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Form **990-PF**

AMENDED RETURN- PART XIII DISTRIBUTIONS FROM CORPUS

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2006

OMB No 1545-0052

Department of the Treasury Internal Revenue Service Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

	Ford	alen	idar year 2006, or tax year beginning NOV	1, 2006	, and ending	OCT 31, 2007	
	G C	heck	all that apply: Initial return I	Final return X /	Amended return	Address change	Name change
	مواا	the	IRS Name of foundation			A Employer identification	number
7		abel.	CONTRACTOR TO THE PROPERTY OF	ON			
2012	Oth	erwi	se C/O BEATRICE G. CRAIN			20-4310219	
		print		livered to street address)	Room/suite	B Telephone number	
9		type		VE	5906	312-644-15	30
	See	•	City or town, state, and 7IP code		· · · · · · · · · · · · · · · · · · ·	C If exemption application is p	
CI	Instr	uctio	CHICAGO, IL 60611			D 1. Foreign organizations	
0	H C	heck	type of organization: X Section 501(c)(3) ex	empt private foundation		Foreign organizations me check here and attach co	eting the 85% test,
ш				Other taxable private founda	tion		•
POSTMARK DATE	I Fa		arket value of all assets at end of year J Accounting		X Accrual	E If private foundation sta under section 507(b)(1)	(A), check here
₽¥	(fre		· —	her (specify)		F If the foundation is in a	• •
94	,,		38,057,063. (Part I, colui		pasis)	under section 507(b)(1)	
品片	Pa	rt I	Analysis of Revenue and Expenses	(a) Revenue and	(b) Net investment	(c) Adjusted net	(d) Disbursements
72			(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	expenses per books	income	income	for charitable purposes (cash basis only)
1		1	Contributions, gifts, grants, etc., received				· · · · · · · · · · · · · · · · · · ·
		2	Check X If the foundation is not required to attach Sch. B		· · · · · · · · · · · · · · · · · · ·		
		3	Interest on savings and temporary cash investments	533,940.	533,940.	0.	STATEMENT 1
		4	Dividends and interest from securities	1,333,212.	1,333,212.		STATEMENT 2
٠.			Gross rents	125,243.	89,412.	I	STATEMENT 3
3			Net rental income or (loss) 125,243.				<u></u> -
NOV 05 2012	_		Net gain or (loss) from sale of assets not on line 10	2,115.		RFCF	IVED
50	Je e	b	Gross sales price for all assets on line 6a 2,551,847.				
0	Revenue	7	Capital gain net income (from Part IV, line 2)		2,115.	<u> </u>	l os
\geq	æ	8	Net short-term capital gain		 	OCT 1	7 2012
Z							188
_		10a	Gross sales les le Arn UNIT	-		OCDE	VIIT -
SCANNED		b	Income modifications Gross sales les l'AvriUTH UNIT and allowances ECE VED Less Cost of goods sold	"			4, 01
Z		C	Gross profit or (loss)				
Z		11	Other income OCT 2 2 2012	7.	7.		STATEMENT 4
Ş		12	Total. Add lines 1 through 11	1,994,517.	1,958,686.	0.	
%		13	Compensation of officers diverting trustees, etc	0.	0.	0.	0.
		14	Other employee salahe Daho wages	245,859.	49,172.	0.	196,687.
	'n	15	Pension plans, employee benefits				
	Expenses	16a	Legal fees STMT 5	71,306.	0.	0.	71,306.
	per	b	Accounting fees STMT 6	44,950.	0.	0.	44,950.
		C	Other professional fees STMT 7	6,421.	6,421.	0.	0.
	live		Interest		1 505		
	and Administrativ	18	Taxes STMT 8	54,383.	1,785.	0.	7,138.
	uis	19	Depreciation and depletion	1,848.	1,848.	0.	
	a	20	Occupancy			ļ <u>.</u>	<u> </u>
	Υþ	21	Travel, conferences, and meetings				<u></u>
	au	22	Printing and publications	6 000	6 000		ļ
	ing	23	Other expenses STMT 9	6,000.	6,000.	0.	0.
	Operating	24	Total operating and administrative	420 767	CE 22C		200 001
	Ğ		expenses Add lines 13 through 23	430,767.	65,226.	0.	320,081. 455,750.
	-		Contributions, gifts, grants paid	455,750.			455,750.
		26	Total expenses and disbursements.	006 517	65 226	_	775 021
			Add lines 24 and 25	886,517.	65,226.	0.	775,831.
			Subtract line 26 from line 12	1,108,000.			
			A Not investment income (if pageting only)	1,100,000.	1,893,460.	 	
			Divine the state of the state o		1,000,400	0.	
		`	1 HA For Privacy Act and Paperwork Reduction	Act Notice see the instruc	tione	1	Form 990-PF (2006)

08361011 796142 CRAINMALING

<u></u>	art	Balance Sheets Attached schedules and amounts in the description	Beginning of year	End of	
<u> </u>	arı	Balance Sheets column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing	•	470,196.	470,196.
	2	Savings and temporary cash investments		491,176.	491,176.
	3	Accounts receivable ►			
		Less; allowance for doubtful accounts ▶	•		
	4	Pledges receivable ▶		·-	
		Less: allowance for doubtful accounts ▶			•
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other			
		disqualified persons			
	7	Other notes and loans receivable	, <u>-</u> ,		
		Less: allowance for doubtful accounts ▶			
ţ	8	Inventories for sale or use			
Assets	9	Prepaid expenses and deferred charges			
ĕ	10a	Investments - U.S. and state government obligations STMT 11	0.	24,950,000.	24,950,000.
	b	Investments - corporate stock STMT 12	0.	10,966,672.	10,950,000.
	C	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis			
		Less accumulated depreciation			
	12	Investments - mortgage loans			
	13	Investments - other STMT 13	0.	438,077.	1,098,064.
	14	Land, buildings, and equipment: basis ► 107,435. Less accumulated depreciation ► 58,948.			
		Less accumulated depreciation 58,948.		48,487.	48,487.
	15	Other assets (describe ► INTEREST RECEIVABLE)	0.	49,140.	49,140.
	16	Total assets (to be completed by all filers)	0.	37,413,748.	38,057,063.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
es	19	Deferred revenue	-	· ·	
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
jab.	21	Mortgages and other notes payable			
_	22	Other liabilities (describe)			
			2		
	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here			
ç		and complete lines 24 through 26 and lines 30 and 31.		27 412 740	
nce		Unrestricted	· ·	37,413,748.	
alaı		Temporarily restricted			
d B	26	Permanently restricted			
Fund Bala		Foundations that do not follow SFAS 117, check here			
o.		and complete lines 27 through 31.			
sts	27	· · · · · · · ·			
Assets	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
Net A	29	Retained earnings, accumulated income, endowment, or other funds	0.	37,413,748.	
ž	30	Total net assets or fund balances		37,413,740.	
	21	Total liabilities and not assets/fund balances	0.	37,413,748.	
_	31			37,413,740.	
Р	art	Analysis of Changes in Net Assets or Fund B	alances		
1	Tota	net assets or fund balances at beginning of year - Part II, column (a), line	30		
	(mu	st agree with end-of-year figure reported on prior year's return)		1	0.
2	Ente	r amount from Part I, line 27a		2	1,108,000.
3	Othe	r increases not included in line 2 (itemize)	SEE ST	ATEMENT 10 3	36,305,748.
4	Add	lines 1, 2, and 3		4	37,413,748.
		eases not included in line 2 (itemize)		5	0.
6	Tota	net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	olumn (b), line 30	6	37,413,748.
					Form 990-PF (2006)

