

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

**2001**

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

For calendar year 2001, or tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

G Check all that apply  Initial return  Final return  Amended return  Address change  Name change

Use the IRS label Otherwise, print or type See Specific Instructions	Name of organization <b>Fidelity Foundation</b>		A Employer identification number <b>04-6131201</b>
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite <b>82 Devonshire Street (F9A3)</b>		B Telephone number <b>617-563-6960</b>
	City or town, state, and ZIP code <b>Boston, MA 02109</b>		C If exemption application is pending check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>

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

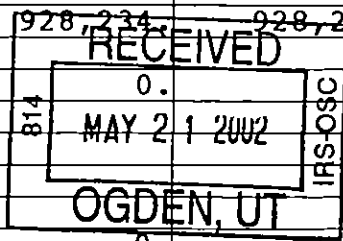
I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 306,283,121.** (Part I column (d) must be on cash basis)  
 J Accounting method  Cash  Accrual  Other (specify) \_\_\_\_\_

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))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received Check <input type="checkbox"/> if the foundation is not required to attach Sch B	1,769,954.			
2	Distributions from split-interest trusts				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	5,788,813.	5,788,813.	5,788,813.	Statement 2
5a	Gross rents				
b	(Net rental income or (loss))				
6a	Net gain or (loss) from sale of assets not on line 10	<6,156,872.>			Statement 1
b	Gross sales price for all assets on line 6a <b>49,843,566.</b>				
7	Capital gain net income (from Part IV line 2)		0.		
8	Net short-term capital gain			N/A	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	167.	167.	167.	Statement 3
12	Total Add lines 1 through 11	1,402,062.	5,788,980.	5,788,980.	
13	Compensation of officers directors trustees, etc	0.	0.	0.	0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees Stmt 4	17,593.	0.	0.	17,593.
b	Accounting fees Stmt 5	20,730.	0.	0.	20,730.
c	Other professional fees Stmt 6	1,367,783.	928,234.	928,234.	439,549.
17	Interest				
18	Taxes Stmt 7	470,000.	0.	0.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses Stmt 8	17,620.	0.	0.	0.
24	Total operating and administrative expenses Add lines 13 through 23	1,893,726.	928,234.	928,234.	477,872.
25	Contributions, gifts grants paid	20,209,004.			20,209,004.
26	Total expenses and disbursements Add lines 24 and 25	22,102,730.	928,234.	928,234.	20,686,876.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	<20700668.>			
b	Net investment income (if negative, enter 0-)		4,860,746.		
c	Adjusted net income (if negative enter 0-)			4,860,746.	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		81,724,245.	88,866,985.	88,866,985.
	3	Accounts receivable ▶ 179,652.				
		Less allowance for doubtful accounts ▶		2,429,919.	179,652.	179,652.
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		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				
		b Investments - corporate stock				
		c Investments - corporate bonds				
11	Investments land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other Stmt 9		200,534,686.	174,941,543.	217,236,484.	
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	<b>Total assets (to be completed by all filers)</b>		284,688,850.	263,988,180.	306,283,121.	
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				
22	Other liabilities (describe ▶)					
23	<b>Total liabilities (add lines 17 through 22)</b>		0.	0.		
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31					
	24	Unrestricted		284,688,850.	263,988,180.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Organizations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 27 through 31					
	27	Capital stock, trust principal, or current funds				
28	Paid-in or capital surplus, or land bldg and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds					
30	<b>Total net assets or fund balances</b>		284,688,850.	263,988,180.		
31	<b>Total liabilities and net assets/fund balances</b>		284,688,850.	263,988,180.		

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	284,688,850.
2	Enter amount from Part I, line 27a	2	<20,700,668.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	263,988,182.
5	Decreases not included in line 2 (itemize) ▶ Rounding Adjustment	5	2.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	263,988,180.

From 990-PF (2001)

**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)
1a			
b See Attached Statement			
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			
b			
c			
d			
e 49,843,566.		56,000,438.	<6,156,872.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k) but not less than -0-) or Losses (from col (h))
(j) FMV as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col (i) over col (j), if any	
a			
b			
c			
d			
e			<6,156,872.>

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	<6,156,872.>
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) If (loss) enter -0- in Part I, line 8	3	<2,584,822.>

**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 organization liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No

If "Yes," the organization does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2000	18,753,964.	479,315,956.	.0391265
1999	16,890,976.	350,248,265.	.0482257
1998	12,515,674.	233,931,573.	.0535014
1997	8,936,834.	198,083,437.	.0451165
1996	6,273,880.	124,961,846.	.0502064

2 Total of line 1 column (d)	2	.2361765
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	.0472353
4 Enter the net value of noncharitable-use assets for 2001 from Part X, line 5	4	397,636,250.
5 Multiply line 4 by line 3	5	18,782,468.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	48,607.
7 Add lines 5 and 6	7	18,831,075.
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	20,686,876.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary-see instructions)		
b	Domestic organizations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	48,607.
c	All other domestic organizations 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	48,607.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	48,607.
6	Credits/Payments		
a	2001 estimated tax payments and 2000 overpayment credited to 2001	6a	387,991.
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	387,991.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	339,384.
11	Enter the amount of line 10 to be credited to 2002 estimated tax <input type="checkbox"/> 50,000.   Refunded <input type="checkbox"/>	11	289,384.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
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 organization in connection with the activities		
1c		X
d	(1) On the organization <input type="checkbox"/> \$ 0. (2) On organization managers <input type="checkbox"/> \$ 0.	
e	Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers <input type="checkbox"/> \$ 0.	
2		X
If "Yes," attach a detailed description of the activities		
3		X
If "Yes," attach a conformed copy of the changes		
4a		X
4b		N/A
5		X
If "Yes," attach the statement required by General Instruction T		
6		X
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?		
7	X	
If "Yes," complete Part II, col (c), and Part XV		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> Massachusetts	
b	If the answer is "Yes" to line 7, has the organization 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	X	
9		X
Is the organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2001 or the taxable year beginning in 2001 (see instructions for Part XIV)? If "Yes," complete Part XIV		
10		X
If "Yes," attach a schedule listing their names and addresses		
11	X	
Did the organization comply with the public inspection requirements for its annual returns and exemption application? Web site address <input type="checkbox"/> N/A		
12	The books are in care of <input type="checkbox"/> Richard G. Weidmann Telephone no <input type="checkbox"/> 617-563-6960 Located at <input type="checkbox"/> 82 Devonshire Street, Boston, MA ZIP+4 <input type="checkbox"/> 02109	
13	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> N/A	

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

Table with columns for question descriptions, Yes/No checkboxes, and a grid for Yes/No answers. Includes questions 1a through 6b regarding disqualifying activities, disaster assistance, and business holdings.

**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**

(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
Edward C. Johnson 3d 82 Devonshire Street (F9A3) Boston, MA 02109	Director/President As Needed	0.	0.	0.
Abigail P. Johnson 82 Devonshire Street (F9A3) Boston, MA 02109	Director As Needed	0.	0.	0.
Ross E. Sherbrooke 50 Congress Street, Suite 700 Boston, MA 02109	Director As Needed	0.	0.	0.
Anne-Marie Soulliere 82 Devonshire Street (F9A3) Boston, MA 02109	Foundation Director 5.6	* 0.	0.	0.

**2 Compensation of five highest-paid employees (other than those included on line 1) If none, enter "NONE" *\*SEE ATTACHED STATEMENT***

(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

**3 Five highest-paid independent contractors for professional services If none, enter "NONE"**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Strategic Advisers, Inc. 82 Devonshire Street, Boston, MA 02109	Advisory, Accounting, & Tax	1,367,783.

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 N/A	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	N/A	
2		
All other program-related investments See instructions		
3		
<b>Total</b> Add lines 1 through 3		<b>0.</b>

**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	308,171,806.
b	Average of monthly cash balances	1b	95,519,818.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	403,691,624.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	403,691,624.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,055,374.
5	Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	397,636,250.
6	Minimum investment return Enter 5% of line 5	6	19,881,813.

**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	19,881,813.
2a	Tax on investment income for 2001 from Part VI, line 5	2a	48,607.
b	Income tax for 2001 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	48,607.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	19,833,206.
4a	Recoveries of amounts treated as qualifying distributions	4a	0.
b	Income distributions from section 4947(a)(2) trusts	4b	0.
c	Add lines 4a and 4b	4c	0.
5	Add lines 3 and 4c	5	19,833,206.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	19,833,206.

**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	20,686,876.
b	Program-related investments - Total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII line 4	4	20,686,876.
5	Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	48,607.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	20,638,269.

**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 2000	(c) 2000	(d) 2001
<b>1</b> Distributable amount for 2001 from Part XI, line 7				19,833,206.
<b>2</b> Undistributed income if any, as of the end of 2000				
<b>a</b> Enter amount for 2000 only			7,351,250.	
<b>b</b> Total for prior years 19__ 19__ 19__		0.		
<b>3</b> Excess distributions carryover if any to 2001				
<b>a</b> From 1996				
<b>b</b> From 1997				
<b>c</b> From 1998				
<b>d</b> From 1999				
<b>e</b> From 2000				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2001 from Part XII, line 4 ▶ \$ 20,686,876.				
<b>a</b> Applied to 2000, but not more than line 2a			7,351,250.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2001 distributable amount				13,335,626.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2001 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2000 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2001 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2002				6,497,580.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 1996 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2002 Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 1997				
<b>b</b> Excess from 1998				
<b>c</b> Excess from 1999				
<b>d</b> Excess from 2000				
<b>e</b> Excess from 2001				



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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2001, 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)

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

	Tax year				(e) Total
	(a) 2001	(b) 2000	(c) 1999	(d) 1998	
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 page 26 of the 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 organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization 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

See Attached

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

See Attached

c Any submission deadlines

See Attached

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

See Attached

**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 <i>Paid during the year</i>  See Attached				20,209,004.
<b>Total</b>			▶ <b>3a</b>	20,209,004
b <i>Approved for future payment</i>  None				
<b>Total</b>			▶ <b>3b</b>	0.





**Schedule B**  
(Form 990, 990-EZ, or  
990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

Supplementary Information for  
line 1 of Form 990, 990-EZ and 990-PF (see instructions)

OMB No 1545-0047

**2001**

Name of organization

Fidelity Foundation

Employer identification number

04-6131201

Organization type (check one)

Filers of

Section

Form 990 or 990-EZ

501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990 PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General rule** or a **Special rule** (Note Only a section 501(c)(7), (8), or (10) organization can check box(es) for both the General rule and a Special rule-see instructions )

**General Rule-**

For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor (Complete Parts I and II )

**Special Rules-**

For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms (Complete Parts I and II )

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals (Complete Parts I, II, and III )

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than \$1,000 (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the Parts unless the General rule applies to this organization because it received nonexclusively religious, charitable, etc , contributions of \$5,000 or more during the year ) ▶ \$ \_\_\_\_\_

**Caution** Organizations that are not covered by the General rule and/or the Special rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they must check the box in the heading of their Form 990, Form 990-EZ, or on line 1 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Schedule B (Form 990, 990-EZ, or 990-PF) (2001)

Name of organization

Employer identification number

Fidelity Foundation

04-6131201

**Part I Contributors** (See Specific Instructions)

(a) No	(b) Name, address and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	FMR Corp 82 Devonshire Street Boston, MA 02109	\$ 991,800.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	FMR Corp 82 Devonshire Street Boston, MA 02109	\$ 563,122.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	FMR Corp 82 Devonshire Street Boston, MA 02109	\$ 179,075.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
4	Fidelity Investors L.P. 82 Devonshire Street Boston, MA 02109	\$ 27,957.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
5	Fidelity Investors L.P. 82 Devonshire Street Boston, MA 02109	\$ 4,712.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
6	Fidelity Investors L.P. 82 Devonshire Street Boston, MA 02109	\$ 3,141.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

Fidelity Foundation

04-6131201

**Part I Contributors** (See Specific Instructions)

(a) No	(b) Name, address and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	Fidelity Investors L.P. 82 Devonshire Street Boston, MA 02109	\$ _____	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization <b>Fidelity Foundation</b>	Employer identification number <b>04-6131201</b>
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**Part II Noncash Property** (See Specific Instructions)

(a) No from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	3,600,000 shs of Colt Telecom Group Ord shs (Amount of Gift \$991,800)	\$ 87,417,720.	01/05/01
2	See Statement 10	\$ 49,501,796.	01/08/01
3	650,000 shs of Colt Telecom Group Ord shs (Amount of Gift \$179,075)	\$ 13,736,580.	01/02/01
4	106,800 shs of Colt Telecom Group Ord shs (Amount of Gift \$27,957)	\$ 191,249.	12/18/01
5	18,000 shs of Colt Telecom Group Ord shs (Amount of Gift \$4,712)	\$ 27,870.	12/20/01
6	12,000 shs of Colt Telecom Group Ord shs (Amount of Gift \$3,141)	\$ 233,291.	02/26/01



Form 990-PF                      Gain or (Loss) from Sale of Assets                      Statement    1

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Strategic Advisers Inc (See Attached Listing)					
	<2,584,822.>	0.	0.	0.	<2,584,822.>

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Strategic Advisers Inc (See Attached Listing)					
	48,236,167.	49,368,294.	0.	0.	<1,132,127.>

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
via Commtech Int'l					
	<13.>	0.	0.	0.	<13.>

