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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation
THE PATTON CHARITABLE FOUNDATION

A Employer identification number
65-6346631

Number and street (or P O box number if mail is not delivered to street address) Room/suite
330 SOUTH BEACH ROAD

B Telephone number (see instructions)
(772) 546-9891

City or town, state, and ZIP code
HOBE SOUND, FL 33455

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 1,600,118

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

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)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	24,117	24,117		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	46,190			
	b	Gross sales price for all assets on line 6a 756,318				
	7	Capital gain net income (from Part IV, line 2)		46,190		
	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	70,307	70,307		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	3,000			3,000
	c	Other professional fees (attach schedule)	6,548	6,548		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	481	481		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	500			500
	24	**Total operating and administrative expenses.** Add lines 13 through 23	10,529	7,029		3,500
	25	Contributions, gifts, grants paid	122,400			122,400
	26	**Total expenses and disbursements.** Add lines 24 and 25	132,929	7,029		125,900
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-62,622			
	b	**Net investment income** (if negative, enter -0-)		63,278		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	25,067	29,543	29,543
	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 page 15 of the 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)	1,230,688	1,081,962	1,232,175
	c	Investments—corporate bonds (attach schedule)	258,994	340,622	338,400
	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)	1,514,749	1,452,127	1,600,118
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)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	1,514,749	1,452,127	
	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 page 17 of the instructions)	1,514,749	1,452,127	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,514,749	1,452,127	

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	1,514,749
2	Enter amount from Part I, line 27a	2	-62,622
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,452,127
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	1,452,127

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	FORM 1099-B SHORT-TERM - BOX 6a NOT CHECKED	P	2012-01-01	2012-12-31
b	FORM 1099-B SHORT-TERM - BOX 6a CHECKED	P	2012-01-01	2012-12-31
c	FORM 1099-B LONG-TERM (15%) - BOX 6a CHECKED	P	2011-01-01	2012-12-31
d	FORM 1099-B LONG-TERM (28%) - BOX 6a CHECKED	P	2011-01-01	2012-12-31
e	FORM 1099-B - WASH SALES LOSS DISALLOWED	P	2012-09-12	2012-10-31

	(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	250,899	0	246,371	4,528
b	130,926	0	134,528	-3,602
c	372,669	0	328,213	44,456
d	1,816	0	1,016	800
e	8	0	0	8

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	0	0	0	4,528
b	0	0	0	-3,602
c	0	0	0	44,456
d	0	0	0	800
e	0	0	0	8

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	46,190
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	934

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of 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))
2011	172,883	1,678,363	0 103007
2010	92,770	1,731,509	0 053578
2009	94,455	1,567,607	0 060254
2008	122,266	1,892,949	0 064590
2007	149,105	2,430,767	0 061341

2	**Total** of line 1, column (d)	2	0 342770
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 068554
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,579,285
5	Multiply line 4 by line 3	5	108,266
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	633
7	Add lines 5 and 6	7	108,899
8	Enter qualifying distributions from Part XII, line 4	8	125,900

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	633
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	0
3	Add lines 1 and 2			3	633
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	633
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,059		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	1,059
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	426
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 426	**Refunded** ▶		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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶FL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶ http //foundationcenter org/grantmaker/patton/

14 The books are in care of ▶ SCS FINANCIAL LLC Telephone no ▶ (617) 204-6400

Located at ▶ ONE WINTHROP SQUARE BOSTON MA ZIP+4 ▶ 02110

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

16 At any time during calendar year 2012, 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 | | No |

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		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 2012?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2012 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 2012.)*	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		**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?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		**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
See Additional Data Table				

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				

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

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

Total number of others receiving over $50,000 for professional services. . . . . ▶ 0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	

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	1,576,030
b	Average of monthly cash balances	1b	27,305
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,603,335
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	
3	Subtract line 2 from line 1d	3	1,603,335
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	24,050
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,579,285
6	**Minimum investment return.** Enter 5% of line 5	6	78,964

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	78,964
2a	Tax on investment income for 2012 from Part VI, line 5	2a	633		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	633
3	Distributable amount before adjustments Subtract line 2c from line 1			3	78,331
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	78,331
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	78,331

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	125,900
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	125,900
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	633
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	125,267