20-4310219 Form 990-PF (2006) C/O BEATRICE G. CRAIN Page 3 Part IV Capital Gains and Losses for Tax on Investment Income (b) How acquired (a) List and describe the kind(s) of property sold (e.g., real estate, (c) Date acquired (d) Date sold P - Purchase D - Donation 2-story brick warehouse, or common stock, 200 shs. MLC Co.) (mo., day, yr.) (mo., day, yr.) 1a 82 SH NEW AMER HIGH INCOME 0 COUPON $\overline{\mathtt{p}}$ 10/04/07 10/15/07 b FEDERAL HOME LOAN BANK CONS 4.875% P 02/15/02 02/15/07 c US TREASURY NOTES SER D 2007 6.125% P 08/15/97 08/15/07 d COLLECTIBLES-COINS AND PLATES $\overline{\mathtt{D}}$ VARIOUS VARIOUS e CASH IN LIEU-LUCENT SHARES P VARIOUS 07/15/07 (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (e) Gross sales price (or allowable) (e) plus (f) minus (g) plus expense of sale <6,287.> 2,050,000. 2,056,287. а 250,000. 232,543. 17,457. b 250,000. 239,998. 10,002. C 20.904 <19.064.> d 1,840. е 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 (j) Adjusted basis (k) Excess of col. (i) Losses (from col. (h)) (i) F M V. as of 12/31/69 as of 12/31/69 over col. (1), if any <6,287.> а 17,457. b 10,002. C <19.064.> d 7. е { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 } 2,115. 2 Capital gain net income or (net capital loss). 2 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). 0. If (loss), enter -0- in Part I, line 8 Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income Part V (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. Yes X No Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part. Enter the appropriate amount in each column for each year; see instructions before making any entries. (d)
Distribution ratio
(col. (b) divided by col. (c)) (a)
Base period years
Calendar year (or tax year beginning in) Adjusted qualifying distributions Net value of noncharitable-use assets 25,526,529. 52,709,742. .484285 2005 3,036,042. 59,204,501. .051281 2004 59,601,824. .057654 3,436,266. 2003 3,489,885. 59,123,114. .059027 2002 3,115,191 55,873,062. .055755 2001 .708002 2 2 Total of line 1, column (d) 3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years .141600 3 the foundation has been in existence if less than 5 years 36,728,369. Enter the net value of noncharitable-use assets for 2006 from Part X, line 5 4 5,200,737. Multiply line 4 by line 3 5 18,935. Enter 1% of net investment income (1% of Part I, line 27b) 6 5,21<u>9,672.</u> 7 7 Add lines 5 and 6 775,831. 8 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.