ACCOUNT 61-0004-00-4 FIDELITY FOUNDATION EQUITY SUB-ACT  
 TAX IDENT NO 04-6131201  
 ADM OFFICER CAH  
 INV OFFICER RGM  
 FEDERAL LOSS CARRYOVER ST 00  
 MT 00  
 LT 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

DATE SOLD DATE ACQ NET PROCEEDS  
 FEDERAL TAX COST FEDERAL TAX COST  
 FEDERAL LONG TERM FEDERAL SHORT TERM  
 FEDERAL LONG TERM FEDERAL SHORT TERM  
 STATE LONG TERM STATE SHORT TERM  
 STATE MID TERM STATE MID TERM

TRANSACTION DESCRIPTION	DATE SOLD	DATE ACQ	FEDERAL TAX COST	FEDERAL TAX COST	STATE LONG TERM	STATE SHORT TERM	STATE MID TERM
<del>LONG TERM CAPITAL GAINS DIST AT</del>	<del>00/00/00</del>	<del>00/00/00</del>	<del>19,904 82</del>	<del>19,904 82</del>			
<del>9.60 PER SHARE</del>							
<del>(0057) FIDELITY CROWTH CO</del>							
<del>LONG TERM CAPITAL GAINS DIST AT</del>	<del>00/00/00</del>	<del>00/00/00</del>	<del>02,823 21</del>	<del>02,823 21</del>			
<del>\$ 800 PER SHARE</del>							
<del>(0217) FIDELITY MANHATTAN FUND</del>							
<del>LONG TERM CAPITAL GAINS DIST AT</del>	<del>00/00/00</del>	<del>00/00/00</del>	<del>07,901 17</del>	<del>07,901 17</del>			
<del>\$ 120 PER SHARE</del>							
<del>(3401) FIDELITY DIVIDEND CROWTH FUND</del>							
<del>LONG TERM CAPITAL GAINS DIST AT</del>	<del>00/00/00</del>	<del>00/00/00</del>	<del>112,690 60</del>	<del>112,690 60</del>			
<del>TO GOLDMAN SACHS</del>							
<del>@ 174 3931</del>							
<del>PAST RETAILING CO LTD (JP, 9983)</del>							
<del>ISIN #JP3802300008, SEDOL #6332439</del>							
<del>SOLD 11600 SHS 01/10/01</del>	<del>01/10/01</del>	<del>02/14/00</del>	<del>1,801,406 00</del>	<del>1,988,925 03</del>	<del>187,519 03-</del>	<del>187,519 03-</del>	
<del>TO MORGAN STANLEY</del>							
<del>@ 155 4493</del>							
<del>PAST RETAILING CO LTD (JP, 9983)</del>							
<del>ISIN #JP3802300008, SEDOL #6332439</del>							
<del>SOLD 6800 SHS 01/11/01</del>	<del>01/11/01</del>	<del>02/14/00</del>	<del>1,079,265 27</del>	<del>1,165,921 57</del>	<del>86,656 30-</del>	<del>86,656 30-</del>	
<del>TO FIDELITY BRKG SVCS (JAPAN)</del>							
<del>@ 158 8266</del>							
<del>FAST RETAILING CO LTD (JP, 9983)</del>							
<del>ISIN #JP3802300008, SEDOL #6332439</del>							
<del>SOLD 2400 SHS 01/23/01</del>	<del>01/23/01</del>	<del>08/05/98</del>	<del>306,174 52</del>	<del>54,238 50</del>			<del>251,936 02 FL</del>
<del>TO NOMURA SECURITIES</del>							

ACCOUNT 61-0004-00-4 FIDELITY FOUNDATION EQUITY SUB-ACCT

TAX IDENT NO 04-6131201

ADM OFFICER CAH

INV OFFICER RGM

FEDERAL LOSS CARRYOVER

ST 00

MT 00

LT 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

DATE SOLD DATE ACQ NRT PROCEEDS FEDERAL TAX COST FEDERAL SHORT TERM FEDERAL LONG TERM STATE SHORT TERM STATE LONG TERM STATE MID TERM STATE

----- GAIN/LOSS -----

127 5727 JAFCO CO LTD SEDOL #6471439, ISIN #JP3389900006

SOLD 4700 SHS 02/14/01

TO DAIWA SECURITIES CO 02/10/00

110,421 91 795,031 59 795,031 59 484,609 68- FL 484,609 68- SL

1398 DON QUIJOTE CO LTD (JP7532) ISIN #JP3639650005, SEDOL #6269861

SOLD 1400 SHS 02/15/01

TO DAIWA SECURITIES CO 02/10/00

90,868 57 224,447 19 224,447 19 133,578 62- FL 133,578 62- SL

64 9971 DON QUIJOTE CO LTD (JP7532) ISIN #JP3639650005, SEDOL #6269861

SOLD 2200 SHS 02/16/01

TO DAIWA SECURITIES CO 02/10/00

140,718 48 352,702 74 352,702 74 211,984 26- FL 211,984 26- SL

56 5306 DON QUIJOTE CO LTD (JP7532) ISIN #JP3639650005, SEDOL #6269861

SOLD 4600 SHS 02/19/01

TO DAIWA SECURITIES CO 02/18/00

259,676 80 669,564 71 669,564 71 409,887 91- FL 409,887 91- SL

55 3254 DON QUIJOTE CO LTD (JP7532) ISIN #JP3639650005, SEDOL #6269861

SOLD 5300 SHS 02/20/01

TO DAIWA SECURITIES CO 02/15/00

292,814 03 755,769 85 755,769 85 462,955 82- FL 462,955 82- SL

ISIN #JP3639650005, SEDOL #6269861

ACCOUNT 61-0004-00-4 FIDELITY FOUNDATION EQUITY SUB-ACCT

TAX IDENT NO 04-6131201 TAX IDENT NO 04-6131201

ADM OFFICER CAH INV OFFICER RGM

FEDERAL LOSS CARRYOVER

ST 00

MT 00

LT 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

DATE SOLD NRT PROCEEDS DATE ACQ FEDERAL TAX COST STATE TAX COST  
 FEDERAL LONG TERM FEDERAL SHORT TERM STATE SHORT TERM STATE LONG TERM  
 FEDERAL LOSS  
 ----- GAIN/LOSS -----

SOLD 6833 SHS 02/20/01 68,211 56 30,748 57 30,748 57  
 TO NATIONAL FINANCIAL SERVICES COR 05/29/96  
 @ 10  
 EPIX MEDICAL INC COM

SOLD 2300 SHS 02/21/01 126,720 05 327,137 35 327,137 35  
 TO DAIWA SECURITIES CO 02/14/00  
 @ 55 1728  
 DON QUIJOTE CO LTD (JP7532)  
 ISIN #JP3639650005, SEDOL #6269861

SOLD 14150 SHS 02/21/01 130,556 27 63,675 15 63,675 15  
 TO NATIONAL FINANCIAL SERVICES COR 05/29/96  
 @ 9 2439  
 EPIX MEDICAL INC COM

SOLD 4000 SHS 02/22/01 207,235 82 568,934 53 568,934 53  
 TO DAIWA SECURITIES CO 02/14/00  
 @ 51 8816  
 DON QUIJOTE CO LTD (JP7532)  
 ISIN #JP3639650005, SEDOL #6269861

SOLD 4300 SHS 02/22/01 38,306 99 19,350 05 19,350 05  
 TO NATIONAL FINANCIAL SERVICES COR 05/29/96  
 @ 8 9259  
 EPIX MEDICAL INC COM

SOLD 3100 SHS 02/23/01 162,613 32 440,924 26 440,924 26  
 TO MERRILL LYNCH JAPAN INC, OM-SHR 02/14/00  
 @ 52 5294

278,310 94- FL  
 278,310 94- SL

18,956 94 FL  
 18,956 94 SL

361,698 71- FL  
 361,698 71- SL

66,881 12 FL  
 66,881 12 SL

200,417 30- FL  
 200,417 30- SL

37,462 99 FL  
 37,462 99 SL

STATE MID TERM  
 FEDERAL MID TERM  
 STATE LONG TERM  
 FEDERAL LONG TERM

ACCOUNT 61-0004-00-4 FIDELITY FOUNDATION EQUITY SUB-ACCT  
 TAX IDENT NO 04-6131201  
 ADM OFFICER CAH  
 INV OFFICER RGM  
 LT  
 MT  
 ST  
 FEDERAL LOSS CARRYOVER 00  
 00  
 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

----- GAIN/LOSS -----  
 DATE SOLD NRT PROCEEDS FEDERAL TAX COST STATE TAX COST  
 DATE ACQ FEDERAL TAX COST FEDERAL SHORT TERM FEDERAL LONG TERM  
 STATE SHORT TERM STATE LONG TERM STATE MID TERM  
 FEDERAL MID TERM  
 STATE MID TERM

DON QUIJOTE CO LTD (JP7532) ISIN #JP3639650005, SEDOL #6269861

SOLD 1450 SHS 02/23/01 130,554 24 65,475 15 65,475 15

TO NATIONAL FINANCIAL SERVICES COR 05/29/96

● 8 9901 EPIX MEDICAL INC COM

SOLD 27918 SHS 02/26/01 539,091 26 7,691 02 7,691 02

TO GOLDMAN SACHS 09/27/96

COLT TELECOM GROUP PLC ORD SHS ISIN #GB0004246996, SEDOL #0424699

SOLD 4100 SHS 02/26/01 206,279 57 531,807 45 105,031 04-

TO MERRILL LYNCH JAPAN INC, ON-SHR 08/02/00

● 50,3826 DON QUIJOTE CO LTD (JP7532) ISIN #JP3639650005, SEDOL #6269861

SOLD 19500 SHS 02/26/01 176,872 74 87,750 20 87,750 20

TO NATIONAL FINANCIAL SERVICES COR 05/29/96

● 9 09 EPIX MEDICAL INC COM

SOLD 23574 SHS 02/27/01 456,974 96 6,494 31 6,494 31

TO GOLDMAN SACHS 09/27/96

● 19,404106 COLT TELECOM GROUP PLC ORD SHS ISIN #GB0004246996, SEDOL #0424699

450,480 65 FL 450,480 65 SL

89,122 54 FL 89,122 54 SL

220,496 84- FL 220,496 84- SL

531,400 24 FL 531,400 24 SL

65,079 09 FL 65,079 09 SL

ACCOUNT 61-0004-00-4 FIDELITY FOUNDATION EQUITY SUB-ACCT  
 TAX IDENT NO 04-6131201  
 ADM OFFICER CAH  
 INV OFFICER RGM  
 LT  
 MT  
 ST  
 FEDERAL LOSS CARRYOVER 00  
 00  
 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

DATE SOLD DATE ACQ NET PROCEEDS STATE TAX COST FEDERAL TAX COST FEDERAL LONG TERM FEDERAL SHORT TERM STATE LONG TERM STATE MID TERM STATE SHORT TERM STATE TAX COST  
 ----- GAIN/LOSS -----

TRANSACTION DESCRIPTION	DATE SOLD	DATE ACQ	NET PROCEEDS	STATE TAX COST	FEDERAL TAX COST	FEDERAL LONG TERM	FEDERAL SHORT TERM	STATE LONG TERM	STATE MID TERM	STATE SHORT TERM	STATE TAX COST
SOLD 2600 SHS 02/27/01 TO GOLDMAN SACHS @ 49.6154 DON QUIJOTE CO LTD (JP7532) ISIN #JP3639650005, SEDOL #6269861	02/27/01	08/02/00	128,819 56	291,447 13	291,447 13	162,627 57-	162,627 57-				
SOLD 10650 SHS 02/27/01 TO NATIONAL FINANCIAL SERVICES COR @ 8 97 EPIX MEDICAL INC COM	02/27/01	05/29/96	95,675 33	47,925 11	47,925 11	47,750 22	47,750 22	FL	SL		
SOLD 2600 SHS 02/28/01 TO GOLDMAN SACHS @ 48.4179 DON QUIJOTE CO LTD (JP7532) ISIN #JP3639650005, SEDOL #6269861	02/28/01	08/02/00	125,710 48	291,447 14	291,447 14	165,736 66-	165,736 66-				
SOLD 1365 SHS 02/28/01 TO GOLDMAN SACHS @ 18 85153828 COLT TRIFCOM GROUP PLC ORD SHS ISIN #GB0004246996, SEDOL #0424699	02/28/01	09/27/96	259,231 92	3,792 06	3,792 06	255,439 86	255,439 86	FL	SL		
SOLD 6200 SHS 02/28/01 TO NATIONAL FINANCIAL SERVICES COR @ 9 14 EPIX MEDICAL INC COM	02/28/01	05/29/96	56,305 27	27,900 07	27,900 07	29,405 20	29,405 20	FL	SL		
SOLD 800 SHS 03/01/01 TO GOLDMAN SACHS @ 49	03/01/01	08/02/00	39,141 66	89,676 04	89,676 04	50,534 38-	50,534 38-				

ACCOUNT 61-0004-00-4 FIDELITY FOUNDATION EQUITY SUB-ACCT  
 TAX IDENT NO 04-6131201  
 ADM OFFICER CAH  
 INV OFFICER RGM  
 LT  
 MT  
 ST  
 FEDERAL LOSS CARRYOVER 00  
 00  
 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

