUNDS -270.00  
-----

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED) -270.00  
=====

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

COMMON TRUST FUNDS 21,418.00  
-----

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED) 21,418.00  
=====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:

BANK OF AMERICA

ADDRESS:

200 GLASTONBURY BLVD  
GLASTONBURY, CT 06033

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION ..... 12,510.

COMPENSATION EXPLANATION:

SEE FOOTNOTE

TOTAL COMPENSATION: 12,510.

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=====

RECIPIENT NAME:

UNIVERSITY OF CONNECTICUT

ADDRESS:

2131 HILLSIDE RD #3088  
STORRS, CT 06269

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SCHOLARSHIPS

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 300.

RECIPIENT NAME:

RHODE ISLAND COLLEGE

ADDRESS:

600 MT PLEASANT AVE  
PROVIDENCE, RI 02908

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SCHOLARSHIPS

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 600.

RECIPIENT NAME:

EASTERN CT STATE UNIVERSITY

ADDRESS:

83 WINDHAM ST  
WILLIMANTIC, CT 06226

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SCHOLARSHIPS

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,500.

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RECIPIENT NAME:  
CENTRAL CT STATE UNIVERSITY  
ADDRESS:  
1615 STANLEY ST  
NEW BRITAIN, CT 06053  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 1,100.

RECIPIENT NAME:  
UNIVERSITY OF HARTFORD  
ADDRESS:  
200 BLOOMFIELD AVE  
WEST HARTFORD, CT 06117  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 600.

RECIPIENT NAME:  
ENDICOTT COLLEGE  
ADDRESS:  
376 HALE ST  
BEVERLY, MA 01915  
RELATIONSHIP:  
NA  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 300.

=====

RECIPIENT NAME:  
ASSUMPTION COLLEGE  
ADDRESS:  
500 SALISBURY ST  
WORCESTER, MA 01609  
RELATIONSHIP:  
NA  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 1,200.

RECIPIENT NAME:  
FITCHBURG STATE UNIVERSITY  
ADDRESS:  
160 PEARL ST  
FITCHBURG, MA 01420  
RELATIONSHIP:  
NA  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 200.

RECIPIENT NAME:  
NICHOLS COLLEGE  
ADDRESS:  
129 DUDLEY RD  
CENTER, MA 01571  
RELATIONSHIP:  
NA  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 300.

RECIPIENT NAME:  
UNIVERSITY OF LYNCHBURG  
ADDRESS:  
1501 LAKESIDE DR  
LYNCHBURG, VA 24501  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 1,300.

RECIPIENT NAME:  
GORDON COLLEGE  
ADDRESS:  
255 GRAPEVINE RD  
WENHAM, MA 01984  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 300.

RECIPIENT NAME:  
LYME ACADEMY COLLEGE OF FINE ARTS  
ADDRESS:  
84 LYME ST  
OLD LYME, CT 06371  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 300.

=====

RECIPIENT NAME:

BECKER COLLEGE

ADDRESS:

61 SEVER ST  
WORCESTER, MA 01609

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 300.

RECIPIENT NAME:

UNIVERSITY OF OKLAHOMA

ADDRESS:

660 PARRINGTON OVAL  
NORMAN, OK 73019

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 300.

RECIPIENT NAME:

UNIVERSITY OF SAINT JOSEPH

ADDRESS:

1678 ASYLUM AVE  
WEST HARTFORD, CT 06117

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 300.

=====

RECIPIENT NAME:  
BOSTON UNIVERSITY  
ADDRESS:  
595 COMMONWEALTH AVENUE  
BOSTON, MA 02215  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 11,692.

RECIPIENT NAME:  
WESTFIELD CEMETERY ASSN INC.  
ADDRESS:  
PO BOX 296  
DANIELSON, CT 06239-0296  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 3,897.

RECIPIENT NAME:  
DANIELSON UNITED METHODIST CH  
ADDRESS:  
9 SPRING STREET  
DANIELSON, CT 06239-2834  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 11,692.

GRACE E B PRINCE CHARITABLE TRUS

06-6113364

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

KILLINGLY PUBLIC LIBRARY

ADDRESS:

25 WESTCOTT ROAD  
DANIELSON, CT 06239-2928

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 3,897.

RECIPIENT NAME:

QUINEBAUG VALLEY COMMUNITY COLLEGE

ADDRESS:

742 UPPER MAPLE STREET  
DANIELSON, CT 06239

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SCHOLARSHIPS

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,625.

TOTAL GRANTS PAID:

41,703.

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FEDERAL FOOTNOTES

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THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.