α / α	BEATRICE	7 (2	CDATM

Part VII Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 07 4948 - see instructions)		990-PF (2006) C/O BEATRICE G. CRAIN			4310219		Page 4
Dates of ruling letter: Demestic boundations that meet the section 4940(e) requirements in Part V, chick here 1 37,869.				948	- see instru	ctio	ns)
b Domestic foundations that meet the section 4947(a) requirements in Part V, chack here ▶ ☐ and enter 1% of Part I, line 127. c All other domestic foundations enter 2% of line 27b, Exempt foreign organizations enter 4% of Part I, line 12, col. (b) 2 Tax uoder section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 2 Add lines 1 and 2 3 377, 869. 4 0 3 377, 869. 4 0 5 Tax based on line settment income. Subtract line 4 from line 3.1 tzero or less, enter -0- 5 Cordest/Payments: 2 2 000 estimated tax payments and 2005 overpayment credited to 2006 6 East 3 33, 000. 5 Exempl foreign organizations - tax withheld at source 6 East 3 33, 000. 7 065, 000. 8 Esteri any penalty for underpayment of estimated tax. Other there is the first mean of the first means of the first mean of the first means of the firs	1a						
of Part I, line 27b c. All there domestic foundations enter 2% of time 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-) 3 Add lines 1 and 2 3 C. Subtlet & (nomes) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3.1 fzero or less, enter -0- 5 Circlists/Payments 2 000 estimated tax payments and 2005 overpayment credited to 2006 6 Exempt foreign organizations - tax withhelid at source 6 Exempt foreign organizations - tax withhelid at source 6 Exempt foreign organizations - tax withhelid at source 6 Exempt foreign organizations - tax withhelid at source 6 Exempt foreign organizations - tax withhelid at source 6 Exempt foreign organizations - tax withhelid at source 6 Exempt foreign organizations - tax withhelid at source 7 Color 1 Total credits and payments. Add lines 8s through 6d 8 Enter any penalty for underpayment of estimated tax. Check here if 1 form 2200 is attached 9 Tax dee If the foll of lines 5 and 8 se more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the lotal of lines 5 and 8, enter the amount overpaid 10 Overpayment of line 10 to 6x credited to 2007 estimated tax. 2 6, 980 . Refunded in 10 in 2007 estimated 1 lines 200 is attached 10 Total credits and payments. Regarding Activities 12 During the tax year, did the foundation alternate to influence any national, state, or local legislation or did it participate or inferiore in 1 on 200 is a stanched 10 Depart VII-IA. Statements Regarding Activities 10 Underspending to 1 lines 1 lines 1 local credited to 2007 estimated tax. 10 Underspending to 1 lines						_ · _	٠
a All other domestic foundations enter 2% of time 27b. Exempt foreign arganizations enter 4% of Part L Jine 12, coll. (b) 2 0. 3 3 37, 869. 4 Sublible A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter-0-) 5 1 Tax based on investment income. Subtract line 4 from line 3.1 tz arc or less, enter-0- 6 Credist/Payments: 6 37, 869. 6 Credist/Payments: 7 2006 estimated tax payments and 2005 overpayment credited to 2006 8 Exempt foreign organizations - tax withheld at source 1 Tax paid with application for extension of time to file (Form 8868) 8 e 3 32,000. 8 Exher any pearity for under payment of estimated tax. Check here ☐ if Form 2220 is attached 9 1 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount over ☐ if Form 2220 is attached 9 1 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount over ☐ if Form 2220 is attached 9 1 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount over ☐ if Form 2220 is attached 9 1 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount over ☐ if Form 2220 is attached 9 1 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount over ☐ if Form 2220 is attached 10 Everypayment. If line 7 is more than line lot lot lines 6 and 6, enter the amount overpaid 11 Enter the amount of line 10 to be: Credited to 2007 estimated tax. Payment overpaid 12 Enter the amount of line 10 to be: Credited to 2007 estimated tax. Payment overpaid 13 Louring the tax year, od the foundation attempt to influence any national, state, or local legislation or did it participate or interview in any political campaign? 14 Lines A statements Regarding Activities 15 During the tax year, od the foundation attempt to influence any nationals, state, or local legislation or did it participate or interview in any political campaign. 15 During the tax year, of the foundation interview in the state of the	b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here 🕒 📖 and enter	er 1%	_1_	3	7,8	<u>69.</u>
2 Tax under section 51 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 4 3 37, 869. 3 37, 869. 4 Subbitle A (accome) tax (ścomestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 6 Credits**Pyments** a 2006 estimated tax payments and 2005 overpayment credited to 2006 6 Exempt foregron orginazions -1 star withheld at source 6 Tax paid with application for extension of time to the (Form 8868) 6 Total credits and payments. Add lines 6a through 66 8 Enter any penelty for underpayment of setimated tax. Check here in form 2200 is attached 7 Total credits and payments. Add lines 6a through 68 8 Enter any penelty for underpayment of setimated tax. Penelt in the close of the total of lines 5 and 68 enter the amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 68. 1 Enter the amount of line 10 to the "Credited to 2007 estimated tax." 2 6, 980. Retunded 10 Total credits and payments. Penelty for credited to 2007 estimated tax. Penelty for political purposes (see instructions for definition)? 1 During the tax year, did the loundation alternity to influence any national, state, or local legislation or did it participate or interview in any political campagn? 5 Dot at spend more than \$100 during the year (either derivities and the contract of the sectives and copies of any maternals published or distributed by the foundation in connection with the activities and copies of any maternals published or distributed by the foundation or connection with the activities and copies of any maternals published or distributed by the foundation machine protein the form the section seed of the compass of the section seed of the compass of the section seed of the section		·					
3 3 37,869. 3 3 37,869. 5 1ax based on investment income. Subtract line 4 from line 3, free or less, enter-0- 6 Credis/Payments: 2 2006 estimated tax payments and 2005 overpayment credited to 2006 b Exempt foreign organizations - tax withheld at source 1 2 a 2006 estimated tax payments and 2005 overpayment credited to 2006 b Exempt foreign organizations - tax withheld at source 1 2 a 2006 estimated tax payments and 2005 overpayment credited to 2006 b Exempt foreign organizations - tax withheld at source 1 2 a 2006 estimated by patients of the creditions of the total following erroneously withheld 7 Total credits and payments. Add lines 6 bit prough 64 8 151. 9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. Hin no 7 is more than the total of lines 5 and 8, enter the amount ower line 10 to be. Credited to 2007 estimated tax. 10 Overpayment. Hin no 7 is more than the total of lines 5 and 8, enter the amount ower line 10 to be. Credited to 2007 estimated tax. 11 Enter the amount of line 10 to be. Credited to 2007 estimated tax. 12 During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 10 During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 10 During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any optimization and properties of the activities and copies of any materials published or distributed by the foundation in connection with the activities and copies of any materials published or distributed by the foundation or connection with the activities 1 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: 1 (1) On the foundation have unrelated business goes income of \$1,000 or more during the year: 1			2, col. (b) ノ		=		-
4 Subtile A (econer) bits (formestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. if zero or less, enter -0- 6 Credity-Pyments' 2 006 estimated tax payments and 2005 overpayment credited to 2006 5 Exempt foreign organizations -1 tax withhelid at source c Tax paid with application for extension of time to title (Form 8868) 6 G 32,000. 6 B Bockup withholding erroneously withheld 7 Total credits and payments. Add lines 5a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached 8 Tax due If the total of lines 5 and 8 is more than fine 7, enter amount owed 9 Tax due If the total of lines 5 and 8 is more than fine 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to be Credited to 2007 estimated tax. 12 G, 980. Refunded ► 11 13 During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 14 the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities 1 but the foundation in Form 1120-POL for this year? 1 Has the foundation engaged in any activities that have not previously been reported to the IRS? 1 Has the foundation engaged in any activities that have not previously been reported to the IRS? 1 Has the foundation engaged in any activities that have not previously been reported to the IRS? 1 Has the foundation managers by S 0. (2) On foundation managers. S 0. 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 1 Has the foundation engaged in any activities that have not previously been reported to the IRS? 1 Has the foundation engaged in one provide to this year? 5 Was there a liquidation, termination, dis							_
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter-0- 6 Credit/Payments' 2 2006 estimated tax payments and 2005 overpayment credited to 2006 6 Exempt foreign organizations - tax withhelid at source 6 Tax paid with application for extension of time to fite (Form 8658) 6 Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6 ait brough 6 7 Total credits and payments. Add lines 6 ait brough 6 8 151. 9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed 8 151. 9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed 9 26, 980. I Refunded 11 10 10 be: Credited to 2007 estimated tax 15 1. 10 Enter the amount of line 10 to be: Credited to 2007 estimated tax 15 1. 11 Enter the amount of line 10 to be: Credited to 2007 estimated tax 15 1. 12 During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campagn? 15 Did is spend more than \$100 during the year (either deedly or indirectly) for political purposes (see instructions for definition)? 16 If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities 10 On the foundation file Form 1120-POL for this year? 2 Enter the rembursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► S					3	7,8	<u>69.</u>
6 CreditsPayments: a 2006 estimated tax payments and 2005 overpayment credited to 2006 b Everngt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8688) 6 G 32,000. 6 B Sackup withfolding erroneously withheld 7 Total credits and payments. Add lines 68 through 6d 8 Enter any peneity for underpayment of estimated tax. Check here ☐ if Form 2220 is attached 9 Tax due if the total of lines 5 and 8 is more than line?, enter amount owed 10 Overpayment. If line? is more than the total of lines 5 and 8, enter the amount owerpaid 11 Tenter the amount of line 10 to be. Creditate to 2007 estimated tax. 12 During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any peneity any peneity of the spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 12 During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any peneity in the answer is "Yes" to 1sor 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities 1 But the answer is "Yes" to 1sor 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities 1 But the answer is "Yes" to 1sor 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities 1 But the answer is "Yes" to 1sor 1b, attach a detailed description of the activities 1 But the condition in ferror 1112-0-DL or this year? 2 Enter the remultisement (if any) and by the foundation during the year for political expenditure tax imposed on foundation managers. ► 5 2 Enter the remultisement (if any) pand by the foundation during the ye							<u>. 0 .</u>
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If "Yes," attach a detailed description of the activities 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4b If "Yes," has it filed a tax return on Form 990-T for this year? 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: 9 by language in the governing instrument, or 9 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 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV. 8a Enter the states to which the foundation reports or with which it is registered (see instructions) NONE b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation 9 is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2006 or the taxable year beginning in 2006 (see instructions for Part XIV)? If "Yes," complete Part XIV 9 X 10 Did any persons become substantial contributors during the tax year? if "Yes," attach a schedule listing their names and addresses	2				9	-	x
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10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10 X	9	Is the foundation claiming status as a private operating foundation within the meaning of section $4942(j)(3)$	or 4942(j)(5) for cale	ndar			
					9		
	10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their name	es and addresses				