----- GAIN/LOSS -----  
 DATE SOLD NRT PROCEEDS  
 FEDERAL TAX COST FEDERAL SHORT TERM  
 STATE SHORT TERM STATE TAX COST  
 FEDERAL LONG TERM  
 STATE LONG TERM  
 FEDERAL MID TERM  
 STATE MID TERM

DON QUIJOTE CO LTD (JP7532)  
 ISIN #JP3639650005, SEDOL #6269861

SOLD 31046 SHS 03/01/01 TO GOLDMAN SACHS  
 @ 17 40902491  
 COLT TELECOM GROUP PLC ORD SHS  
 ISIN #GB0004246996, SEDOL #0424699

539,940 09 03/01/01 8,552 74  
 531,387 35 FL 531,387 35

SOLD 1600 SHS 03/01/01 TO NATIONAL FINANCIAL SERVICES COR  
 @ 8.8864  
 EPIX MEDICAL INC  
 COM

14,142 56 03/01/01 7,200 02  
 6,942 54 FL 6,942 54

SOLD 33986 SHS 03/02/01 TO GOLDMAN SACHS  
 @ 17 09734264  
 COLT TELECOM GROUP PLC ORD SHS  
 ISIN #GB0004246996, SEDOL #0424699

580,489 20 03/02/01 9,362 67  
 571,126 53 FL 571,126 53

SOLD 30550 SHS 03/02/01 TO NATIONAL FINANCIAL SERVICES COR  
 @ 8.8446  
 EPIX MEDICAL INC  
 COM

269,674 17 03/02/01 137,475 32  
 132,198 85 FL 132,198 85

SOLD 175241 674 SHS 03/05/01 @ 45  
 (022) FIDELITY CONTRAFUND

7,885,875 33 03/05/01 6,503,235 41  
 1,382,639 92 FL 1,382,639 92

SOLD 23574 SHS 03/05/01 TO GOLDMAN SACHS

412,291 81 03/05/01 6,494 31  
 405,797 50 FL 405,797 50

ACCOUNT 61-0004-00-4 FIDELITY FOUNDATION EQUITY SUB-ACCT

TAX IDENT NO 04-6131201  
 ADM OFFICER CAH  
 INV OFFICER RGM

FEDERAL LOSS CARRYOVER  
 ST 00  
 MT 00  
 LT 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

----- GAIN/LOSS -----  
 DATE SOLD NRT PROCEEDS  
 FEDERAL TAX COST  
 FEDERAL SHORT TERM  
 FEDERAL LONG TERM  
 STATE SHORT TERM  
 STATE LONG TERM  
 FEDERAL MID TERM  
 STATE MID TERM  
 STATE LONG TERM

COLT TRIFCOM GROUP PLC ORD SHS  
 17 506767  
 6,494 31  
 405,797 50 SL

ISIN #GB0004246996, SEDOL #0424699

SOLD 11600 SHS 03/05/01  
 616,271 19  
 681,887 00  
 681,887 00  
 65,615 81-  
 65,615 81-  
 ALMERICA INTL CORP  
 COM

SOLD 7100 SHS 03/05/01  
 449,144 50  
 117,198 00  
 117,198 00  
 331,946 50 FL  
 331,946 50 SL  
 BRISTOL MYERS SQUIBB  
 TO CHICAGO CORP  
 63 3119

SOLD 800 SHS 03/05/01  
 50,686 54  
 11,656 00  
 11,656 00  
 39,030 54 FL  
 39,030 54 SL  
 BRISTOL MYERS SQUIBB  
 TO CHICAGO CORP  
 63 4103

SOLD 14750 SHS 03/05/01  
 125,463 73  
 66,375 15  
 66,375 15  
 59,088 58 FL  
 59,088 58 SL  
 TO NATIONAL FINANCIAL SERVICES COR  
 8 5233  
 EPIX MEDICAL INC  
 COM

SOLD 22400 SHS 03/06/01  
 1,186,315 93  
 1,119,607 44  
 1,119,607 44  
 66,708 49  
 66,708 49  
 TO FIRST BOSTON  
 53 0123  
 ALMERICA INTL CORP  
 COM

SOLD 300 SHS 03/06/01  
 18,885 74  
 4,333 70  
 14,552 04 FL  
 TO CHICAGO CORP



ACCOUNT 61-0004-00-4 FIDELITY FOUNDATION EQUITY SUB-ACCT

TAX IDENT NO 04-6131201  
 ADM OFFICER CAH  
 INV OFFICER RGM  
 FEDERAL LOSS CARRYOVER ST 00  
 MT 00  
 LT 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

----- GAIN/LOSS  
 FEDERAL LONG TERM FEDERAL SHORT TERM STATE LONG TERM STATE SHORT TERM  
 FEDERAL TAX COST FEDERAL TAX COST STATE TAX COST  
 DATE ACQ DATE SOLD NRT PROCEEDS

63 0046 BRISTOL MYERS SQUIBB 4,333 70 14,552 04 SL

SOLD 1000 SHS 03/06/01 62,018 33 11/08/94 14,383 50 47,634 83 FL  
 TO CHICAGO CORP  
 @ 62 0704  
 BRISTOL MYERS SQUIBB

SOLD 3290 SHS 03/06/01 725,456 15 09/27/96 10,823 84 714,632 31 FL  
 TO GOLDMAN SACHS  
 @ 18,4826253  
 COLT TELECOM GROUP PLC ORD SHS  
 ISIN #GB0004246996, SEDOL #0424699

SOLD 2750 SHS 03/06/01 22,543 19 03/06/01 12,375 03 10,168 16 FL  
 TO NATIONAL FINANCIAL SERVICES COR  
 @ 8 2148  
 BPIX MEDICAL INC  
 COM

SOLD 3525 SHS 03/07/01 670,529 01 03/07/01 9,731 54 660,797 47 FL  
 TO GOLDMAN SACHS  
 @ 19 000714  
 COLT TELECOM GROUP PLC ORD SHS  
 ISIN #GB0004246996, SEDOL #0424699

SOLD 2500 SHS 03/07/01 1,312,098 72 03/07/01 1,166,235 25 145,863 47  
 TO FIRST BOSTON  
 @ 52 5357  
 AMERICA INTL CORP  
 COM

SOLD 4600 SHS 03/07/01 242,365 92 03/07/01 214,549 06 27,816 86  
 TO JEFFRIES & CO



ACCOUNT 61-0004-00-4 FIDELITY FOUNDATION EQUITY SUB-ACCT  
 TAX IDENT NO 04-6131201  
 ADM OFFICER CAH  
 INV OFFICER RGM  
 LT 00  
 MT 00  
 ST 00  
 FEDERAL LOSS CARRYOVER

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

----- GAIN/LOSS -----  
 DATE SOLD NRT PROCEEDS  
 FEDERAL TAX COST FEDERAL SHORT TERM  
 STATE SHORT TERM STATE LONG TERM  
 FEDERAL LONG TERM FEDERAL MID TERM  
 STATE MID TERM

SOLD 7881 SHS 03/09/01 TO GOLDMAN SACHS @ 18 114378  
 ISIN #GB0004246996, SEDOL #0424699  
 COLT TELCOM GROUP PLC ORD SHS  
 03/09/01 142,616 64 2,171 11  
 09/27/96 2,171 11 2,171 11  
 FL 140,445 53 SL 140,445 53

SOLD 6500 SHS 03/09/01 TO ERNST CO @ 53 0552  
 ALMERICA FINL CORP  
 COM  
 03/09/01 344,717 30 277,946 60  
 03/16/00 277,946 60 277,946 60  
 66,770 70 66,770 70

SOLD 9800 SHS 03/09/01 TO NATIONAL FINANCIAL SERVICES COR @ 8 0171  
 EPIX MEDICAL INC  
 COM  
 03/09/01 78,398 36 44,100 10  
 05/29/96 44,100 10 44,100 10  
 FL 34,298 26 SL 34,298 26

SOLD 12878 SHS 03/12/01 TO GOLDMAN SACHS @ 16 7246464  
 COLT TELCOM GROUP PLC ORD SHS  
 ISIN #GB0004246996, SEDOL #0424699  
 03/12/01 215,164 60 3,947 71  
 09/27/96 3,947 71 3,947 71  
 FL 211,616 89 SL 211,616 89

SOLD 9300 SHS 03/12/01 TO ERNST CO @ 53,8637  
 ALMERICA FINL CORP  
 COM  
 03/12/01 500,729 71 369,349 26  
 03/15/00 369,349 26 369,349 26  
 131,380 45 131,380 45

SOLD 9895 SHS 03/13/01 TO GOLDMAN SACHS @ 16 1189164  
 03/13/01 159,337 17 2,725 93  
 09/27/96 2,725 93 2,725 93  
 FL 156,611 24 SL 156,611 24

ACCOUNT 61-0004-00-4 FIDELITY FOUNDATION EQUITY SUB-ACCT

TAX IDENT NO 04-6131201  
 ADM OFFICER CAH  
 INV OFFICER RGM  
 LT 00  
 MT 00  
 ST 00  
 FEDERAL LOSS CARRYOVER

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

----- GAIN/LOSS -----  
 DATE SOLD NET PROCEEDS  
 FEDERAL TAX COST FEDERAL SHORT TERM FEDERAL LONG TERM  
 DATE ACQ FEDERAL TAX COST STATE SHORT TERM STATE LONG TERM  
 TRANSACTIONS DESCRIPTION

COLT TELECOM GROUP PLC ORD SHS  
 ISIN #GB0004246996, SEDOL #0424699

SOLD 18100 SHS 03/13/01 933,199 45  
 TO ERNST CO  
 @ 51,5797  
 ATLANTICA FINL CORP  
 COM

SOLD 5884 SHS 03/14/01 85,721 11  
 TO GOLDMAN SACHS  
 @ 14 5830949  
 COLT TELECOM GROUP PLC ORD SHS  
 ISIN #GB0004246996, SEDOL #0424699

SOLD 24319 SHS 03/15/01 344,888 02  
 TO GOLDMAN SACHS  
 @ 14 1960307  
 COLT TELECOM GROUP PLC ORD SHS  
 ISIN #GB0004246996, SEDOL #0424699

SOLD 3922 SHS 03/16/01 51,474 48  
 TO GOLDMAN SACHS  
 @ 13,1376893  
 COLT TELECOM GROUP PLC ORD SHS  
 ISIN #GB0004246996, SEDOL #0424699

SOLD 5884 SHS 03/28/01 71,049 74  
 TO GOLDMAN SACHS  
 @ 12 0871641  
 COLT TELECOM GROUP PLC ORD SHS  
 ISIN #GB0004246996, SEDOL #0424699

STATE MID TERM  
 FEDERAL MID TERM  
 STATE LONG TERM  
 FEDERAL LONG TERM

STATE TAX COST  
 FEDERAL TAX COST

STATE SHORT TERM  
 FEDERAL SHORT TERM

STATE LONG TERM  
 FEDERAL LONG TERM

ACCOUNT 61-0004-00-4 FIDELITY FOUNDATION EQUITY SUB-ACCT

TAX IDENT NO 04-6131201  
 ADM OFFICER GJM  
 INV OFFICER RGM

FEDERAL LOSS CARRYOVER  
 ST 00  
 MT 00  
 LT 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

DATE SOLD DATE ACQ FEDERAL TAX COST FEDERAL TAX COST  
 NET PROCEEDS FEDERAL LONG TERM FEDERAL SHORT TERM  
 GAIN/LOSS FEDERAL LONG TERM FEDERAL SHORT TERM STATE LONG TERM STATE SHORT TERM STATE MID TERM

SOLD 9806 SHS 03/29/01 TO GOLDMAN SACHS 105,836 81 03/29/01 2,701 42  
 @ 10 8038722  
 COLT TELECOM GROUP PLC ORD SHS ISIN #GB0004246996, SEDOL #0424699

SOLD 9807 SHS 03/30/01 TO GOLDMAN SACHS 102,783 30 03/30/01 2,701 69  
 @ 10 491098  
 COLT TELECOM GROUP PLC ORD SHS ISIN #GB0004246996, SEDOL #0424699

SOLD 35400 SHS 04/09/01 TO SBC WARBURG 416,891 84 04/09/01 868,240 67  
 @ 11 827  
 MOTOROLA INC

SOLD 7000 SHS 05/01/01 TO MERRILL LYNCH JAPAN INC, ON-SHR 848,189 49 05/01/01 149,246 62  
 @ 121 34  
 JAFCO CO LTD  
 SEDOL #6471439, ISIN #JFP3389900006

SOLD 29400 SHS 06/07/01 TO GOLDMAN SACHS 53,200 44 06/07/01 900,879 20  
 @ 1 8416  
 TELESYSTEM INTL WIRELESS INC  
 SUB VLG SHS

SOLD 76000 SHS 06/11/01 TO NATIONAL FINANCIAL SERVICES COR 706,800 81 06/11/01 1,058,991 37  
 @ 9 31304808  
 MITSUBISHI ESTATE LTD ORD

352,190 56- FL  
 352,190 56- SL

754,300 39- FL  
 754,300 39- SL

698,942 87 FL  
 698,942 87 SL

284,953 99- FL  
 284,953 99- SL

100,081 61 FL  
 100,081 61 SL

103,135 39 FL  
 103,135 39 SL

ACCOUNT 61-0004-00-4 FIDELITY FOUNDATION EQUITY SUB-ACCT  
 TAX IDENT NO 04-6131201  
 ADM OFFICER CAH  
 INV OFFICER RGM  
 LT  
 MT  
 ST  
 FEDERAL LOSS CARRYOVER 00  
 00  
 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