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7					78,331
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only.					
b Total for prior years 20___ , 20___ , 20___					
3 Excess distributions carryover, if any, to 2012					
a From 2007.					
b From 2008.	32,902				
c From 2009.	94,455				
d From 2010.	92,770				
e From 2011.	173,824				
f **Total** of lines 3a through e.		393,951			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 125,900					
a Applied to 2011, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).		125,900			
d Applied to 2012 distributable amount.					
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		78,285			78,285
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		441,566			
b Prior years' undistributed income Subtract line 4b from line 2b					
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.					
d Subtract line 6c from line 6b Taxable amount —see instructions					
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions					
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					46
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .					
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		441,566			
10 Analysis of line 9					
a Excess from 2008. . . .					
b Excess from 2009. . . .	49,072				
c Excess from 2010. . . .	92,770				
d Excess from 2011. . . .	173,824				
e Excess from 2012. . . .	125,900				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling. . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	
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 organization had $5,000 or more in assets at any time during the year—see instructions.)**

1 **Information Regarding Foundation Managers:**

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

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 ▶ ☑ 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 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* See Additional Data Table				
Total . . . . . ▶ **3a**				122,400
b *Approved for future payment*				
Total . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	24,117	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	46,190	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				70,307	
13 **Total.** Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations)				13	70,307

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

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)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

(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

b If "Yes," complete the following schedule

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

Sign Here

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

****** 2013-03-17

Signature of officer or trustee Date

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature
LARRY P KING CPA	LARRY P KING CPA

Firm's name ▶ LARRY P KING CPA

Firm's address ▶ 14816 HARTFORD RUN DR ORLANDO, FL 328287824

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
MARY ANN B CASEY 330 S BEACH RD HOBE SOUND,FL 33455	Trustee 0 50	0	0	0
EDWARD B PATTON 105 ROCKWOOD ST BROOKLINE,MA 02445	Trustee 0 50	0	0	0
PAMELA W PATTON 8 EAST 96TH ST APT 15B NEW YORK,NY 10128	Trustee 0 50	0	0	0
RICHARD R PATTON 268 ELM STREET CONCORD,MA 01742	Trustee 0 50	0	0	0
JENNIFER P RABLEY 81 TRIPP STREET MT KISCO,NY 10549	Trustee 0 50	0	0	0

Form 990PF Part XV Line 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*				
GROTON SCHOOL 282 FARMERS ROW GROTON, MA 01450		Public	Children'sAnnual FundEducation	4,000
WESTMINSTER SCHOOL 995 HOPMEADOW STREET SIMSBURY, CT 06070		Public	Children'sAnnual FundEducation	5,000
ALL SOULS SCHOOL 1157 LEXINGTON AVE NEW YORK, NY 10075		Public	Children'sAnnual FundEducation	700
ALLEN STEVENSON SCHOOL 132 E 78TH STREET NEW YORK, NY 10075		Public	Children'sAnnual FundEducation	1,500
CHURCH OF THE REDEEMER 379 HAMMOND STREET CHESTNUT HILL, MA 02167		Public	SpiritualAnnual FundWelfare	500
NASHOBA BROOKS SCHOOL 200 STRAWBERRY HILL ROAD CONCORD, MA 01742		Public	Children'sAnnual FundEducation	4,000
BROWN UNIVERSITY PO BOX 1893 PROVIDENCE, RI 02912		Public	HigherAnnual FundEducation	2,000
THE FESSENDEN SCHOOL 250 WALTHAM STREET WEST NEWTON, MA 02465		Public	Children'sSpecial FundEducation	12,500
RIPPOWAM CISQUA SCHOOL 325 W PATENT RD MT KISCO, NY 10549		Public	Children'sAnnual FundEducation	3,000
KATONAH MUSEUM OF ART 134 JAY ST - RT 22 KATONAH, NY 10536		Public	Arts EducationAnnual Fund& Appreciation	700
NEIGHBORS LINK 27 COLUMBUS AVE MT KISCO, NY 10549		Public	ImmigrantAnnual FundIntegration	1,000
MISS PORTER'S SCHOOL 60 MAIN STREET FARMINGTON, CT 06032		Public	EducationCapital CampaignYoung Women	5,000
FOUNDATION FOR PSP 30 E PADONIA ROAD 201 TIMONIUM, MD 21093		Public	Health ResearchAnnual FundBrain Diseases	5,000
NYS INTERGENERATIONAL NETWORK 600 N BROADWAY YONKERS, NY 10701		Public	IntergenerationalAnnual FundWelfare	1,000
NATIONAL ROWING FOUNDATION 67 MYSTIC ROAD N STONINGTON, CT 06359		Public	AmateurSpecial FundAthletics	20,000