Page 5

Pa	art VII-A Statements Regarding Activities Continued			
	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)?	T		
	If "Yes," attach schedule. (see instructions)	11a		х
b	o If "Yes," did the foundation have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and			
	annuities described in the attachment for line 11a? N/A	115		
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract?	12		Х
	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Х	
	Web site address ► N/A			-
14	The books are in care of ► EVERGREEN WEALTH ADVISORS Telephone no. ► 312-4	19-9	204	
	Located at ▶ 150 SOUTH WACKER #410, CHICAGO, IL ZIP+4 ▶6			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		▶	$-\Box$
	and enter the amount of tax-exempt interest received or accrued during the year	N	/A	
Pa	art VII-B Statements Regarding Activities for Which Form 4720 May Be Required			
L	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?			İ
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			ŀ
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(5) Transfer any income or assets to a disqualified person (or make any of either available			
	for the benefit or use of a disqualified person)?			}
	(6) Agree to pay money or property to a government official? (Exception. Check "No"			}
	If the foundation agreed to make a grant to or to employ the official for a period after			
	termination of government service, if terminating within 90 days.)			
,	of fany answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations			
	section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? N/A	1b		
		<u> </u>		\vdash
_	Organizations relying on a current notice regarding disaster assistance check here			
·	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected	1.0		х
2	before the first day of the tax year beginning in 2006? Taxon on failure to distribute viscome (continue 4040) (does not easily for years the foundation was a private energing foundation.	1c		<u> </u>
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation			
	defined in section 4942(j)(3) or 4942(j)(5)):			
ä	At the end of tax year 2006, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2006? Yes X No			ĺ
	If "Yes," list the years , , , , ,			
	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect	} '		
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach			
	statement - see instructions.) N/A	2b		<u> </u>
C	of the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	1		
	<u> </u>			
38	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
	during the year?			
t	olf "Yes," did it have excess business holdings in 2006 as a result of (1) any purchase by the foundation or disqualified persons after			
	May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose		,	
	of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C,	-	ľ	-
	Form 4720, to determine if the foundation had excess business holdings in 2006) N/A	3b		
	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		Х
t	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that			l
	had not been removed from jeopardy before the first day of the tax year beginning in 2006?	4b	L	<u> </u>
	Fo	ırm 990	-PF	(2006)