----- GAIN/LOSS -----  
 DATE SOLD NRT PROCEEDS  
 FEDERAL TAX COST  
 STATE TAX COST  
 FEDERAL SHORT TERM  
 STATE SHORT TERM  
 FEDERAL LONG TERM  
 STATE LONG TERM  
 FEDERAL MID TERM  
 STATE MID TERM

DATE ACQ	DESCRIPTION	DATE SOLD	NRT PROCEEDS	FEDERAL TAX COST	STATE TAX COST	FEDERAL SHORT TERM	STATE SHORT TERM	FEDERAL LONG TERM	STATE LONG TERM
06/12/01	SOLD 107000 SHS 06/12/01 TO NATIONAL FINANCIAL SERVICES COR @ 9 137516403 MITSUBISHI ESTATE LTD ORD SEDOL #6596729, ISIN #JJP3899600005	06/12/01	977,029 94	1,113,710 64	1,113,710 64			136,680 70- FL	136,680 70- SL
06/12/01	SOLD 21000 SHS 06/12/01 TO NATIONAL FINANCIAL SERVICES COR @ 3 465816 TODA CORP (JP,1860) SEDOL# 6893884, ISIN# JP3627000007	06/12/01	72,680 24	105,332 76	105,332 76			32,652 52-	32,652 52-
06/13/01	SOLD 67000 SHS 06/13/01 TO FIDELITY BRKG SVCS (JAPAN) @ 9.055690073 MITSUBISHI ESTATE LTD ORD SEDOL #6596729, ISIN #JJP3899600005	08/02/00	702,568 13	702,568 13			76,691 70-	19,569 91- FL	19,569 91- SL
06/13/01	SOLD 19000 SHS 06/13/01 TO FIDELITY BRKG SVCS (JAPAN) @ 3 63665896 OKUMURA CORP (JP,1833) ISIN #JP3194800003 SEDOL #6657808	06/13/01	69,048 21	66,723 63	66,723 63			2,324 58	2,324 58
06/13/01	SOLD 38000 SHS 06/13/01 TO J P MORGAN @ 3 358559322 TODA CORP (JP,1860) SEDOL# 6893884, ISIN# JP3627000007	07/13/00	127,446 71	183,053 75	183,053 75			55,607 04-	55,607 04-
06/14/01	SOLD 40000 SHS 06/14/01 TO FIDELITY BRKG SVCS (JAPAN)	08/02/00	141,860 92	139,739 68					2,121 24



ACCOUNT 61-0004-00-4 FIDELITY FOUNDATION EQUITY SUB-ACCT

TAX IDENT NO 04-6131201

ADM OFFICER CAH

INV OFFICER RGM

FEDERAL LOSS CARRYOVER

ST 00

MT 00

LT 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

DATE SOLD NRT PROCEEDS DATE ACQ FEDERAL TAX COST STATE TAX COST  
 FEDERAL SHORT TERM STATE SHORT TERM  
 FEDERAL LONG TERM STATE LONG TERM  
 GAIN/LOSS

STATE MID TERM FEDERAL MID TERM STATE MID TERM

06/19/01 47,976 62 48,159 78 48,159 78 183 16-  
 TO CS FST BOS (JAP) LTD TOR OFF  
 OKUMURA CORP (JP,1833)  
 ISIN #JP3194800003 SEDOL #6657808

06/19/01 90,746 60 125,277 22 125,277 22 34,530 62-  
 TO FIDELITY BRKG SVCS (JAPAN)  
 @ 3 13185108  
 TODA CORP (JP,1860)  
 SEDOL# 6893884, ISIN# JP3627000007

06/20/01 580,258 63 2,425,740 78 2,425,740 78 185,298 59-  
 TO COMMERCZ SECS (JP) CO LTD  
 @ 5481 812495  
 FUJI TELEVISION NETWORK INC TOKYO  
 (JP,4676) ISIN #JP3819400007  
 SEDOL #6036582

06/20/01 149,979 16 154,283 45 154,283 45 4,735 45-  
 TO CS FST BOS (JAP) LTD TOR OFF  
 @ 3 26498678  
 OKUMURA CORP (JP,1833)  
 ISIN #JP3194800003 SEDOL #6657808

06/20/01 78,776 82 110,109 37 110,109 37 33,332 55-  
 TO FIDELITY BRKG SVCS (JAPAN)  
 @ 3 031999039  
 TODA CORP (JP,1860)  
 SEDOL# 6893884, ISIN# JP3627000007

07/27/01 120,166 44 179,888 44 59,722 00-  
 SOLD 2400 SHS 07/27/01  
 TO MERRILL LYNCH JAPAN INC, ON-SHR



ACCOUNT 61-0004-00-4 FIDELITY FOUNDATION EQUITY SUB-ACCT FEDERAL LOSS CARRYOVER

TAX IDENT NO 04-6131201  
 ADM OFFICER CAH  
 INV OFFICER RGM  
 LT 00  
 MT 00  
 ST 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

----- GAIN/LOSS -----  
 DATE SOLD NET PROCEEDS FEDERAL TAX COST STATE TAX COST  
 DATE ACQ FEDERAL TAX COST STATE SHORT TERM STATE LONG TERM STATE MID TERM

50 06935176 SONY CORP ORD (JP,6758) ISIN #JP3435000009 SEDOL #6821506  
 07/30/01 1,333,498 33 2,128,679 87 795,181 54-  
 01/09/01 2,128,679 87 2,128,679 87 795,181 54-  
 SONY CORP ORD (JP,6758) ISIN #JP3435000009 SEDOL #6821506

28400 SHS 07/30/01 TO MERRILL LYNCH JAPAN INC, ON-SHR @ 46 96546235  
 07/30/01 1,677,828 92 2,705,821 95 1,027,993 03-  
 01/09/01 2,705,821 95 2,705,821 95 1,027,993 03-  
 SONY CORP ORD (JP,6758) ISIN #JP3435000009 SEDOL #6821506

36100 SHS 07/30/01 TO MERRILL LYNCH JAPAN INC, ON-SHR @ 46 5417131  
 07/30/01 1,677,828 92 2,705,821 95 1,027,993 03-  
 01/09/01 2,705,821 95 2,705,821 95 1,027,993 03-  
 SONY CORP ORD (JP,6758) ISIN #JP3435000009 SEDOL #6821506

2400 SHS 09/25/01 TO DEUTSCHE SECS LTD, TOK BR, OFF @ 16 04198649  
 09/25/01 38,446 87 41,431 98 41,431 98  
 08/02/00 41,431 98 41,431 98  
 DAITO TRUST CONS CO LTD (JP1878) ISIN #JP3486800000, SEDOL #6250508

12000 SHS 09/25/01 TO MORGAN STANLEY @ 5.585236  
 09/25/01 66,966 81 158,932 21 158,932 21  
 02/28/00 158,932 21 158,932 21  
 NIKKO SECURITIES CO LTD (JP8603) ISIN #JP3670000003, SEDOL #6640284

9200 SHS 09/26/01 TO DEUTSCHE SECS LTD, TOK BR, OFF @ 15 9589902  
 09/26/01 146,617 17 157,339 76 157,339 76  
 08/02/00 157,339 76 157,339 76  
 DAITO TRUST CONS CO LTD (JP1878) ISIN #JP3486800000, SEDOL #6250508

2,985 11- SL  
 2,985 11- FL  
 91,965 40- FL  
 91,965 40- SL  
 10,722 59- FL  
 10,722 59- SL

ACCOUNT 61-0004-00-4 FIDELITY FOUNDATION EQUITY SUB-ACCT  
 TAX IDENT NO 04-6131201  
 ADM OFFICER CAH  
 INV OFFICER RGM  
 LT  
 MT  
 ST  
 FEDERAL LOSS CARRYOVER 00  
 00  
 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

DATE SOLD DATE ACQ NRT PROCEEDS  
 FEDERAL TAX COST STATE TAX COST  
 FEDERAL SHORT TERM STATE SHORT TERM  
 FEDERAL LONG TERM STATE LONG TERM  
 FEDERAL MID TERM STATE MID TERM  
 ----- GAIN/LOSS -----

TRANSACTION DESCRIPTION	DATE SOLD	DATE ACQ	FEDERAL TAX COST	STATE TAX COST	NRT PROCEEDS	FEDERAL SHORT TERM	STATE SHORT TERM	FEDERAL LONG TERM	STATE LONG TERM	FEDERAL MID TERM	STATE MID TERM
SOLD 25000 SHS 09/26/01 TO MORGAN STANLEY @ 5 38571898 NIKKO SECURITIES CO LTD (JP8603) ISIN #JP3670000003, SEDOL #6640284	09/26/01	02/28/00	134,454 49	331,108 77	331,108 77			196,654 28- FL	196,654 28- SL		
SOLD 5600 SHS 09/27/01 TO DEUTSCHE SECS LTD, TOK BR, OFF @ 15 76093857 DATO TRUST CONS CO LTD (JP1878) ISIN #JP3486800000, SEDOL #6250508	09/27/01	03/13/00	88,137 69	90,633 25	90,633 25			2,495 56- FL	2,495 56- SL		
SOLD 3000 SHS 09/27/01 TO MORGAN STANLEY @ 5 214687005 NIKKO CORDIAL CORPORATION FORMERLY NIKKO SECURITIES CO LTD (JP8603) ISIN #JP3670000003, SEDOL #6640284	09/27/01	02/28/00	15,622 16	39,733 05	39,733 05			24,110 89- FL	24,110 89- SL		
SOLD 1000 SHS 09/27/01 TO MERRILL LYNCH - JAPAN @ 5 203275819 NIKKO CORDIAL CORPORATION FORMERLY NIKKO SECURITIES CO LTD (JP8603) ISIN #JP3670000003, SEDOL #6640284	09/27/01	02/28/00	5,195 99	13,244 35	13,244 35			8,048 36- FL	8,048 36- SL		
SOLD 6000 SHS 09/28/01 TO MORGAN STANLEY @ 5 325749937 NIKKO CORDIAL CORPORATION FORMERLY NIKKO SECURITIES CO LTD (JP8603) ISIN #JP3670000003, SEDOL #6640284	09/28/01	02/28/00	31,909 77	79,466 11	79,466 11			47,556 34- FL	47,556 34- SL		
SOLD 11000 SHS 10/01/01 TO DAIWA SECURITIES CO	10/01/01	02/29/00	59,702 63	144,558 42	144,558 42			84,555 79- FL			

ACCOUNT 61-0004-00-4 FIDELITY FOUNDATION EQUITY SUB-ACCT

TAX IDENT NO 04-6131201

ADM OFFICER CAH  
 INV OFFICER RGM

FEDERAL LOSS CARRYOVER

ST 00  
 MT 00  
 LT 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

DATE SOLD DATE ACQ  
 NET PROCEEDS FEDERAL TAX COST STATE TAX COST  
 FEDERAL SHORT TERM FEDERAL LONG TERM STATE SHORT TERM STATE MID TERM STATE LONG TERM STATE MID TERM

5 432579385 NIKKO CORDIAL CORPORATION FORMERLY ISIN #JP3670000003, SEDOL #6640284

10/02/01 107,368 34 247,777 90 247,777 90 140,409 56- FL 140,409 56- SL

10/02/01 136,473 40 289,668 34 289,668 34 153,194 94- FL 153,194 94- SL

10/04/01 99,678 41 134,372 64 134,372 64 34,694 23- FL 34,694 23- SL

10/05/01 35,907 56 47,425 64 47,425 64 11,518 08- FL 11,518 08- SL

11/09/01 375,210 62 480,273 80 105,063 18- FL

10/03/01 136,473 40 289,668 34 289,668 34 153,194 94- FL 153,194 94- SL

10/04/01 99,678 41 134,372 64 134,372 64 34,694 23- FL 34,694 23- SL

10/05/01 35,907 56 47,425 64 47,425 64 11,518 08- FL 11,518 08- SL

11/09/01 375,210 62 480,273 80 105,063 18- FL

08/17/00 480,273 80 105,063 18- FL

08/02/00 47,425 64 47,425 64 11,518 08- FL 11,518 08- SL

08/02/00 47,425 64 47,425 64 11,518 08- FL 11,518 08- SL

08/17/00 480,273 80 105,063 18- FL

11/09/01 375,210 62 480,273 80 105,063 18- FL

11/09/01 375,210 62 480,273 80 105,063 18- FL

11/09/01 375,210 62 480,273 80 105,063 18- FL

11/09/01 375,210 62 480,273 80 105,063 18- FL



ACCOUNT 61-0004-00-4 FIDELITY FOUNDATION EQUITY SUB-ACCT  
 TAX IDENT NO 04-6131201  
 ADM OFFICER CAH  
 INV OFFICER RGM  
 LT  
 MT  
 ST  
 FEDERAL LOSS CARRYOVER 00  
 00  
 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

----- GAIN/LOSS -----  
 FEDERAL LONG TERM  
 FEDERAL SHORT TERM  
 STATE LONG TERM  
 STATE SHORT TERM  
 FEDERAL MID TERM  
 STATE MID TERM