Form 990PF Part XV Line 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*				
GWU MUSEUM ED PROGRAM 2121 EYE STREET NW WASHINGTON,DC 20052		Public	EducationAnnual FundArt Appreciation	1,000
BEDFORD PRESBYTERIAN CHURCH 44 VILLAGE GREEN BEDFORD,NY 10506		Public	SpiritualAnnual FundWelfare	1,000
WBUR 890 COMMONWEALTH AVE BOSTON,MA 02215		Public	PublicAnnual FundTelevision	500
HEIFER INTERNATIONAL 1 WORLD AVE LITTLE ROCK,AR 72202		Public	End HungerAnnual Fundand Poverty	500
TRINITARIAN CONGR CHURCH 54 WALDEN STREET CONCORD,MA 01742		Public	SpiritualAnnual FundWelfare	500
VILLAGE ACEDEMIES 15 PENN PLAZA 15 NEW YORK,NY 10001		Public	Children'sAnnual FundEducation	2,500
UNITARIAN CHURCH OF ALL SOULS 1157 LEXINGTON AVE NEW YORK,NY 10075		Public	SpiritualAnnual FundWelfare	1,500
ST BERNARD'S SCHOOL 254 SUMMER STREET FITCHBURG,MA 01420		Public	ElementaryAnnual FundEducation	1,500
DONORSCHOOSEORG 247 W 36TH ST NEW YORK,NY 10018		Public	SupportAnnual FundCharities	1,500
THOMAS JEFFERSON UNIVERSITY 1020 WALNUT STREET PHILADELPHIA,PA 19107		Public	HigherAnnual FundEducation	1,000
THE BREARLEY SCHOOL 610 EAST 83RD STREET NEW YORK,NY 10028		Public	ElementaryAnnual FundEducation	1,000
THE NEW YORK PUBLIC LIBRARY FIFTH AVE 42ND ST NEW YORK,NY 10018		Public	PublicAnnual FundEducation	1,000
INJURED MARINE SEMPER FI FUND 825 COLLEGE BLVD OCEANSIDE,CA 92057		Public	MilitaryAnnual FundWelfare	1,000
NATIONAL DANCE INSTITUTE 594 BROADWAY NEW YORK,NY 10012		Public	EducationAnnual FundArts	1,000
WOMEN ON WAVES PO BOX 15683 ND AMSTERDAM NETHERLANDS,DC 20052		Public	Women'sAnnual FundWelfare	500

Form 990PF Part XV Line 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*				
NORTON MUSEUM OF ART 1451 S OLIVE AVE WEST PALM BEACH, FL 33401		Public	ArtSpecial FundAppreciation	25,000
GENERATIONS UNITED 1331 H STREET NW WASHINGTON, DC 20005		Public	IntergenerationalAnnual FundWelfare	10,000
FENN SCHOOL 516 MONUMENT STREET CONCORD, MA 01742		Public	EducationAnnual FundElementary	2,000
UNIVERSITY PA LAW SCHOOL 3400 CHESTNUT ST PHILADELPHIA, PA 19104		Public	HigherAnnual FundEducation	1,500
BROWN SPORTS FOUNDATION PO BOX 1893 PROVIDENCE, RI 02912		Public	AmateurAnnual FundAthletics	1,000
ASPERGER'S ASSN OF NE 51 WATER STREET WATERTOWN, MA 02472		Public	MedicalAnnual FundWelfare	500
CONCORD CARLISLE COMM CHEST 111 OLD RD TO 9 ACRE CORNER CONCORD, MA 01742		Public	CommunityAnnual FundWelfare	500
Total . . . . . ▶ **3a**				122,400

TY 2012 Accounting Fees Schedule

Name: THE PATTON CHARITABLE FOUNDATION

EIN: 65-6346631

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Larry P King, CPA Tax Return Preparation	3,000			3,000

TY 2012 Distribution from Corpus Election

Name: THE PATTON CHARITABLE FOUNDATION

EIN: 65-6346631

Election: PURSUANT TO IRC SEC. 4942(H)(2) AND THE REGULATIONS THEREUNDER, THE PATTON CHARITABLE FOUNDATION HEREBY ELECTS TO TREAT THE AMOUNT ON LINE 4(C), PART XIII, PAGE 9, AS BEING MADE OUT OF CORPUS, BUT ONLY TO THE EXTENT THE CURRENT YEAR'S QUALIFYING DISTRIBUTIONS EXCEED THE IMMEDIATELY PRECEDING YEAR'S UNDISTRIBUTED INCOME. JENNIFER P. RABLEY, TRUSTEE

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: THE PATTON CHARITABLE FOUNDATION