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Part VII-B Statements Regarding Activities for Which I	Offit 4720 May be i	required Contin	ueu	
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	1 4945(e))?	Y6	es 🗶 No	
(2) Influence the outcome of any specific public election (see section 4955); o	r to carry on, directly or indire	ectly,		
any voter registration drive?			es 🗶 No	
(3) Provide a grant to an individual for travel, study, or other similar purposes	7		es X No	
(4) Provide a grant to an organization other than a charitable, etc., organizatio				
509(a)(1), (2), or (3), or section 4940(d)(2)?		☐ Y _f	es X No	
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational nurnoses, or f			
the prevention of cruelty to children or animals?	or caucational purposes, or i		es X No	
	las tha arrantiana dagarihad i		25 (21) 110	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify unit		iii negulalions	N/A	_
section 53.4945 or in a current notice regarding disaster assistance (see instru	•			5b
Organizations relying on a current notice regarding disaster assistance check h				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fi				
expenditure responsibility for the grant?		I/A L Ye	es LLI No	
If "Yes," attach the statement required by Regulations section 53 494				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on			
a personal benefit contract?		Ye	es X No	~-
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?		L	6b X
If you answered "Yes" to 6b, also file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax s	helter transaction?	Ye	es 🗶 No	
b If yes, did the foundation receive any proceeds or have any net income attribut	able to the transaction?		N/A	7b
Information About Officers Directors Trust		nagers, Highly	v	<u> </u>
Part VIII Paid Employees, and Contractors	,	• • • • • • • • • • • • • • • • • • • •		
1 List all officers, directors, trustees, foundation managers and their	compensation.			
	(b) Title, and average hours per week devoted	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) Expense account, othe
(a) Name and address	nours per week devoted to position	(If not paid, enter -0-)	and deferred compensation	account, othe
BEATRICE G. CRAIN	PRESIDENT & D			
505 N. DAKE SHORE DRIVE #5906				
505 N. LAKE SHORE DRIVE #5906	40.00	0.	0.	0
CHICAGO, IL 60611	40.00	0.	TOR	0
CHICAGO, IL 60611 MICHAEL S. MALING	40.00 VICE PRESIDEN			0
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT	VICE PRESIDEN	T & DIREC	TOR	
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015	VICE PRESIDEN 40.00	T & DIREC		0
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 PAUL GOLDBERG	VICE PRESIDEN	T & DIREC	TOR	
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 PAUL GOLDBERG ONE SOUTH WACKER DRIVE #800	VICE PRESIDEN 40.00 TREASURER & I	T & DIREC 0. DIRECTOR	TOR 0.	0
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 PAUL GOLDBERG ONE SOUTH WACKER DRIVE #800 CHICAGO, IL 60606	VICE PRESIDEN 40.00 TREASURER & I 0.00	T & DIREC 0. DIRECTOR 0.	TOR	
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 PAUL GOLDBERG ONE SOUTH WACKER DRIVE #800 CHICAGO, IL 60606 GINA F. MALING	VICE PRESIDEN 40.00 TREASURER & I 0.00	T & DIREC 0. DIRECTOR	TOR 0.	0
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 PAUL GOLDBERG ONE SOUTH WACKER DRIVE #800 CHICAGO, IL 60606 GINA F. MALING 33 COUNTRY COURT	VICE PRESIDEN 40.00 TREASURER & I 0.00 SECRETARY & E	O. OIRECTOR O. MPLOYEE	TOR 0.	0
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 PAUL GOLDBERG ONE SOUTH WACKER DRIVE #800 CHICAGO, IL 60606 GINA F. MALING 33 COUNTRY COURT DEERFIELD, IL 60015	VICE PRESIDEN 40.00 TREASURER & I 0.00 SECRETARY & E	O. DIRECTOR O. MPLOYEE O.	TOR 0.	0
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 PAUL GOLDBERG ONE SOUTH WACKER DRIVE #800 CHICAGO, IL 60606 GINA F. MALING 33 COUNTRY COURT	VICE PRESIDEN 40.00 TREASURER & I 0.00 SECRETARY & F 0.00 Studed on line 1). If none	O. DIRECTOR O. MPLOYEE O.	TOR 0.	0
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 PAUL GOLDBERG ONE SOUTH WACKER DRIVE #800 CHICAGO, IL 60606 GINA F. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 2 Compensation of five highest-paid employees (other than those incompanies)	40.00 TREASURER & I 0.00 SECRETARY & F 0.00 Sluded on line 1). If none hours per week	O. OIRECTOR O. EMPLOYEE O., enter "NONE."	TOR 0.	0
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 PAUL GOLDBERG ONE SOUTH WACKER DRIVE #800 CHICAGO, IL 60606 GINA F. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 2 Compensation of five highest-paid employees (other than those income and address of each employee paid more than \$50,000	40.00 TREASURER & I 0.00 SECRETARY & F 0.00 Sinded on line 1). If none (b) Title and average hours per week devoted to position	O. DIRECTOR O. MPLOYEE O.	TOR 0.	0
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 PAUL GOLDBERG ONE SOUTH WACKER DRIVE #800 CHICAGO, IL 60606 GINA F. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 2 Compensation of five highest-paid employees (other than those incomplete than \$50,000) DIANNE TESLER	40.00 TREASURER & I 0.00 SECRETARY & F 0.00 Sluded on line 1). If none hours per week devoted to position ADMIN. ASST.	O. OIRECTOR O. EMPLOYEE O., enter "NONE."	O. O. (d) Contributions to employee benefit plans and deferred	0
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 PAUL GOLDBERG ONE SOUTH WACKER DRIVE #800 CHICAGO, IL 60606 GINA F. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 2 Compensation of five highest-paid employees (other than those income and address of each employee paid more than \$50,000	40.00 TREASURER & I 0.00 SECRETARY & F 0.00 Sluded on line 1). If none hours per week devoted to position ADMIN. ASST.	O. OIRECTOR O. EMPLOYEE O., enter "NONE."	O. O. (d) Contributions to employee benefit plans and deferred	0
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 PAUL GOLDBERG ONE SOUTH WACKER DRIVE #800 CHICAGO, IL 60606 GINA F. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 2 Compensation of five highest-paid employees (other than those incomplete than \$50,000) DIANNE TESLER	40.00 TREASURER & I 0.00 SECRETARY & F 0.00 Sluded on line 1). If none hours per week devoted to position ADMIN. ASST.	O. OIRECTOR O. EMPLOYEE O., enter "NONE."	O. O. (d) Contributions to employee benefit plans and deferred	0
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 PAUL GOLDBERG ONE SOUTH WACKER DRIVE #800 CHICAGO, IL 60606 GINA F. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 2 Compensation of five highest-paid employees (other than those incomplete than \$50,000) DIANNE TESLER	40.00 TREASURER & I 0.00 SECRETARY & F 0.00 Sluded on line 1). If none hours per week devoted to position ADMIN. ASST.	O. OIRECTOR O. EMPLOYEE O., enter "NONE."	O. O. (d) Contributions to employee benefit plans and deferred	0
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 PAUL GOLDBERG ONE SOUTH WACKER DRIVE #800 CHICAGO, IL 60606 GINA F. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 2 Compensation of five highest-paid employees (other than those incomplete than \$50,000) DIANNE TESLER	40.00 TREASURER & I 0.00 SECRETARY & F 0.00 Sluded on line 1). If none hours per week devoted to position ADMIN. ASST.	O. OIRECTOR O. EMPLOYEE O., enter "NONE."	O. O. (d) Contributions to employee benefit plans and deferred	0
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 PAUL GOLDBERG ONE SOUTH WACKER DRIVE #800 CHICAGO, IL 60606 GINA F. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 2 Compensation of five highest-paid employees (other than those incomplete than \$50,000) DIANNE TESLER	40.00 TREASURER & I 0.00 SECRETARY & F 0.00 Sluded on line 1). If none hours per week devoted to position ADMIN. ASST.	O. OIRECTOR O. EMPLOYEE O., enter "NONE."	O. O. (d) Contributions to employee benefit plans and deferred	0
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 PAUL GOLDBERG ONE SOUTH WACKER DRIVE #800 CHICAGO, IL 60606 GINA F. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 2 Compensation of five highest-paid employees (other than those incomplete than \$50,000) DIANNE TESLER	40.00 TREASURER & I 0.00 SECRETARY & F 0.00 Sluded on line 1). If none hours per week devoted to position ADMIN. ASST.	O. OIRECTOR O. EMPLOYEE O., enter "NONE."	O. O. (d) Contributions to employee benefit plans and deferred	0
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 PAUL GOLDBERG ONE SOUTH WACKER DRIVE #800 CHICAGO, IL 60606 GINA F. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 2 Compensation of five highest-paid employees (other than those incomplete than \$50,000) DIANNE TESLER	40.00 TREASURER & I 0.00 SECRETARY & F 0.00 Sluded on line 1). If none hours per week devoted to position ADMIN. ASST.	O. OIRECTOR O. EMPLOYEE O., enter "NONE."	O. O. (d) Contributions to employee benefit plans and deferred	0
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 PAUL GOLDBERG ONE SOUTH WACKER DRIVE #800 CHICAGO, IL 60606 GINA F. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 2 Compensation of five highest-paid employees (other than those incomplete than \$50,000) DIANNE TESLER	40.00 TREASURER & I 0.00 SECRETARY & F 0.00 Sluded on line 1). If none hours per week devoted to position ADMIN. ASST.	O. OIRECTOR O. EMPLOYEE O., enter "NONE."	O. O. (d) Contributions to employee benefit plans and deferred	0
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 PAUL GOLDBERG ONE SOUTH WACKER DRIVE #800 CHICAGO, IL 60606 GINA F. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 2 Compensation of five highest-paid employees (other than those incomplete than \$50,000) DIANNE TESLER	40.00 TREASURER & I 0.00 SECRETARY & F 0.00 Sluded on line 1). If none hours per week devoted to position ADMIN. ASST.	O. OIRECTOR O. EMPLOYEE O., enter "NONE."	O. O. (d) Contributions to employee benefit plans and deferred	0
CHICAGO, IL 60611 MICHAEL S. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 PAUL GOLDBERG ONE SOUTH WACKER DRIVE #800 CHICAGO, IL 60606 GINA F. MALING 33 COUNTRY COURT DEERFIELD, IL 60015 2 Compensation of five highest-paid employees (other than those incomplete than \$50,000) DIANNE TESLER	40.00 TREASURER & I 0.00 SECRETARY & F 0.00 Sluded on line 1). If none hours per week devoted to position ADMIN. ASST.	O. OIRECTOR O. EMPLOYEE O., enter "NONE."	O. O. (d) Contributions to employee benefit plans and deferred	0