DATE SOLD	NET PROCEEDS	FEDERAL TAX COST	STATE TAX COST	FEDERAL SHORT TERM	STATE SHORT TERM	FEDERAL LONG TERM	STATE LONG TERM	STATE MID TERM
11/29/01	732,877 28	703,543 27	703,543 27	29,334 01	29,334 01			
SOLD 129000 SHS 11/29/01 TO DEUTSCHE SECUR LTD, TOK BR, OFF @ 5.689183293 SUMITOMO REALTY & DEVELOPMENT CO LTD (JP 8830) ISIN #JP3409000001, SEDOL #68588902								

11/30/01	738,584 86	1,228,551 89	1,228,551 89	489,967 03	489,967 03			
SOLD 112000 SHS 11/30/01 TO NIKKO SECURITIES @ 6.596638703 DAIWA SECURITIES CO LTD ORD ISIN #JP3502200003 SEDOL #6251448,								

12/03/01	168,681 03	285,199 55	285,199 55	116,518 52	116,518 52			
SOLD 26000 SHS 12/03/01 TO NIKKO SECURITIES @ 6.496769787 DAIWA SECURITIES CO LTD ORD ISIN #JP3502200003 SEDOL #6251448,								

12/04/01	184,590 46	329,076 40	329,076 40	144,485 94	144,485 94			
SOLD 30000 SHS 12/04/01 TO HSBC SECURITIES INC @ 6.160979887 DAIWA SECURITIES CO LTD ORD ISIN #JP3502200003 SEDOL #6251448,								

12/05/01	269,925 18	481,612 26	481,612 26	211,687 08	211,687 08			
SOLD 44000 SHS 12/05/01 TO HSBC SECURITIES INC @ 6.140174367 DAIWA SECURITIES CO LTD ORD ISIN #JP3502200003 SEDOL #6251448,								

12/06/01	406,368 08	693,764 61	693,764 61	281,396 53	281,396 53			
SOLD 64000 SHS 12/06/01 TO HSBC SECURITIES INC								

FEDERAL LOSS CARRYOVER ST 00 MT 00 LT 00

TAX IDENT NO 04-6131201  
 ADM OFFICER CAH  
 INV OFFICER RGM

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

DATE SOLD DATE ACQ  
 NET PROCEEDS FEDERAL TAX COST  
 FEDERAL TAX COST FEDERAL LONG TERM  
 FEDERAL SHORT TERM STATE SHORT TERM  
 FEDERAL LONG TERM STATE LONG TERM

STATE MID TERM  
 STATE MID TERM  
 STATE MID TERM

ACCOUNT 61-0004-00-4 FIDELITY FOUNDATION EQUITY SUB-ACCT  
 TAX IDENT NO 04-6131201  
 ADM OFFICER CAH  
 INV OFFICER RGM

TRANSACTION DESCRIPTION

DAIWA SECURITIES CO LTD ORD  
 SEDOL #6251448, ISIN #JP3502200003

TOTALS

~~46,021,913.40~~  
~~49,260,993.61~~  
~~49,260,993.61~~

~~2,504,082.10~~  
~~0.501,022.40~~

~~653,499.69~~  
~~964,409.63~~

PROCEEDS # 45,651,344.20  
 TAX COST 49,368,293.51

(S/T) # < 2,584,822.48 >

(L/T) # < 1,132,126.83 >

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Manner Acquired Deprec.	(f) Date Acquired Gain or Loss	Date Sold
Destiny I	4,000,000.	6,632,144.	0.	Purchased 0.	<2,632,144.>	
Capital Gains Dividends from Part IV					192,234.	
Total to Form 990-PF, Part I, line 6a					<6,156,872.>	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Div & Int via Commtech Int'l Partnership	234.	0.	234.
FMR Corp	447,590.	0.	447,590.
Less: Duplicate reporting of one Lucent Div by Strategic Advisers	<1,563.>	0.	<1,563.>
Less: Non receipt of other Lucent Div	<1,563.>	0.	<1,563.>
Lucent Technologies	3,126.	0.	3,126.
National Financial Services Corp	33,011.	0.	33,011.
Strategic Advisers, Inc.	5,596,503.	192,234.	5,404,269.
Strategic Advisers, Inc. - Foreign Taxes Paid	<96,291.>	0.	<96,291.>
Total to Fm 990-PF, Part I, ln 4	5,981,047.	192,234.	5,788,813.

Form 990-PF Other Income Statement 3

Description	Amount
Royalty Income via CommTech P-ship K-1	5,063.
Other inc via Commtech	<4,896.>
Total to Form 990-PF, Part I, line 11, Column A	167.

Form 990-PF	Legal Fees			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Sullivan & Worcester	17,593.	0.	0.	17,593.	
To Fm 990-PF, Pg 1, ln 16a	17,593.	0.	0.	17,593.	

Form 990-PF	Accounting Fees			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
PricewaterhouseCoopers, LLP	20,730.	0.	0.	20,730.	
To Form 990-PF, Pg 1, ln 16b	20,730.	0.	0.	20,730.	

Form 990-PF	Other Professional Fees			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Strategic Advisers, Inc.	1,367,783.	928,234.	928,234.	439,549.	
To Form 990-PF, Pg 1, ln 16c	1,367,783.	928,234.	928,234.	439,549.	

Form 990-PF	Taxes			Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Federal Excise	470,000.	0.	0.	0.	
To Form 990-PF, Pg 1, ln 18	470,000.	0.	0.	0.	



Form 990-PF Other Expenses Statement 8

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Fidvest LTD. - Insurance	15,292.	0.	0.	0.
State Filing Fees	335.	0.	0.	0.
Miscellaneous Administrative Fees	1,993.	0.	0.	0.
To Form 990-PF, Pg 1, ln 23	17,620.	0.	0.	0.

Form 990-PF Other Investments Statement 9

Description	Book Value	Fair Market Value
See Attached Listing	174,941,543.	217,236,484.
Total to Form 990-PF, Part II, line 13	174,941,543.	217,236,484.

**FIDELITY FOUNDATION**  
**SCHEDULE OF INVESTMENTS**

*December 31, 2001*

<u>Number of</u> <u>shares</u>	<u>Common stock</u>	<u>Cost</u>	<u>Value</u>
69,000	Alexandria Real Estate Eqts Inc.	\$ 2,381,051	\$ 2,835,900
71,100	AMBAC Finl Group Inc.	2,403,236	4,113,846
25,100	Asatsu Dk Inc.	1,270,875	489,701
205,000	BJ Svcs Co.	1,682,865	6,652,250
100,100	Capital Radio Plc.	1,567,369	1,110,109
9,810,218	COLT Telecom Group Plc.	2,659,968	16,186,860
109,000	Comcast Corp.	1,990,803	3,924,000
32,800	Daito Trust Cons Co. Ltd.	473,409	501,184
443,000	Daiwa Securities Co. Ltd.	4,378,587	2,325,750
112,500	Elan Plc. ADR	5,089,003	5,069,250
59,700	Fannie Mae	2,341,467	4,746,150
320,100	Freddie Mac	13,697,778	20,934,540
22,000	Furukawa Electric Co. Ltd.	124,698	116,600
4,370	Inktomi Corp.	64,553	29,323
91,600	JAFCO Co Ltd.	4,058,168	5,494,168
59,100	Japan Medical Dynamic Marketing	2,158,120	1,296,950
8	JSAT Corp. Tokyo	65,414	43,780
13,000	Kokusai Securities Co. Ltd.	102,676	75,270
78,151	Lucent Technologies Inc.	640,218	492,351
767,000	Marusan Securities	2,895,594	1,986,530
36,700	Microsoft Corp.	1,405,996	2,431,375
103	Mitsubishi Tokyo Finl Group	1,513,668	690,068
69,000	Nichicon Corporation	1,745,771	756,930
50,380	Nippon System Development Co. Ltd.	2,826,696	2,004,116
1,546,000	Nomura Securities Co Ltd.	20,619,639	19,788,800
65	NTT Docomo Inc.	1,171,815	762,957
54,000	Omnicom Group	2,206,526	4,824,900
358	Per-Se Technologies Inc.	-	3,849
481	Per-Se Technologies Inc. Warrants	-	48
58,500	Pfizer Inc.	2,535,670	2,331,225
50,500	Sabre Holdings Corp.	2,195,025	2,138,675
3,780	Scottish Radio Holdings Plc	52,457	50,198
106,000	Senshukai Co Ltd.	609,440	233,200

**FIDELITY FOUNDATION**  
**SCHEDULE OF INVESTMENTS**

*December 31, 2001*

<b>Number of shares</b>	<b><u>Common stock, continued</u></b>	<b><u>Cost</u></b>	<b><u>Value</u></b>
292,000	Shinko Securities Co Ltd	\$ 1,034,097	\$ 391,280
75,000	Trizetto Group Inc.	107,250	984,000
21,900	Yamada Denki Co Ltd.	1,788,197	1,535,256
	<b>Total common stock</b>	<b>89,858,099</b>	<b>117,351,389</b>
	<b><u>Mutual funds</u></b>		
224,384	Fidelity Advisor High Income	2,001,509	1,976,824
243,051	Fidelity Aggressive Growth	7,880,670	4,622,823
226,038	Fidelity Asset Manager Income	2,431,300	2,561,006
110,854	Fidelity Contrafund	3,615,113	4,741,242
349,839	Fidelity Destiny I Portfolio	5,457,126	4,456,952
433,711	Fidelity Diversified International	6,072,722	8,275,208
209,452	Fidelity Dividend Growth	3,780,442	5,933,770
124,707	Fidelity Growth Company	4,685,763	6,636,880
375,484	Fidelity Japan	5,258,560	3,416,902
1,985,585	Fidelity Japan Smaller Companies	16,915,597	12,668,033
155,426	Fidelity Low Priced Stock	4,029,321	4,261,775
104,701	Fidelity Magellan	6,732,433	10,911,918
133,945	Fidelity OTC Portfolio	4,947,786	4,175,053
23,742	Fidelity Select Energy	500,000	553,894
20,317	Fidelity Select Energy Services	500,000	600,975
11,854	Fidelity Select Health Care	1,501,421	1,508,551
28,538	Fidelity Select Natural Gas	500,285	532,241
215,419	Fidelity Value	8,161,922	11,096,234
	<b>Total mutual funds</b>	<b>84,971,970</b>	<b>88,930,281</b>
	<b><u>Preferred stock</u></b>		
1,100	Chorum Technologies	18,964	18,964

**FIDELITY FOUNDATION**  
**SCHEDULE OF INVESTMENTS**

*December 31, 2001*

<b><u>Number of</u></b>	<b><u>Other investments</u></b>	<b><u>Cost</u></b>	<b><u>Value</u></b>
100,000	Commtech International L P *	\$ 92,506	\$ 276,750
4,141	FMR Corp Series A Participating Preferred*	1	3,125,131
1,505	FMR Corp. Series A-1 Participating Preferred*	1	1,135,793
2,258	FMR Corp Series A-2 Participating Preferred*	1	1,704,067
2,874	FMR Corp Series A-3 Participating Preferred*	1	2,168,950
3,346	FMR Corp Series A-4 Participating Preferred*	1	2,525,159
	<b>Total other investments</b>	<b>92,511</b>	<b>10,935,850</b>
	<b>Total investments</b>	<b>\$ 174,941,544</b>	<b>\$ 217,236,484</b>

*\* Indicates restricted securities or interests.*

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Schedule B

Statement 10

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2,044,000 shs of Colt Telecom Group Ord shs (Amount of Gift \$563,122)

Fidelity Foundation

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.)
1a Strategic Advisers Inc (See Attached Listing) <sup>STMT 1</sup>	P	Various	Various
b Strategic Advisers Inc (See Attached Listing) <sup>STMT 1</sup>	P	Various	Various
c via Commtech Int'l	P		
d Destiny I	P		
e Capital Gains Dividends			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a <2,584,822.>			<2,584,822.>
b 48,236,167.		49,368,294.	<1,132,127.>
c <13.>			<13.>
d 4,000,000.		6,632,144.	<2,632,144.>
e 192,234.			192,234.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			** <2,584,822.>
b			<1,132,127.>
c			<13.>
d			<2,632,144.>
e			192,234.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	<6,156,872.>
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) If (loss), enter "-0-" in Part I, line 8	3	<2,584,822.>

**FIDELITY FOUNDATION**  
E I N # 04-6131201  
ATTACHMENT TO 2001 FORM 990-PF  
RETURN OF PRIVATE FOUNDATION

STATEMENT REQUIRED BY REG §53 4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) **Grantee:** Bermuda Underwater Exploration Institute  
Pembroke Hall, 42 Crow Lane, Pembroke, HM19 Bermuda

(2) **Date and Amount Paid:**  
\$ 96,000 00      09/14/00

(3) **Purpose:** Construction of facilities

(4) **Amount of Grant Spent by Grantee:** \$ 96,000 00

(5) **Diversion:**

To the knowledge of the foundation, and based on the report furnished by the grantee, no part of the grant funds have been used for other than their intended purpose

(6) **Dates of Reports Received from Grantee:** November 8, 2001 and April 8, 2002

(7) **Verification:**

Fidelity Foundation reviewed the Grant Report on April 25, 2002 but did not undertake any verification of the grantee's reports, as there has not been any reason to doubt their accuracy or reliability (Reg §53 4945-5(c))

**FIDELITY FOUNDATION**  
E I N # 04-6131201  
ATTACHMENT TO 2001 FORM 990-PF  
RETURN OF PRIVATE FOUNDATION

STATEMENT REQUIRED BY REG 53 4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) **Grantee.** Frog Pond Foundation, Inc  
82 Devonshire Street, Boston, MA 02109

(2) **Date and Amount Paid:**

\$ 2,500,000 00                      10/25/2001

(3) **Purpose:** Operating support

(4) **Amount of Grant Spent by Grantee:** \$1,036,952 00

(5) **Diversion:**

To the knowledge of the foundation, and based on the report furnished by the grantee, no part has been used for other than its intended purpose

(6) **Date of Report(s) Received from Grantee:** April 19, 2002

(7) **Verification:**

Fidelity Foundation reviewed the Grant Report on April 25, 2002 but did not undertake any verification of the grantee's reports, as there has not been any reason to doubt their accuracy or reliability (Reg 53 4945-5(c))



Fidelity Foundation

EIN 04-6131201

Attachment to 2001 Form 990-PF

Part VIII – List of Officers, Directors, Trustees and Foundation Managers

The Foundation has no employees. It is a party to an investment management and administrative services agreement with Strategic Advisers, Inc., a subsidiary of FMR Corp., which provides the Foundation with the necessary administrative services to conduct its activities. Through this arrangement, Anne-Marie Soulliere, the Foundation Director, is indirectly compensated for her services devoted to the Foundation. The amount of her compensation properly allocable to work for the Foundation was \$43,412.