EIN: 65-6346631

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
FORM 1099-B SHORT-TERM - BOX 6a NOT CHECKED		Purchased			250,899	246,371			4,528	
FORM 1099-B SHORT-TERM - BOX 6a CHECKED		Purchased			130,926	134,528			-3,602	
FORM 1099-B LONG-TERM (15%) - BOX 6a CHECKED		Purchased			372,669	328,213			44,456	
FORM 1099-B LONG-TERM (28%) - BOX 6a CHECKED		Purchased			1,816	1,016			800	
FORM 1099-B WASH SALE LOSS DISALLOWED	2012-09	Purchased	2012-10		8				8	

TY 2012 Investments Corporate Bonds Schedule

Name: THE PATTON CHARITABLE FOUNDATION

EIN: 65-6346631

Name of Bond	End of Year Book Value	End of Year Fair Market Value
PIMCO TOTAL RETURN FUND	48,641	50,738
LOOMIS SAYLES INTERMEDIATE	15,970	16,177
DRIEHAUS ACTIVE INCOME FUND	80,755	77,316
FIDELITY FLOATING RATE HIGH INCOME	25,400	25,520
DOUBLELINE TOTAL RETURN BOND FUND I	41,930	41,910
TEMPLETON GLOBAL BOND FUND	28,567	28,270
INVESCO BALANCED-RISK ALLOCATION FUND Y	26,263	25,389
DELAWARE DIVERSIFIED INCOME-I	25,395	25,159
FPA NEW INCOME INC	25,125	25,051
METROPOLITAN WEST H/Y BOND-I	16,860	16,992
SCHRODER ABS RET EMD AND CUR-INV	5,716	5,878

TY 2012 Investments Corporate Stock Schedule

Name: THE PATTON CHARITABLE FOUNDATION

EIN: 65-6346631

Name of Stock	End of Year Book Value	End of Year Fair Market Value
iSHARES RUSSELL 3000	54,163	92,894
iSHARES MSCI EAFE	31,880	34,741
SPDR GOLD TRUST	104,479	128,806
RS GLOBAL NATURAL RESOURCE-Y	28,189	37,903
USGI GLOBAL RESOURCES FUND-INS	34,388	38,622
ABSOLUTE STRATEGIES FUND-I	288,091	306,599
ABSOLUTE OPPORTUNITIES FUND-I	135,954	128,361
FAIRHOLME FUND	30,968	41,520
FPA CRESCENT FUND	46,728	68,891
DELAWARE POOLED TR SELECT 20	43,917	56,807
VANGUARD FTSE EMERGING MKT ETF	55,376	55,084
IVA INTERNATIONAL FUND-I	22,214	21,855
WINTERGREEN FUND	23,376	26,276
TWEEDY BROWNE GL VAL II-CUR	23,369	26,582
WCM FOCUSED INTL GROWTH	31,618	33,964
EGSHARES EM CONSUMER ETF	13,179	14,679
ARTISAN VALUE FUND-IV	41,002	41,999
FIRST EAGLE GLOBAL-I	20,076	21,936
EVERMORE GLOBAL VALUE FUND	16,340	16,037
HARTFORD GLOBAL REAL ASSET FUND	36,655	38,619

TY 2012 Other Expenses Schedule

Name: THE PATTON CHARITABLE FOUNDATION

EIN: 65-6346631

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Membership Dues	500			500

TY 2012 Other Professional Fees Schedule

Name: THE PATTON CHARITABLE FOUNDATION

EIN: 65-6346631

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SCS Financial Services Investment Management	5,383	5,383		
State Street Bank Custodian Management	815	815		
SPDR Gold Trust Investment Management	350	350		

TY 2012 Taxes Schedule

Name: THE PATTON CHARITABLE FOUNDATION

EIN: 65-6346631

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Tax	481	481		

2012 Tax Information Statement

Payer's Name and Address:
STATE STREET BANK & TRUST COMPANY
WMS TAX DEPARTMENT
PO BOX 5300
BOSTON, MA 02206-5300

Account Number: 4736920
Recipient's Tax ID Number: 65-6346631
Payer's Federal ID Number: 20-8007203
Payer's State ID Number:
State: MA
Questions? (800)392-9244

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
PATTON CHARITABLE FOUNDATION
C/O TED PATTON
105 ROCKWOOD ST
BROOKLINE, MA 02445

Proceeds from Broker and Barter Exchange Transactions

OMB No 1545-0715

Reported to the IRS is Sales Price of stocks, bonds etc , less commissions and option premiums
Covered (Box 6a is not checked)

[redacted]