Part VIII Information About Officers, Directors, Trustees, Fou Paid Employees, and Contractors Continued	ndation Managers, Highly		
3 Five highest-paid independent contractors for professional services. If none, or	enter "NONE."		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Comp	ensation
MAYER, BROWN ROWE, MAW LLP			
71 S. WACKER, CHICAGO, IL 60606	LEGAL	50,	484.
		1 ,	
	- 		
m - reserve in the second of t			
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· · · · · · · · · · · · · · · · · · ·			
			
	···-		
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 s	etatiotical information auch as the	T	
number of organizations and other beneficiaries served, conferences convened, research papers	statistical information such as the sproduced, etc.	Expenses	
1 N/A	, , , , , , , , , , , , , , , , , , , ,	 	
1 14/15		-	
		-	
2		-	
2		-	
		-	
		 	
3		_	
		_	
4		_	
		_	
Port IV R Common of Decrees Deleted Investments			
Part IX-B Summary of Program-Related Investments Describe the two largest program-related investments made by the foundation during the tax year	or on knos 1 and 2	Amount	
	on on lines 1 and 2.	Amount	
1N/A		-	
	·	_	
		 	
2		_	
		-	
All other program-related investments. See instructions.			
3		4	
	.,	4	
Total. Add lines 1 through 3	>		0.
		Form 990-P	⊢ (2006) −

Form 990-PF (2006)

P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign fou	ndation	s, see instructions)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
а	Average monthly fair market value of securities	1a	2,236,895.
	Average of monthly cash balances	1b	33,920,362.
	Fair market value of all other assets	1c	1,130,427.
	Total (add lines 1a, b, and c)	1d	37,287,684.
	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	37,287,684.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	559,315.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	36,728,369.
6	Minimum investment return. Enter 5% of line 5	6	1,836,418.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part ()	nd certaii	1
-	Minimum investment return from Part X, line 6	T 1 T	1,836,418.
		\vdash	
b	Tax on investment income for 2006 from Part VI, line 5 Income tax for 2006. (This does not include the tax from Part VI.) 2a 37,869. 4,439.	1	
	Add lines 2a and 2b	2c	42,308.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,794,110.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,794,110.
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	1,794,110.
P	art XII Qualifying Distributions (see instructions)	L	
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	775,831.
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	775,831.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
	income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	775,831.
	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the 4940(e) reduction of tax in those years	found	ation qualifies for the section

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2005	(c) 2005	(d) 2006
Distributable amount for 2006 from Part XI, line 7				1,794,110.
2 Undistributed income, if any, as of the end of 2005				
a Enter amount for 2005 only			0.	
b Total for prior years:		. 0.		
3 Excess distributions carryover, if any, to 2006:		0.		
a From 2001				
b From 2002				
c From 2003				
d From 2004				
e From 2005 21,842,843.	-			
f Total of lines 3a through e	21,842,843.			
4 Qualifying distributions for 2006 from				
Part XII, line $4^{\circ} \triangleright \$$ 775,831.			_	
a Applied to 2005, but not more than line 2a			0.	
b Applied to undistributed income of prior		_		
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus	BB5 004			
(Election required - see instructions) **	775,831.			
d Applied to 2006 distributable amount				0.
e Remaining amount distributed out of corpus	0.			1 704 110
5 Excess distributions carryover applied to 2006 (If an amount appears in column (d), the same amount must be shown in column (a))	1,794,110.			1,794,110.
6 Enter the net total of each column as indicated below:			* \	
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	20,824,564.			
b Prior years' undistributed income Subtract	· · · · · · · · · · · · · · · · · · ·			
line 4b from line 2b		0.		
c Enter the amount of prior years'				
undistributed income for which a notice of			*	*
deficiency has been issued, or on which the section 4942(a) tax has been previously				
assessed		0.		
d Subtract line 6c from line 6b. Taxable		_		
amount - see instructions		0.		····
e Undistributed income for 2005. Subtract line	j			
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2006. Subtract				
lines 4d and 5 from line 1. This amount must				0.
be distributed in 2007				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by				
section 170(b)(1)(E) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2001				
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2007.				
Subtract lines 7 and 8 from line 6a	20,824,564.			
10 Analysis of line 9.				
a Excess from 2002				
b Excess from 2003				
c Excess from 2004				
d Excess from 2005 20,048,733.				
e Excess from 2006 775,831.				
	** SEE STATE	MENT 14		Form 990-PF (2006)