## Background

- ◆ Since the founding of Fidelity Investments in the 1940s, the company has had a tradition of charitable giving, the Foundation formalized that commitment. The Fidelity Foundation was established in 1965 by Edward C. Johnson 2d, founder of Fidelity Investments, and Edward C. Johnson 3d, present chairman and chief executive officer, to represent Fidelity's philanthropic interests in the communities where it does business.
- ◆ Over the past 30 years, the Fidelity Foundation, usually as an anonymous donor, has distributed grants totaling more than \$50 million to a broad range of non-profit organizations. Approximately one-third of the giving is directed to community development and services, one-third to arts and cultural organizations, and one-third to medical research and education, the latter principally by matching the gifts of Fidelity Investments employees.
- ◆ Fidelity Foundation currently directs the majority of its grants to major corporate locations in the northeast, midwest, southwest and west, centered in Boston, MA, Covington, KY, Dallas, TX, Marlborough, MA, Merrimack, NH, New York, NY, Smithfield, RI, Salt Lake City, UT, and Toronto, Canada.
- ◆ The directors of the Fidelity Foundation are Edward C. Johnson 3d, Abigail P. Johnson, and Ross E. Sherbrooke.

## Guidelines

- ◆ Grants are made for organization and management development, special projects, and capital campaigns.
- ◆ Grants are not made to start-up, sectarian or civic organizations, public school systems, disease-specific associations, or individuals.
- ◆ Grants are not made for operating support, video or film projects, scholarships, sponsorships, benefit events or corporate memberships.

- ◆ The Fidelity Foundation does not make multi-year pledges and does not normally award grants to any organization in successive years.
- ◆ Over \$7 million is distributed annually in grants nationwide generally ranging from \$10,000 to \$50,000. Grants do not normally support the entire cost of a project.

## Application Procedure

*(Please no folders binders or packaging)*

Application is made in a letter of request with supporting materials including

- ① Summary form
- ② Organization history and objectives
- ③ Description of request and rationale
- ④ Itemized project budget
- ⑤ A list of other funders and status of each request
- ⑥ Current operating budget
- ⑦ Most recent audited financial statements
- ⑧ List of officers/directors with affiliations
- ⑨ IRS 501(c)(3) determination letter

Complete proposals received by the March 30 / September 30 deadlines will receive decisions by August 1 / February 1 respectively.

**Applicants to the Fidelity Foundation may not submit proposals simultaneously to the Edward C. Johnson Fund or to the Fidelity Non-Profit Management Foundation**

## Direct proposals to:

Margaret H. Morton  
Vice President, Program  
Fidelity Foundation  
82 Devonshire Street S3  
Boston, MA 02109  
617-563-6806

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Fidelity Foundation

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# Fidelity Foundation

## SCHEDULE OF GRANTS TO CHARITABLE AND EDUCATIONAL ORGANIZATIONS

for the year ended December 31, 2001

<b>Foundation Grants</b>					
Frog Pond Foundation, Inc	\$	2,500,000	American Red Cross Salt Lake Chapter	\$	50,000
Peabody Essex Museum Inc		2,200,000	Brookline Library Foundation		50,000
Boston Symphony Orchestra Inc		2,020,000	Cathedral High School		50,000
St Paul's Cathedral Trust in America		750,000	Cornell Univ		50,000
Nashoba Brooks School		500,000	Exec Service Corps of New England, Inc		50,000
The Norman Rockwell Mus at Stockbridge		450,000	Girl Scouts of Rhode Island, Inc		50,000
Appalachian Mountain Club		300,000	Huntington Theatre Company Inc		50,000
Boston Public Library Foundation Inc		300,000	Jobs For Youth-Boston Inc		50,000
S.L.C. Realty Inc		280,000	Milton Academy		50,000
Pine Street Inn, Inc		250,000	Museum of Science		50,000
The Carroll School		250,000	N Kentucky Univ Foundation Inc		50,000
The Pro Arte Chamber Orchestra of Boston		250,000	Nativity Boston Inc		50,000
City Year Inc		200,000	Newton-Wellesley Hospital		50,000
Historic Deerfield, Inc		200,000	Providence CityArts for Youth Inc		50,000
U of Mass Foundation Inc		200,000	South Boston Neighborhood House Inc		50,000
Babson College		150,000	Suffolk Univ		50,000
Friends of the Longfellow House Inc		150,000	The Enterprise Foundation		50,000
Lakes Region Conservation Trust		150,000	The Valley Forge Historical Society		50,000
Local Initiatives Support Corporation		150,000	Trustees of Boston Univ		50,000
Preservation Society of Newport County		150,000	United Way of New York City		50,000
The Carroll Center for the Blind Inc		150,000	Women's Crisis Ctr of N Kentucky Inc		50,000
The Spanish Colonial Arts Society Museum		150,000	Boston Baroque Inc		45,000
Young Men's Christian Assoc Greater Cin		150,000	Ford Hall Forum, Inc		45,000
Citizen Schools, Inc		125,000	St Luke's Chamber Ensemble		45,000
United Way of Mass Bay		125,000	Arlington Women's Shelter Inc		40,000
Yale Univ		125,000	Children's Friend and Service		40,000
Pioneer Institute, Inc		115,340	Emmanuel Music		40,000
Smithfield Learning Center, Inc		103,020	Mass College of Art Foundation, Inc		40,000
Dallas Children's Theater		100,000	Trustees of Phillips Academy		40,000
Institute of Contemporary Art		100,000	Child Care Group		38,100
Japan Society Inc (NY)		100,000	Arts & Bus Coun of New York City, Inc		35,000
Nonprofit Finance Fund		100,000	Chelsea Jewish Nursing Home Foundation		35,000
Somerset House Art History Foundation		100,000	Family Service, Inc		35,000
Utah Zoological Society		100,000	John Woodman Higgins Armory, Inc		35,000
World Music, Inc		100,000	Meeting Street Center		35,000
The Greater Cincinnati Foundation		83,000	Preservation Society of Pawtucket		35,000
Elderhostel, Inc		75,000	The Japan Society of Boston		35,000
Friends of the Match School		75,000	The Nature Conservancy-RJ		35,000
Management Consulting Services		75,000	TX International Theatrical Arts Society		35,000
S Shore Young Men's Christian Assn		75,000	Urban Edge Housing Corporation		35,000
Trinity Repertory Company		75,000	Salt Lake Rape Crisis Center, Inc		32,000
Visiting Nurse Association of Boston		75,000	Ballet West		30,000
The Way Home		70,000	Boston Living Center Inc		30,000
Boston Modern Orchestra Project, Inc		65,000	Comm Legal Svcs and Counseling Center		30,000
Habitat for Humanity, Salt Lake Valley		65,000	Dallas Black Dance Theatre		30,000
Boston Urban Youth Foundation Inc		60,000	Devereux Foundation		30,000
House of the Seven Gables		60,000	Old Merchant's House of New York		30,000
New Hampshire College		60,000	The American Music Center		30,000
Operation A B L E of Greater Boston, In		55,000	The New Hampshire Charitable Foundation		30,000
Amer Friends of the St Hermitage Mus		50,000	Winton Hills Med & Health Center, Inc		30,000
Amer Heart Association Dallas, Texas		50,000	Women & Infants Hospital of Rhode Island		30,000

# Fidelity Foundation

## SCHEDULE OF GRANTS TO CHARITABLE AND EDUCATIONAL ORGANIZATIONS

for the year ended December 31, 2001

<b>Foundation Grants</b>					
The Children's Museum	\$	27,500	Crossroads for Kids, Inc	\$	20,000
Adoptive Families Together		25,000	Historic Boston Incorporated		20,000
Alzheimer Society of Canada		25,000	Institute of International Education		20,000
American International College		25,000	Lynn Historical Society		20,000
Arthritis Foundation		25,000	Nashua Symphony Association		20,000
Ballet Theatre of Boston		25,000	Newport Art Museum and Art Association		20,000
Behringer-Crawford Museum Board of Trust		25,000	Providence Art Club		20,000
Big Bro /Big Sist of S Middlesex Inc		25,000	The Chorus of Westerly		20,000
Boston Early Music Festival, Inc		25,000	The Hospitality Program Inc		20,000
Boston Health Care for Homeless Prog		25,000	Memorial Hospital		19,859
Boston Landmarks Orchestra		25,000	Jewish Vocational Service		18,000
Casa Myrna Vazquez, Inc		25,000	The Marblehead Historical Society		17,790
Chapel Hill Chauncy Hall School		25,000	Ensemble Theatre of Concord		16,034
China Institute in America Incorporated		25,000	Agassiz Village Inc		15,000
Chorus America Association of Professio		25,000	Friends of the Shattuck Shelter		15,000
Classics for Kids Foundation		25,000	Greater Boston Youth Symph Orch, Inc		15,000
Ellis Memorial & Eldredge House, Inc		25,000	New England Legal Foundation		15,000
Essex County Community Foundation		25,000	Northeastern Univ		15,000
Evergreen Environmental Foundation		25,000	Sun Valley Summer Symphony		15,000
Greater Lawrence Family Health Center		25,000	Vancouver Art Gallery		15,000
Harbinger		25,000	Young Men's Christian Assn Greate		15,000
Junior Achievement Incorporated		25,000	Boys and Girls Clubs of Boston		12,500
Little Brothers - Friends of the Elderly		25,000	Council on Foundations Inc		12,500
Maine College of Art		25,000	Park City International Jazz Foundation		12,500
Malden Young Mens Christian Association		25,000	National Society for the Prevention of B		12,000
Med Academic & Sci Comm Org, Inc		25,000	The Maine Volunteer Connection		12,000
Museum of Modern Art		25,000	Covington Protestant Children's Home		11,500
National Executive Service Corps		25,000	Camp Allen, Inc		10,500
National Trust for Historic Preservation		25,000	Child Care Resource Center, Inc		10,000
National Youth Science Foundation		25,000	Harvard Univ		10,000
New Hampshire Preservation Alliance		25,000	International Society		10,000
NW Community Nursing & Health Service		25,000	Mass General Hospital		10,000
Primary Source Inc		25,000	Mass Immgrnt & Refugee Advocacy Coalit		10,000
Project Adventure		25,000	National Center on Nonprofit Enterprise		10,000
Research Inst for Learning & Development		25,000	Talking Information Center Inc		10,000
Shakespeare & Company Inc		25,000	The Vineyard House		10,000
St Joseph Health Svcs of Rhode Island		25,000	Trust for City Hall Plaza Inc		10,000
St Mary's Women and Infants Center of D		25,000	Wasatch Humane/Help Save the Animals, Inc		10,000
Tenacity, Inc		25,000	Wediko Children's Services		10,000
The Alf Engen Ski Museum Foundation		25,000	Wellspring House, Inc		10,000
The Associated Grantmakers of MA, Inc		25,000	United South End Settlements		9,000
The Natl Conf for Comm and Justice		25,000	Essex Hist Soc & Shipbuilding Museum		7,000
Univ of Alberta		25,000	Camp Starfish, Inc		5,500
Univ of Utah		25,000	Dance Umbrella Boston Inc		5,000
Whittier Street Health Ctr Comm, Inc		25,000	Governor Wentworth Arts Council Inc		5,000
Xavier Univ		25,000	Hospice-VSNW WPHC Inc		5,000
Young Men's Christian Assn of Nashua		22,312	South Shore Art Center, Inc		5,000
International Institute of Boston Inc		22,200	The Foundation Center		1,500
Bloorview MacMillan Children's Centre		20,000	Fidelity Investment Charitable Gift Fund		500
Boston Bar Foundation, Inc		20,000			
Cincinnati Institute of Fine Arts		20,000			
			<b>Total Foundation Grants</b>		<b>18,192,155</b>