(Box 1e)	(Box 1a)	(Box 1b)	(Box 2a)	(Box 3)	(Box 5)		(Box 4)	(Box 15)
Short Term Sales Reported on 1099-B								
34984T600	ABSOLUTE STRATEGIES FUND-I		ASFIX					
45 3310	11/28/2012	01/23/2012	507 25	500 00	0 00	7 25	0 00	0 00
245912506	DELAWARE LIMITED TERM DIV- I		DTINX					
32 7980	05/09/2012	Various	292 89	291 59	0 00	1 30	0 00	0 00
300397122	EVERMORE GLOBAL VALUE-I		EVGIX					
379 1909	10/31/2012	09/12/2012	3,302 76	3,329 30	0 00	-26 54	0 00	0 00
300397122	EVERMORE GLOBAL VALUE-I		EVGIX					
103 0131	10/31/2012	09/12/2012	897 24	904 45	7 21	0 00	0 00	0 00
464287465	ISHARES MSCI EAFE INDEX FD		EFA					
230 0000	02/16/2012	01/23/2012	12,327 11	12,002 43	0 00	324 68	0 00	0 00
464287465	ISHARES MSCI EAFE INDEX FD		EFA					
604 0000	03/12/2012	01/23/2012	32,605 99	31,519 44	0 00	1,086 55	0 00	0 00
464287465	ISHARES MSCI EAFE INDEX FD		EFA					
355 0000	09/12/2012	01/23/2012	19,072 16	18,525 50	0 00	546 66	0 00	0 00
464287465	ISHARES MSCI EAFE INDEX FD		EFA					
508 0000	10/31/2012	01/23/2012	27,203 76	26,509 73	0 00	694 03	0 00	0 00

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not bee n reported. The taxpayer is ultimately responsible for the accuracy of their own tax return.

2012 Tax Information Statement

Payer's Name and Address:
STATE STREET BANK & TRUST COMPANY
WMS TAX DEPARTMENT
PO BOX 5300
BOSTON, MA 02206-5300

Account Number: 4736920
Recipient's Tax ID Number: 65-6346631
Payer's Federal ID Number: 20-8007203
Payer's State ID Number:
State: MA
Questions? (800)392-9244

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
PATTON CHARITABLE FOUNDATION
C/O TED PATTON
105 ROCKWOOD ST
BROOKLINE, MA 02445

Reported to the IRS is Sales Price of stocks, bonds etc , less commissions and option premiums
Covered (Box 6a is not checked)

(Box 1e)	(Box 1a)	(Box 1b)	(Box 2a)	(Box 3)	(Box 5)		(Box 4)	(Box 15)
543495709	LOOMIS SAYLES INT DUR BND-IN		LSDIX					
46 3900	11/30/2012	Various	501 94	494 76	0 00	7 18	0 00	0 00
693390700	PIMCO FDS TOTAL RETURN FD		PTTRX					
4 5446	02/24/2012	01/31/2012	50 45	50 54	0 00	-0 09	0 00	0 00
693390700	PIMCO FDS TOTAL RETURN FD		PTTRX					
17 6734	02/24/2012	01/31/2012	196 18	196 53	0 35	0 00	0 00	0 00
693390700	PIMCO FDS TOTAL RETURN FD		PTTRX					
17 8380	03/28/2012	02/05/2012	197 82	198 71	0 89	0 00	0 00	0 00
693390700	PIMCO FDS TOTAL RETURN FD		PTTRX					
3517 3540	09/28/2012	Various	40,730 97	39,616 70	0 00	1,114 27	0 00	0 00
693390700	PIMCO FDS TOTAL RETURN FD		PTTRX					
163 7760	10/31/2012	Various	1,898 16	1,846 89	0 00	51 27	0 00	0 00
693390601	PIMCO SHORT-TERM FUND-INSTL		PTSHX					
1629 3280	05/10/2012	Various	16,000 00	15,967 51	0 00	32 49	0 00	0 00
693390601	PIMCO SHORT-TERM FUND-INSTL		PTSHX					
3379 0650	07/31/2012	Various	33,250 00	33,115 00	0 00	135 00	0 00	0 00
693390601	PIMCO SHORT-TERM FUND-INSTL		PTSHX					
6255 2250	09/28/2012	Various	61,864 18	61,301 89	0 00	562 29	0 00	0 00
Total Short Term Sales Reported on 1099-B			**250,898.85**	**246,370.96**	**8.45**	**4,536.34**	**0.00**	**0.00**

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not bee n reported. The taxpayer is ultimately responsible for the accuracy of their own tax return.