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Part XIV Private Operating F	oundations (see in:	structions and Part VII	-A, question 9)	N/A	-			
1 a If the foundation has received a ruling o	r determination letter that	t it is a private operating						
foundation, and the ruling is effective fo	r 2006, enter the date of t	the ruling	•					
b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)								
2 a Enter the lesser of the adjusted net Tax year Prior 3 years								
income from Part I or the minimum	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total			
investment return from Part X for								
each year listed	ļ							
b 85% of line 2a								
c Qualifying distributions from Part XII,			·	1				
line 4 for each year listed								
d Amounts included in line 2c not								
used directly for active conduct of	ļ			İ				
exempt activities	ļ							
e Qualifying distributions made directly								
for active conduct of exempt activities.	ļ							
Subtract line 2d from line 2c								
3 Complete 3a, b, or c for the alternative test relied upon:					-			
a "Assets" alternative test - enter:	ļ		1	į.				
(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,	ļ							
dividends, rents, payments on securities loans (section	ļ							
512(a)(5)), or royalties)								
(2) Support from general public								
and 5 or more exempt organizations as provided in	ļ							
section 4942(j)(3)(B)(iii)								
(3) Largest amount of support from								
an exempt organization								
(4) Gross investment income			:	L - d &C 000				
Part XV Supplementary Info				nad \$5,000 or mo	ore in assets			
1 Information Regarding Foundation								
a List any managers of the foundation wh		than 2% of the total cont.	ributions received by the	foundation before the clos	se of any tay			
year (but only if they have contributed n			indutions received by the	Touridation before the cio.	oc or any tax			
NONE								
b List any managers of the foundation wh	o own 10% or more of th	ne stock of a corporation (or an equally large portion	on of the ownership of a p	artnership or			
other entity) of which the foundation ha					·			
NONE								
2 Information Regarding Contribut	ion, Grant, Gift, Loan,	, Scholarship, etc., Pr	ograms:	, ,				
Check here > X if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If								
the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.								
a The name, address, and telephone number of the person to whom applications should be addressed:								
b The form in which applications should t	e submitted and informat	tion and materials they st	nould include:					
c Any submission deadlines:								
d Any restrictions or limitations on award	e cuch as hy gangraphic	al areas, charitable fields	kinds of institutions or a	other factors:				
a rany restrictions of infiniations of award	s, such as by yeographica	ai ai cas, chantanic licius,	kinds of maditutions, of C	And Iddiolo				

Part XV Supplementary Information (continued) Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Foundation status of recipient Purpose of grant or contribution show any relationship to Amount any foundation manager Name and address (home or business) or substantial contributor a Paid during the year CHICAGO LOOP SYNAGOGUE, 16 SOUTH CLARK STREET, CHICAGO, IL 60603 2,000. SIMON WIESENTHAL CENTER, 1399 SOUTH ROXBURY DRIVE, 1,000. LOS ANGELES, CA 90035 452,750. SEE ATTACHED SCHEDULE 455,750. → 3a b Approved for future payment NONE 0. Total ➤ 3b 623611/01-29-07

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Part XVI-A	Δnal	vsis of	Income-Producing	Activities
I AILAVI-A I	Aliai	y JIJ OI	micome-i roducing	ACTIVITIES

Enter gross amounts unless athenues indicated	I Unrelated	business income	Exclu	ded by section 512, 513, or 514	(a)
Enter gross amounts unless otherwise indicated.	(a)	(b)	(C) Exclu-	(d)	(e) Related or exempt
1 Drogram con use revenue:	Business code	Amount	sion	Amount	function income
1 Program service revenue:	- Code		-		
a	 				· · · · · · · · · · · · · · · · · · ·
c	 				
d	 				
0	 				
f	+				
g Fees and contracts from government agencies	 				
2 Membership dues and assessments					
3 Interest on savings and temporary cash			-		
investments	1		14	533.940.	
4 Dividends and interest from securities			14		
5 Net rental income or (loss) from real estate:		· · · · · · · · · · · · · · · · · · ·			
a Debt-financed property	531120	35,831.			
b Not debt-financed property			16	89,412.	
6 Net rental income or (loss) from personal	 -				·
property					
7 Other investment income	531120	7.			
8 Gain or (loss) from sales of assets other				-	<u></u>
than inventory			18	2,115.	
9 Net income or (loss) from special events				·	_
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b		· · · · · · · · · · · · · · · · · · ·			
C					
d					· · · · · · · · · · · · · · · · · · ·
e					
12 Subtotal Add columns (b), (d), and (e)		35,838.		1,958,679.	0.
13 Total Add line 12, columns (b), (d), and (e)				13	1,994,517.
(See worksheet in line 13 instructions to verify calculations)					

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).	
-		
		_
	· · · · · · · · · · · · · · · · · · ·	
		_
623621 01-29-07	Form 990-PF (20)	06)

		IN-MALING	_			
Form 990-PF (2006)	- • -	BEATRICE			20-4310219	Page 13
Part XVII Infor	nation	Regarding Tr	ansf	ers To and	Transactions and Relationships With Noncharitable	
Exem	pt Org	anizations				

	Exempt organizations			
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of		Yes	No
	the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
C	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, or	other ass	ets,	
	or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, s	how in		
	column (d) the value of the goods, other assets, or services received.			
(a)L	ine no (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of transfers, transactions, and	sharing an	rangeme	nts
	N/A			

2a	Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described
	in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

b If "Yes," complete the following schedule.			
(a) Name of organization	(b) Type of organization	(c) Description of relationship	_
N/A			_
Under penalties of perjury, I declare that I have examined this return, inc	luding accompanying schedules and statements, a	and to the best of my knowledge and belief, it is true, correct,	_

		enalties of perjury, I declare that I have examined this return, including accompanying schedules and sta			d belief, it is true, correct,
	and con	plete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer	arer has any knowled	ge .	
-		Sentrus (b. Pran)	▶ PRES	SIDENT ANI	DIRECTOR
2	ब्र	gnature of officer or trustee Date	Title		
٤		Preparer's	Date	Check if	Preparer's SSN or PTIN
5	ح ي		10 5/1 Z	self-	¬l
١	2 e d		1 -	employed 🕨 🗀	-
	Paid spare se On	Firm's name (or yours EVERGREEN WEALTH ADVISORS, INC		EIN ►	
	Paid Preparer's Use Only	if self-employed), 150 S. WACKER #410			
		address, and ZIP code CHICAGO, IL 60606		Phone no.	312-419-9204
_					Form 000-DE (2006)