# Fidelity Foundation

## SCHEDULE OF GRANTS TO CHARITABLE AND EDUCATIONAL ORGANIZATIONS for the year ended December 31 2001

### Matching Gifts

Boston College	\$	110,996	Yeshiva of Flatbush	\$	9,000
Babson College		50,184	Xavier Univ		8,858
Belmont Hill School		42,300	Philips Academy		8,850
Harvard Univ		41,860	Al Khoei Benevolent Fdn /Al-Amal School		8,500
College of the Holy Cross		34,470	Clark Univ		8,500
Dartmouth College		32,370	Assumption College		8,400
Univ of Pennsylvania		30,145	Manhattan College		8,200
Villanova Univ		27,700	Commonwealth School		8,072
Lexington Christian Academy		26,600	Trustees of Tufts College		7,967
Brookwood School, Inc		25,250	Univ of Michigan		7,900
Delphi Schools Inc		25,000	Providence College		7,872
Hotchkiss School The		22,700	St Lawrence Univ		7,600
Boston College High School		22,650	Fenn School The		7,350
Cathedral High School-Boston		20,520	Trinity College		7,350
Noble and Greenough School		20,150	Shore Country Day School		7,000
Brown Univ		18,666	Skidmore College		7,000
Bates College		17,268	U of Connecticut Foundation Inc		6,950
Nashoba Brooks School		16,761	Roxbury Latin School, The		6,845
Duke Univ		16,366	Buckingham Browne and Nichols School		6,800
Chestnut Hill School		15,500	Seven Hills Schools The		6,800
St John s Preparatory School		15,340	U of Mass Foundation - Amherst		6,610
Wellesley College		14,750	Tower School		6,600
Univ of Notre Dame		14,350	Weslevan Univ		6,600
Mass Institute of Technology		14,250	Georgetown Univ		6,530
Colby College		14,100	Oberlin College		6,500
MA College of Art Foundation Inc		14,000	Univ of Vermont		6,500
St Sebastian s Country Day School		13,700	Johns Hopkins Univ		6,450
Milton Academy		13,500	Williams College		6,415
Univ of Rhode Island Foundation		13,500	Northwestern Univ		6,400
Stonehill College		12,870	Brunner and May School		6,300
Salve Regina Univ		12,800	Univ of Utah		6,200
Xaverian Brothers High School		12,700	Yale Univ		6,200
Dexter School		12,300	Kents Hill School		6,142
Newton Country Day School of the Sacred		12,300	Charles River School		6,000
Trustees of Boston Univ		12,275	Chatham College		6,000
Saint John s Seminary Corp		11,600	Mother Caroline Academy for Girls Inc		6,000
Bentley College		10,990	Gordon College		5,950
New York Univ		10,800	Park School, The		5,628
Cornell Univ		10,650	Univ at Buffalo Foundation, Inc		5,540
Colgate Univ		10,160	Brigham Young Univ		5,500
Smith College		9,820	Randolph-Macon Woman s College		5,500
Univ of Chicago		9,800	Holy Cross High School (Covington)		5,450
Pine Hill Waldorf School Inc		9,500	Winsor School, Inc		5,450
Shady Hill School		9,500	Emmanuel College		5,418
Bowdoin College		9,194	Northeastern Univ		5,200
Simmons College		9,110	Rivers Country Day School		5,200
Imago School Association, Inc		9,000	St Peter s Grammar School (Cambridge)		5,200
Shulamith School for Girls Inc		9,000	Middlebury College		5,150
St John the Evangelist School (Wellesle		9,000	Swarthmore College		5,100
St Patrick s High School		9,000	Thomas More College		5,100

# Fidelity Foundation

## SCHEDULE OF GRANTS TO CHARITABLE AND EDUCATIONAL ORGANIZATIONS for the year ended December 31 2001

### Matching Gifts

Marietta College	\$	5,000	Ohio Wesleyan Univ	\$	3,400
St Thomas High School		5,000	Phillips Exeter Academy		3,400
Baptist Bible Fellowship Intnall New Tes		4,900	The Montessori Comm Sch , Inc Scituate		3,400
U of CA of Los Angeles Foundation		4,850	Lakehill Preparatory School		3,350
Lawrence Academy The		4,800	Lehigh Univ		3,250
Wheaton College (MA)		4,670	U of Mass Foundation Lowell		3,240
Univ of Virginia Fund		4,630	Miami Univ Foundation		3,200
Fayerweather Street School Inc		4,600	Roanoke College		3,200
Saint Mary s College		4,600	St Thomas Aquinas Catholic School TX		3,200
Bishop Brossart High School		4,550	St Ursula Academy High School		3,200
Aldeph: Univ		4,500	Associated Beth Rivka School for Girls		3,100
Carleton College		4,500	Derby Academy		3,100
Chabad Day School		4,500	Suffolk Univ		3,100
Eckerd College		4,500	The Canisius High School of Buffalo NY		3,100
Hopkins Committee of Trustees, Inc		4,500	Mount Holyoke College		3,040
Illinois College		4,500	Regis College for Women (MA)		3,038
McQuaid Jesuit High School		4,500	Big Apple Institute Inc		3,000
Princeton Univ		4,500	Briar Cliff College		3,000
Putnam Indian Field School		4,500	College of New Rochelle, The		3,000
St Margaret Mary School		4,500	Governor Dummer Academy		3,000
Vermont Academy		4,500	Malvern Preparatory School		3,000
Immaculate Conception School (Everett)		4,475	St Catherine of Siena School		3,000
Ripon College		4,475	St Clare High School		3,000
Fairfield Univ		4,400	Thayer Academy		3,000
Fordham Univ		4,400	Towson State Univ Foundation		3,000
Washington & Lee Univ		4,334	Univ of Redlands		3,000
Ohio State Univ Development Fund		4,281	Univ of Wisconsin - Green Bay		3,000
Jesuit College Preparatory School		4,255	New York Military Academy		2,951
U of California, Berkeley Foundation		4,100	The College of Wooster		2,900
Bethel Christian Academy		4,000	Texas A & M Univ		2,890
Grunnell Coll (Trustees of IA College)		4,000	Merrimack College		2,884
St Anthony Catholic School		4,000	Univ of Oklahoma Foundation Inc		2,834
Susquehanna Univ		4,000	Elmira College		2,800
Rowland Hall - St Mark s School		3,950	Immaculate Conception School (Texas)		2,800
Boston Latin School Foundation Inc		3,900	Pingree School - MA		2,800
Saint Anselm College		3,900	Archbishop Williams High School		2,700
Saint Michael s College		3,850	New England Conservatory of Music		2,700
Belmont Day School		3,800	Gordon School		2,666
Berklee College of Music Inc		3,800	Blessed John XXIII National Seminary		2,600
Hobart and William Smith Colleges		3,800	Hartwick College		2,600
Leland Stanford Junior Univ		3,800	School of the Museum of Fine Arts		2,600
La Salle High School		3,768	U of Tx @ San Antonio Alumni Assn		2,600
Amherst College		3,725	Notre Dame Academy Hingham MA		2,500
The Epiphany School, Inc (MA)		3,700	St Joseph s Preparatory School		2,500
St Joseph s School		3,606	St Paul School (KY)		2,500
Bucknell Univ		3,600	The Bancroft School		2,500
U of North Carolina at Chapel Hill		3,550	Univ of New Hampshire Foundation		2,500
Scranton Preparatory School		3,500	Yeshiva Gedolah Zichron Moshe		2,500
Wesleyan School - GA		3,500	St Paul s School		2,467
Assoc of Graduates of the United States		3,400	Teaneck Community Charter School		2,455

# Fidelity Foundation

## SCHEDULE OF GRANTS TO CHARITABLE AND EDUCATIONAL ORGANIZATIONS for the year ended December 31 2001

### Matching Gifts

Austin Preparatory School	\$	2,450	Salem State College Foundation	\$	1,900
Memphis Univ School		2,400	Summit Country Day School		1,900
Nativity Boston Inc		2,400	Ursuline Academy—Dedham		1,900
Brooks School		2,350	Xavier High School		1,900
Unity School Endowment, Inc		2,350	Univ of Arizona Foundation		1,868
Central Catholic High School of Lawrence		2,300	Middlesex School		1,850
Comm Sch Association/Pine Hill School		2,300	Siena College		1,760
Lawrence School PTO, Inc		2,300	Dickinson College		1,750
Northfield Mount Hermon School		2,250	Wake Forest Univ		1,750
Our Lady of Lourdes Regional High School		2,250	Texas Tech Foundation, Inc		1,700
St Vincent College		2,250	Wheeler School, The		1,700
Columbia Univ		2,240	New England School of Law		1,600
Holderness School		2,214	NW State Univ Foundation Inc		1,600
Univ of Texas at Austin		2,204	Tabor Academy		1,600
Franklin & Marshall College		2,200	Brandeis Univ		1,550
Our Lady of Lourdes School (Cin OH)		2,100	Univ of Rochester		1,550
Salisbury School, Incorporated		2,100	Solomon Schechter Day School, Inc (Newt		1,540
St Martha Catholic School		2,094	Allegheny College		1,500
Advent School, The		2,000	Davidson College		1,500
Assumption High School		2,000	Glen Urquhart School		1,500
Boston Renaissance Charter School, The		2,000	Hillside School		1,500
Brescia College		2,000	Kimball Union Academy		1,500
CA Polytech State Univ Foundation		2,000	Southlake Christian Academy		1,500
Calvary Christian School		2,000	St Ann s Home Inc		1,500
Colorado College		2,000	St Peter Marian Central Catholic Jr/Sr		1,500
Conway School of Landscape Design		2,000	The Oratory Catholic Preparatory School		1,500
Cuyahoga Valley Christian Academy		2,000	The Park School of Buffalo		1,500
Dedham Country Day School		2,000	Tulane Univ		1,500
Deerfield Academy		2,000	U of NE at Omaha Alumni Association		1,500
Fdn for Salem Public Education, Inc		2,000	Univ of Wisconsin Foundation		1,500
Houghton College		2,000	Yeshiva Yagdil Torah		1,500
Murray School District Foundation		2,000	Beloit College		1,400
N Shore Comm College Foundation Inc		2,000	Bishop Fenwick High School (Peabody)		1,400
Providence Hebrew Day School Inc		2,000	Bryn Mawr College		1,400
Siena Heights Univ		2,000	Dana Hall School		1,400
Solomon Schechter Day School of the Merr		2,000	Denison Univ		1,400
St Joseph's College		2,000	Federated Council of Beth Jacob Schools		1,400
St Leo the Great School		2,000	Mount Saint Mary s College		1,400
St Therese Little Flower Day School		2,000	Newport Central Catholic High School		1,400
St Veronica School		2,000	The Mercersburg Academy		1,400
The Harlev School		2,000	Delbarton School		1,370
The Montrose Foundation Inc d/b/a Mont		2,000	Pomfret School		1,368
The South Area Solomon Schechter Day Sch		2,000	Centre College		1,367
Univ of Maine		2,000	Hamilton College		1,350
Univ of South Alabama Foundation		2,000	Kenyon College		1,340
Washington Episcopal School		2,000	Connecticut College		1,300
Worcester Polytechnic Institute		1,962	Pennsylvania State Univ		1,300
St John s High School Shrewsbury		1,950	William Marsh Rice Univ		1,300
First Baptist Church (Abundant Life Scho		1,900	Wright State Univ Foundation, Inc		1,300
Rensselaer Polytechnic Institute		1,900	Vassar College Development Office		1,290

# Fidelity Foundation

## SCHEDULE OF GRANTS TO CHARITABLE AND EDUCATIONAL ORGANIZATIONS

*for the year ended December 31 2001*

### Matching Gifts

Union College	\$	1,250	St. Xavier High School (OH)	\$	1,000
DePaul Univ		1,200	State Univ. of New York, Cortland		1,000
Keuka College		1,200	Univ. of Southern California		1,000
Maryville College		1,200	Univ. of Southern Maine		1,000
Springfield College		1,200	Univ. of Steubenville		1,000
State Univ. of Iowa Foundation		1,200	Ursuline Academy (Dedham)		1,000
U. of CT Foundation Incorporated		1,200	Western Reserve Academy		1,000
Univ. of Mass. Boston		1,200	Pike School, Inc., The		920
Wayland Public Schools Fdn., Inc., The		1,200	Corporation of Haverford College		900
Westminster School		1,200	Manhattanville College		900
Catholic Univ. of America		1,168	St. George's School		900
College of William & Mary		1,150	Williston Northampton School, The		900
Cathedral High School - Springfield		1,100	Northern Kentucky Univ. Inc.		854
Howard Univ.		1,100	South Lancaster Academy		840
Loomis Chaffee School		1,100	Cambridge College		800
Rollins College		1,100	Fay School Inc.		800
Sudbury Education Resource Fund, Inc.		1,100	Mercy High School, MI		800
Texas Christian Univ.		1,100	Mount Saint Charles Academy		800
The Univ. of Texas at Dallas		1,100	Mount Union College		800
St. Mary of the Annunciation School		1,075	Noble Street Charter School		800
Sacred Heart High School		1,067	Parents & Teachers of Thornton's Ferry Sc.		800
Archbishop Curley High School		1,000	Pope John XXIII High School (Everett)		800
Bishop Dwenger High School		1,000	St. Mark's School of Southborough		800
Central College		1,000	St. Rita School for the Deaf		800
Fontbonne Academy - Congregation of the S.		1,000	The Gunnery School		800
Greenfield Community College Foundation		1,000	Univ. of Dayton		800
Holy Trinity Regional School		1,000	Wabash College		800
Indiana Univ. Foundation		1,000	Lake Forest College		760
Intl. School of Brussels Foundation		1,000	Horace Mann School		750
Kent Place School		1,000	Matignon High School		750
Kent School Corporation		1,000	Sunny Hills Elementary School PTA		750
Kingsley Montessori School, The		1,000	Western Michigan Univ. Foundation		750
Le Moyne College		1,000	Bryant College of Business Administration		730
MacDuffie School, The		1,000	Sweet Briar College		710
Marist College (NY)		1,000	Academy of Notre Dame - Tyngsboro, MA		700
Methodist Theological School in Ohio		1,000	Brookline Foundation		700
Mill Valley Schools Community Foundation		1,000	Canterbury School Inc.		700
Moravian Academy		1,000	Cape Cod Academy, Inc.		700
Mundelein Seminary		1,000	Catholic Memorial High School		700
Norfolk Catholic Schools		1,000	Goucher College		700
North Shore Christian School Society		1,000	Groton School		700
Presbyterian Day School		1,000	High Point Academy		700
Putney School		1,000	Hillsdale College		700
Regis High School (NY)		1,000	Jesuit High School		700
Southern Methodist Univ.		1,000	Lawrenceville School, The		700
St. Francis Academy (PA)		1,000	Naval Academy Endowment Trust, Inc.		700
St. Francis Solano School		1,000	Nichols School of Buffalo		700
St. John the Evangelist School-Beverly		1,000	North Adams State College Foundation, In		700
St. Mary - Sacred Heart School		1,000	North Bennet Street School		700
St. Therese School		1,000	Rhode Island College Alumni Association		700