2012 Tax Information Statement

Payer's Name and Address:
STATE STREET BANK & TRUST COMPANY
WMS TAX DEPARTMENT
PO BOX 5300
BOSTON, MA 02206-5300

Account Number: 4736920
Recipient's Tax ID Number: 65-6346631
Payer's Federal ID Number: 20-8007203
Payer's State ID Number:
State: MA
Questions? (800)392-9244

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
PATTON CHARITABLE FOUNDATION
C/O TED PATTON
105 ROCKWOOD ST
BROOKLINE, MA 02445

Reported to the IRS is Sales Price of stocks, bonds etc , less commissions and option premiums
Covered (Box 6a is not checked)

(Box 1e)	(Box 1a)	(Box 1b)	(Box 2a)	(Box 3)	(Box 5)	(Box 4)	(Box 15)

Report on Form 8949, Part I, with Box A checked

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not bee n reported. The taxpayer is ultimately responsible for the accuracy of their own tax return.

2012 Tax Information Statement

Account Number: 4736920
Recipient's Tax ID Number: 65-6346631
Payer's Federal ID Number: 20-8007203
Payer's State ID Number:
State: MA
Questions? (800)392-9244

☐ **Corrected** ☐ **2nd TIN notice**

Payer's Name and Address:
STATE STREET BANK & TRUST COMPANY
WMS TAX DEPARTMENT
PO BOX 5300
BOSTON, MA 02206-5300

Recipient's Name and Address:
PATTON CHARITABLE FOUNDATION
C/O TED PATTON
105 ROCKWOOD ST
BROOKLINE, MA 02445

2012 Form Proceeds from Broker and Barter Exchange Transactions

OMB No 1545-0715

Reported to the IRS is Sales Price of stocks, bonds, etc , less commissions and option premiums
For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.

[redacted]

(Box 1e)	(Box 1a)	(Box 2a)				(Box 4)	(Box 15)
Short Term Sales Reported on 1099-B							
34984T600	ABSOLUTE STRATEGIES FUND-I	ASFIX					
157 4290	11/28/2012 Various	1,761 63	1,738 10	0 00	23 53	0 00	0 00
464288240	ACWX ISHARES MSCI ACWI INDEX FUND	ACWX					
219 0000	01/23/2012 08/18/2011	8,482 08	8,394 99	0 00	87 09	0 00	0 00
245912506	DELAWARE LIMITED TERM DIV- I	DTINX					
4426 8760	05/09/2012 Various	39,532 00	39,739 37	0 00	-207 37	0 00	0 00
246248645	DELAWARE POOLED TRUST SELECT 20 PRTF	DPCEX					
831 0990	01/23/2012 Various	6,200 00	5,784 54	0 00	415 46	0 00	0 00
262028855	DRIEHAUS ACTIVE INCOME FUND	LCMAX					
310 0780	01/23/2012 04/01/2011	3,200 00	3,479 08	0 00	-279 08	0 00	0 00
268461779	EGSHARES EMERGING MKTS CONSUMER ETF	ECON					
74 0000	01/23/2012 07/28/2011	1,707 14	1,793 76	0 00	-86 62	0 00	0 00
315916783	FIDELITY FLOATING RATE HIGH INCOME	FFRHX					
102 6690	01/23/2012 04/01/2011	1,000 00	1,014 37	0 00	-14 37	0 00	0 00

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2012 Tax Information Statement

Account Number: 4736920
Recipient's Tax ID Number: 65-6346631
Payer's Federal ID Number: 20-8007203
Payer's State ID Number:
State: MA
Questions? (800)392-9244

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
PATTON CHARITABLE FOUNDATION
C/O TED PATTON
105 ROCKWOOD ST
BROOKLINE, MA 02445

Payer's Name and Address:
STATE STREET BANK & TRUST COMPANY
WMS TAX DEPARTMENT
PO BOX 5300
BOSTON, MA 02206-5300