Yes X No

FORM 990-PF INTEREST ON SAVINGS A	ND TEMPORARY C	ASH INVESTMENTS	STATEMENT	1
SOURCE			AMOUNT	
AURORA MARKETPLACE LP- INTEREST			4,03	38.
GRANDVIEW COURT LP- INTEREST			11,79	
GREENFIELD LP - INTEREST			1,01	
LEHMAN BROTHERS			507,80	
MISCELLANEOUS			1,44	
PARKWAY BANK MONEY MARKET #1610147			7,89	92.
TOTAL TO FORM 990-PF, PART I, LINE	3, COLUMN A		533,94	10.
FORM 990-PF DIVIDENDS AND	INTEREST FROM	SECURITIES	STATEMENT	2
		CAPITAL GAINS	COLUMN (A)	
SOURCE	GROSS AMOUNT	DIVIDENDS	AMOUNT	,
AURORA MARKETPLACE LP -	4 4-0	_		
DIVIDENDS	1,170.	0.	1,17	
GRANDVIEW COURT LP - DIVIDENDS	414.	0.		L4.
LASALLE NB #03-8546-60-2 ABN LEHMAN BROTHERS	662,600. 50,041.	0.	662,60 50,04	
SMITH BARNEY #253-26261	388.	0.		88.
SMITH BARNEY #253-26261 GOVT	618,599.	0.	618,59	
TOTAL TO FM 990-PF, PART I, LN 4	1,333,212.	0.	1,333,21	L2.
FORM 990-PF REN	TAL INCOME		STATEMENT	3
KIND AND LOCATION OF PROPERTY		ACTIVITY NUMBER	GROSS RENTAL INCO	OME
GRAND VIEW COURT LP- RENTAL R/E IN		1	15,23	
GRAND VIEW COURT LP- SECTION 754 D		2	<1,97	
GREENFIELD LP - RENTAL RE INCOME & AURORA MARKETPLACE LP - RENTAL RE		3	20,59	
AUROKA MARKETPLACE LP - RENTAL RE GREENFIELD HOLMES LP - RENTAL RE I		<u>4</u> 5	87,25 <35	
GREENFIELD LP - RENTAL RE INCOME &		6	4,14	
GREENFIELD LP - RENTAL RE INCOME &		7		59.

FORM 990-PF	OTHER :	INCOME	S	TATEMENT 4
DESCRIPTION		(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
GRANVIEW COURT LP - MISCELLAI	NEOUS	7.	7.	7.
TOTAL TO FORM 990-PF, PART I	, LINE 11	7.	7.	7.
FORM 990-PF	LEGAI	L FEES	S	TATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME		(D) CHARITABLE PURPOSES
LEGAL FEES	71,306	. 0	. 0.	71,306.
TO FM 990-PF, PG 1, LN 16A	71,306	0	0.	71,306.
FORM 990-PF	ACCOUNT	ING FEES	S	TATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	44,950	. 0	. 0.	44,950.
TO FORM 990-PF, PG 1, LN 16B	44,950	0	0.	44,950.
FORM 990-PF (OTHER PROFES	SSIONAL FEES	S	TATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	6,421	6,421	. 0.	0.
TO FORM 990-PF, PG 1, LN 16C	6,421	6,421	. 0.	0.
=		=	=	

FORM 990-PF	TAX	ES	នា	PATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES FEDERAL EXCISE TAX STATE INCOME TAX	8,923. 43,500. 1,960.	1,785.	0. 0. 0.	7,138.
TO FORM 990-PF, PG 1, LN 18	54,383.	1,785.	0.	7,138.
FORM 990-PF	OTHER E	XPENSES	Si	PATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	6,000.	6,000.	0.	0.
TO FORM 990-PF, PG 1, LN 23	6,000.	6,000.	0.	0.
FORM 990-PF OTHER INCREASES	S IN NET ASS	ETS OR FUND BA	LANCES ST	CATEMENT 10
DESCRIPTION				AMOUNT
TRANSFERS FROM JOSEPH & BESSI	E FEINBERG	FOUNDATION		36,305,748.
TOTAL TO FORM 990-PF, PART II	II, LINE 3			36,305,748.

FORM 990-PF U.S. AND STATE/	CITY GOV	ERNMENT	OBLIGATIONS	STATEMENT 1:
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
DISTRICT COLUMBIA SAVRS 5.5% MEDICAL UNIV 5.5% CITY OF SACRAMENTO PENSION 5.7% CITY OF SACRAMENTO PENSION 5.7% TORTISE ENERGY INFRASTRUCTURE 6.15 TORTISE NORTH AMERICA ENEFGY 6.0% TOTAL U.S. GOVERNMENT OBLIGATIONS TOTAL STATE AND MUNICIPAL GOVERNME		X X X X X X	3,150,000. 1,850,000. 5,000,000. 3,750,000. 3,700,000. 7,500,000.	3,150,000 1,850,000 5,000,000 3,750,000 7,500,000
TOTAL TO FORM 990-PF, PART II, LIN	E 10A	=	24,950,000.	24,950,000
FORM 990-PF CO	RPORATE	STOCK	,	STATEMENT 1
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
156 SH LEHMAN BROS FIRST INCOME TR COUPON 82 SH NEW AMER HIGH INCOME ZERO CO 80 SH LEHMAN BROTHERS FIRST INCOME 120 SH NEW AMER HIGH INCOME ZERO C TOTAL TO FORM 990-PF, PART II, LIN	UPON ZERO CO OUPON		3,910,097. 2,052,473. 2,002,638. 3,001,464.	3,900,000 2,050,000 2,000,000 3,000,000
FORM 990-PF OTH	ER INVES	TMENTS		STATEMENT 1
FORM 990-PF OTH DESCRIPTION	ER INVES	TMENTS	BOOK VALUE	STATEMENT 13 FAIR MARKET VALUE
	ER INVES	TMENTS	BOOK VALUE 438,077.	FAIR MARKET

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION 53.4942(A)-3(D)(2) TO TREAT EXCESS QUALIFYING DISTRIBUTIONS AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 14

CRAIN-MALING FOUNDATION 20-4310219

TAX YEAR ENDING OCTOBER 31, 2007

PURSUANT TO CODE 4942(H)(2) AND REG 53.4942(A)-3(D)(2), THE CRAIN-MALING FOUNDATION ELECTS TO TREAT CURRENT YEAR QUALIFYING DISTRIBUTIONS OF \$775,831 AS A DISTRIBUTION OUT OF CORPUS.