# Fidelity Foundation

## SCHEDULE OF GRANTS TO CHARITABLE AND EDUCATIONAL ORGANIZATIONS

*for the year ended December 31 2001*

### Matching Gifts

St Anthony School	\$	700	Marv mount College	\$	500
St Bernard s High School		700	Medfield Coalition for Public Education		500
St Clement s School		700	Mother of Mercy High School		500
St Peter s Prep (NJ)		700	Mount Saint Joseph Academy - VT		500
Syracuse Univ		700	Notre Dame Academy Worcester		500
Trustees of the Hamline Univ		700	Notre Dame High School (NY)		500
Univ of North Texas		700	Our Lady of Providence High School		500
US Coast Guard Academy Alumni Assn Inc		700	Pope John XXIII High School (NJ)		500
Westover School Inc		700	Selwyn School, The		500
Elder High School		692	Sewickley Academy		500
Harding Univ Inc		680	St Bonaventure Univ		500
San Miguel Education Center		664	St Elizabeth School		500
Norwell Education Foundation		650	St John Regional School		500
Tenacre Country Day School		650	The Greenwood School		500
St Henry District High School		604	U of NH Fdn -Plymouth State Colleg		500
American International College		600	Univ of Minnesota Foundation		500
Cardinal Spellman High School		600	Ursuline Academy, St Louis		500
Choate Rosemarv Hall Foundation Inc		600	Waterford Institute Inc		500
Cincinnati Hills Christian Academy Inc		600	Wayland Baptist Univ		500
College of Mount St Joseph		600	Westridge School for Girls		475
Eliot School Trustees		600	St Martin of Tours School		460
Episcopal School of Dallas		600	Emerson College		450
Lafayette College		600	Lawrence Univ		450
Malden Catholic High School		600	Univ of Miami		450
Marquette Univ		600	Westwood Educational Foundation		450
Marvelwood School, The		600	Kansas State Univ Foundation		404
Purdue Foundation Inc The		600	Academy of the Holy Names (FL)		400
Rutgers Univ Foundation		600	Allen-Chase Foundation/Eaglebrook School		400
St Alcuin Montessori School		600	Archbishop Stepinac High School		400
St U of NY at Albany Foundation, Inc		600	Bridgewater State College Foundation		400
The Bear Creek School		600	Butler Univ		400
Trinity School Inc (Cincinnati)		600	Coolidge School Science Olympiad		400
Univ of Maryland Foundation Inc		600	Cornerstone Montessori School		400
Univ School Alumni Association		600	Drexel Univ		400
Aspen Parent Faculty Association		570	Fitchburg State College Foundation, Inc		400
Ursuline Academy - OH		540	George Mason Univ		400
Academy of Our Lady of Good Counsel		500	Holy Cross High School (NY)		400
Archbishop Moeller High School		500	Holy Name Central Catholic High School		400
Austin College		500	Long Island Univ		400
Berea College		500	Marist School (GA)		400
Ecole Bilingue		500	NM State Univ Foundation Inc		400
Green Mountain College		500	Pope John XXIII Natl Seminary (Weston)		400
Hamden Hall Country Day School		500	Radcliffe College		400
Hebron Academy, Inc		500	St Domitilla School		400
Hockaday School, The		500	St Paul Catholic High School (CT)		400
Hvde School		500	St Pius V School		400
Jewish Theological Seminary of America		500	The Baylor School (TN)		400
Judge Memorial Catholic High School		500	The Ethical Culture Fieldston School		400
Kean Coll of NJ Alumni Assn , Inc		500	U of Mass Dartmouth Foundation		400
Landmark School, Inc		500	Univ of Alabama		400
Lexington Education Foundation Inc		500			

# Fidelity Foundation

## SCHEDULE OF GRANTS TO CHARITABLE AND EDUCATIONAL ORGANIZATIONS for the year ended December 31 2001

### Matching Gifts

Univ of Kentucky	\$	400	Berwick Academy	\$	200
Ursuline Academy (Cinn )		400	Brophy College Preparatory		200
Wayne State Univ		400	Case Western Reserve Univ		200
Univ of Detroit Mercy		375	Central Catholic High School (Toledo)		200
Board of Directors of Wittenberg College		350	Central Catholic High School-Bloomington		200
Epiphany School (NY)		350	Colby-Sawyer College		200
Northern Illinois Univ Foundation		350	Collegiate Schools The		200
Pine Manor College		350	Colorado State Univ Foundation		200
Albany Academy for Girls		340	Columbia Grammar and Preparatory School		200
WV Univ Foundation, Inc		340	Connecticut Junior Republic		200
Strake Jesuit College Preparatory		333	Covington Latin School		200
Univ of New Hampshire Foundation Keene		320	Development of Marian Education Inc (Ma		200
Amer Graduate Sch of Intl Management		300	Divine Providence School		200
American College The		300	Dover and Sherborn Education Fund, Inc		200
American Society for Technion Isreal Ins		300	Durham Academy		200
Archbishop Molloy High School		300	Eastern Nazarene College		200
Beth Medrash Govoha		300	Fountain Valley School of Colorado		200
Central Michigan Univ		300	Germantown Friends School		200
Cincinnati Country Day School		300	Gilman School		200
Concord Academy		300	Gustavus Adolphus College		200
Covington Catholic High School		300	Interlochen Center for the Arts		200
Illinois Institute of Technology		300	Jacksonville Univ		200
Iowa State Univ Foundation		300	LaSalle Academy		200
Loyola College MD		300	Louisiana Tech Univ		200
Lynchburg College		300	Macalester College		200
McCallie School, Inc The		300	Madonna High School (IL)		200
Monmouth College		300	Marian High School (Nebraska)		200
Mount Saint Joseph Academy		300	McNicholas High School		200
Protestant Episcopal Cathedral Foundatio		300	Menlo School		200
Radford College Foundation Incorporated		300	Miami Valley School		200
Rivier College		300	Michigan State Univ		200
St Andrew s School of Delaware, Inc		300	Mills College		200
The UC San Diego Foundation		300	Milwaukee School of Engineering		200
Univ of Denver (Colorado Seminary)		300	Mount Saint Joseph Academy (PA)		200
Univ of Maine at Orono		300	Newton Country Day School of the Sacred		200
LaSalle Institute		280	Newton Schools Foundation Inc		200
Daniel Webster College		270	NFA Fdn Inc - Norwich Free Academy		200
Fordham Preparatory School		250	Northborough Education Foundation		200
Hutchison School		250	Palos Verdes Peninsula Ed Foundation		200
Mt Martyr College		250	Park School of Baltimore Inc		200
Newark Academy		250	Peru State College Foundation Inc		200
SF State Univ Foundation, Inc		220	Plattsburgh College Foundation, Inc		200
Gonzaga College High School		216	Rider Univ		200
Abilene Christian Univ		200	Saint Joseph s College (Maine)		200
Angelo State Univ Foundation		200	Saint Louis Univ		200
Ascension School		200	Savio Prep , Inc		200
Atlantic Union College		200	Schofield School PTO		200
Augustana College		200	Shackleton Schools, Inc		200
Baldwin-Wallace College		200	St Philip School (KY)		200
Belmont Education Foundation		200	St Saviour High School		200

# Fidelity Foundation

## SCHEDULE OF GRANTS TO CHARITABLE AND EDUCATIONAL ORGANIZATIONS

*for the year ended December 31 2001*

### Matching Gifts

St U of New York at Plattsburgh	\$	200	Emory Univ	\$	100
Taft School Corporation		200	Eugene Bible College		100
Teachers College Columbia Univ		200	Framingham State College Foundation Inc		100
The Good Shepherd School, Inc		200	Georgetown Preparatory School		100
The Univ of Arkansas Endowment and		200	Gonzaga Prep Sch Fdn of Spokane, WA		100
Town Ctr Elementary Parent Teacher Org		200	Grace Presbyterian School		100
Trinity Catholic High School CT		200	Guilford College		100
Trustees of the Spence School Inc		200	Harpeth Hall School		100
Univ of California, Santa Barbara		200	Hiram College		100
Univ of Dallas		200	Hofstra Univ		100
Univ of Missouri		200	Hollins College		100
Univ of Nebraska Foundation		200	James Madison U Foundation, Inc		100
Univ of Northern Iowa Foundation		200	John Burroughs School		100
Univ of Pittsburgh		200	Journey School Foundation		100
Univ of Washington Foundation		200	Kent State Univ Foundation		100
Ursuline Academy of Dallas		200	Lake Catholic High School		100
Washington State Univ Foundation		200	Lakeside Elementary School PTO		100
Washington Univ		200	Lesley College		100
Willamette Univ		200	Lulja School PTA		100
Yeshiva Toras Chesed		200	Lincoln School		100
Knox College		170	Lovola Univ of Chicago		100
Friends Academy (N Dartmouth)		150	Marian High School for Young Women (MI)		100
Lasalle Univ		150	Marshall Univ		100
Monsignor Bonner High School		150	McAuley High School		100
Mt St Mary's Seminary of the West/Athe		150	Metairie Park Country Day School		100
Owensboro Catholic High School		150	Mill Neck Manor Lutheran School for the		100
St Joseph High School (NJ)		150	Norwich Univ		100
U of St Andrews Amer Foundation, Inc		150	Notre Dame College		100
Academy of Our Lady of Mercy		100	NW Catholic High School Foundation		100
Alfred Univ		100	Ohio Univ Fund, Inc. The		100
Andover Newton Theological School		100	Oklahoma City Univ		100
Army & Navy Academy		100	Paul Smiths College of Arts and Sciences		100
Associate Alumnae of Douglass College		100	Peter Noyes PTO		100
Bank Street College of Education		100	Pinkerton Elementary PTO		100
Baylor Univ		100	Portsmouth Abbey School		100
Beaver College		100	Potsdam College Foundation Inc		100
Binghamton Univ Foundation		100	Presentation of Mary Academy NH		100
Bishop Feehan High School		100	Proctor Academy		100
Bishop Stang High School		100	Punahou School		100
Brazosport College Foundation		100	Renbrook School, Incorporated		100
Brewster Academy		100	Rippowan Cisqua School		100
Cardigan Mountain School		100	Rocky Hill School		100
Carnegie Mellon Univ		100	Roger Bacon High School		100
Cathedral High School (IN)		100	Roger Williams Univ		100
Catholic Central High School (MI)		100	Roland Park Country School, Inc		100
Central Catholic High School of Canton		100	Sacred Heart Academy (Hamden CT)		100
Chamunade Development Fund, Inc		100	San Diego State Univ Foundation		100
Chamunade Univ of Honolulu		100	St Mary of the Assumption School		100
East Catholic High School		100	St Monica School (TX)		100
Ellis School		100	St Peter Marian Central Catholic Jr/Sr		100

# Fidelity Foundation

## SCHEDULE OF GRANTS TO CHARITABLE AND EDUCATIONAL ORGANIZATIONS for the year ended December 31 2001

### Matching Gifts

The Rumson Country Day School	\$	100
Thomas College		100
Trinity High School		100
Trustees of Thornton Academy		100
Univ of Colorado Foundation		100
Univ of Delaware		100
Univ of Texas at Arlington		100
Upland Country Day School		100
Utah State Univ		100
Utica College of Syracuse Univ		100
Walsh Jesuit High School		100
West Virginia Wesleyan College		100
Wheelock College		100
Whitinsville Society for Christian Instr		100
Wichita St U Endowment Association		100
Worcester State College Foundation, Inc		100
Xavier Foundation		100
Indian Mountain School		75
Champlain College		50
Seton High School		50
Shipley School The		50
St Denis Parish School		50
Returned Checks		(5 115)
<b>Total Matching Gifts</b>	<b>\$</b>	<b>2,016,849</b>
<b>Total Foundation Grants</b>	<b>\$</b>	<b>18,192,155</b>
<b>Total Grants</b>	<b>\$</b>	<b>20,209,004</b>