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(Box 1e)	*(Box 1a)*	*(Box 2a)*				*(Box 4)*	*(Box 15)*
32008F606	FIRST EAGLE GLOBAL FUND-I	SGIIX					
15 9080	01/23/2012 12/13/2011	747 99	710 12	0 00	37 87	0 00	0 00
30254T759	FPA CRESCENT FUND-I	FPACX					
55 2550	01/23/2012 12/20/2011	1,527 80	1,468 68	0 00	59 12	0 00	0 00
693390700	PIMCO FDS TOTAL RETURN FD	PTTRX					
1092 6260	01/31/2012 Various	12,150 00	11,754 77	0 00	395 23	0 00	0 00
693390700	PIMCO FDS TOTAL RETURN FD	PTTRX					
993 6940	02/24/2012 10/20/2011	11,030 00	10,682 21	0 00	347 79	0 00	0 00
693390700	PIMCO FDS TOTAL RETURN FD	PTTRX					
477 4760	03/28/2012 10/20/2011	5,295 21	5,132 87	0 00	162 34	0 00	0 00
74972H648	RS GLOBAL NATURAL RESOURCES FUND-Y	RSNYX					
90 3120	01/23/2012 08/31/2011	3,300 00	3,403 86	0 00	-103 86	0 00	0 00
74972H648	RS GLOBAL NATURAL RESOURCES FUND-Y	RSNYX					
351 6550	05/23/2012 Various	11,900 00	13,212 09	0 00	-1,312 09	0 00	0 00
901165407	TWEEDY BROWNE GLOBAL VALUE FUND-CUR	TBCUX					
116 5920	01/23/2012 10/31/2011	1,293 01	1,300 00	0 00	-6 99	0 00	0 00
911476208	USGI GLOBAL RESOURCES FUND	PSPFX					
381 5260	01/23/2012 08/31/2011	3,800 00	4,135 74	0 00	-335 74	0 00	0 00
911476208	USGI GLOBAL RESOURCES FUND	PSPFX					
1119 8210	05/23/2012 Various	10,000 00	11,869 47	0 00	-1,869 47	0 00	0 00

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(Box 1e)	(Box 1a)	(Box 2a)				(Box 4)	(Box 15)
922042858	VANGUARD FTSE EMERGING MARKETS ETF	VWO					
136 0000	01/23/2012 07/28/2011	5,693 35	6,584 71	0 00	-891 36	0 00	0 00
461418444	WCM FOCUSED INTERNATIONAL GROWTH FD	WCMIX					
175 4390	01/23/2012 08/31/2011	1,600 00	1,629 53	0 00	-29 53	0 00	0 00
97607W102	WINTERGREEN FUND	WGRNX					
49 1230	01/23/2012 10/31/2011	705 41	700 00	0 00	5 41	0 00	0 00
Total Short Term Sales Reported on 1099-B Report on Form 8949, Part I, with Box B checked		**130,925.62**	**134,528.26**	**0.00**	**-3,602.64**	**0.00**	**0.00**
Long Term 15% Sales Reported on 1099-B							
34984T642	ABSOLUTE OPPORTUNITIES FUND-I	AOFOX					
2072 5390	11/28/2012 11/09/2011	24,000 00	25,222 80	0 00	-1,222 80	0 00	0 00
34984T600	ABSOLUTE STRATEGIES FUND-I	ASFIX					
4801 7080	11/28/2012 10/08/2010	53,731 12	52,002 49	0 00	1,728 63	0 00	0 00
464288240	ACWX ISHARES MSCI ACWI INDEX FUND	ACWX					
2973 0000	01/23/2012 Various	115,147 12	117,941 67	0 00	-2,794 55	0 00	0 00
304871106	FAIRHOLME FUND	FAIRX					
222 5630	01/23/2012 05/29/2009	5,800 00	5,246 17	0 00	553 83	0 00	0 00
304871106	FAIRHOLME FUND	FAIRX					
180 1520	10/31/2012 05/29/2009	5,700 00	4,246 48	0 00	1,453 52	0 00	0 00

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32008F606	FIRST EAGLE GLOBAL FUND-I	SGIIX					
71 2890	01/23/2012 10/08/2010	3,352 01	3,146 70	0 00	205 31	0 00	0 00
32008F606	FIRST EAGLE GLOBAL FUND-I	SGIIX					
90 9090	10/31/2012 10/08/2010	4,500 00	4,012 72	0 00	487 28	0 00	0 00
30254T759	FPA CRESCENT FUND-I	FPACX					
244 9260	01/23/2012 Various	6,772 20	5,535 98	0 00	1,236 22	0 00	0 00
464287689	ISHARES TR RUSSELL 3000 INDEX FD	IWV					
237 0000	01/23/2012 04/23/2009	18,440 99	11,701 59	0 00	6,739 40	0 00	0 00
464287689	ISHARES TR RUSSELL 3000 INDEX FD	IWV					
153 0000	02/16/2012 04/23/2009	12,295 15	7,554 19	0 00	4,740 96	0 00	0 00
464287689	ISHARES TR RUSSELL 3000 INDEX FD	IWV					
499 0000	02/29/2012 04/23/2009	40,488 13	24,637 53	0 00	15,850 60	0 00	0 00
464287689	ISHARES TR RUSSELL 3000 INDEX FD	IWV					
401 0000	03/12/2012 04/23/2009	32,641 05	19,798 89	0 00	12,842 16	0 00	0 00
45070A404	IVA INTERNATIONAL FUND-I	IVIQX					
158 6250	01/23/2012 10/08/2010	2,400 00	2,533 24	0 00	-133 24	0 00	0 00
45070A404	IVA INTERNATIONAL FUND-I	IVIQX					
273 9730	10/31/2012 10/08/2010	4,400 00	4,375 35	0 00	24 65	0 00	0 00
543495709	LOOMIS SAYLES INT DUR BND-IN	LSDIX					
702 2240	11/30/2012 Various	7,598 06	7,366 60	0 00	231 46	0 00	0 00

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(Box 1e)	(Box 1a)	(Box 2a)				(Box 4)	(Box 15)
693390700	PIMCO FDS TOTAL RETURN FD	PTTRX					
1337 5180	10/31/2012 10/20/2011	15,501 84	14,378 32	0 00	1,123 52	0 00	0 00
901165407	TWEEDY BROWNE GLOBAL VALUE FUND-CUR	TBCUX					
54 7330	01/23/2012 10/08/2010	606 99	593 85	0 00	13 14	0 00	0 00
901165407	TWEEDY BROWNE GLOBAL VALUE FUND-CUR	TBCUX					
563 8470	10/31/2012 10/08/2010	6,800 00	6,117 74	0 00	682 26	0 00	0 00
461418444	WCM FOCUSED INTERNATIONAL GROWTH FD	WCMIX					
625 6630	10/31/2012 08/31/2011	5,900 00	5,811 35	0 00	88 65	0 00	0 00
97607W102	WINTERGREEN FUND	WGRNX					
145 8630	01/23/2012 10/08/2010	2,094 59	1,939 98	0 00	154 61	0 00	0 00
97607W201	WINTERGREEN FUND-INST	WGRIX					
304 2600	10/31/2012 10/08/2010	4,500 00	4,049 55	0 00	450 45	0 00	0 00
Total Long Term 15% Sales Reported on 1099-B Report on Form 8949, Part II, with Box B checked		**372,669.25**	**328,213.19**	**0.00**	**44,456.06**	**0.00**	**0.00**

Long Term 28% Sales Reported on 1099-B

78463V107	SPDR GOLD TRUST	GLD					
368 0000	01/11/2012 Various	19 20	0 00	0 00	19 20	0 00	0 00
78463V107	SPDR GOLD TRUST	GLD					
9 0000	01/23/2012 04/13/2010	1,465 77	1,015 80	0 00	449 97	0 00	0 00

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(Box 1e)	(Box 1a)	(Box 2a)				(Box 4)	(Box 15)
78463V107	SPDR GOLD TRUST	GLD					
359 0000	02/14/2012 Various	18 07	0 00	0 00	18 07	0 00	0 00
78463V107	SPDR GOLD TRUST	GLD					
359 0000	03/13/2012 Various	18 59	0 00	0 00	18 59	0 00	0 00
78463V107	SPDR GOLD TRUST	GLD					
359 0000	04/10/2012 Various	20 22	0 00	0 00	20 22	0 00	0 00
78463V107	SPDR GOLD TRUST	GLD					
463 0000	05/16/2012 Various	27 57	0 00	0 00	27 57	0 00	0 00
78463V107	SPDR GOLD TRUST	GLD					
463 0000	06/12/2012 Various	23 43	0 00	0 00	23 43	0 00	0 00
78463V107	SPDR GOLD TRUST	GLD					
463 0000	07/06/2012 Various	23 65	0 00	0 00	23 65	0 00	0 00
78463V107	SPDR GOLD TRUST	GLD					
674 0000	08/10/2012 Various	34 77	0 00	0 00	34 77	0 00	0 00
78463V107	SPDR GOLD TRUST	GLD					
674 0000	09/12/2012 Various	35 59	0 00	0 00	35 59	0 00	0 00
78463V107	SPDR GOLD TRUST	GLD					
779 0000	10/08/2012 Various	45 54	0 00	0 00	45 54	0 00	0 00
78463V107	SPDR GOLD TRUST	GLD					
795 0000	11/19/2012 Various	42 92	0 00	0 00	42 92	0 00	0 00

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(Box 1e)	*(Box 1a)*	*(Box 2a)*				*(Box 4)*	*(Box 15)*
78463V107	SPDR GOLD TRUST	GLD					
795 0000	12/11/2012 Various	40 57	0 00	0 00	40 57	0 00	0 00
		1,815.89	**1,015.80**	**0.00**	**800.09**	**0.00**	**0.00**

Report on Form 8949, Part II, with Box B checked

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