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

2008

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.**

For calendar year 2008, or tax year beginning

, 2008, and ending

<b>G</b> 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 foundation <b>William C. and Elizabeth Morrice Fdn</b>			<b>A</b> Employer identification number <b>36-4211272</b>		
	Number and street (or P O box number if mail is not delivered to street address) <b>5420 Mallard Lane</b>			<b>B</b> Telephone number (see the instructions) <b>(847) 729-3939</b>		
	City or town <b>Hoffman Estates</b>			<b>C</b> If exemption application is pending, check here ► <input type="checkbox"/> <b>D</b> 1 Foreign organizations, check here ► <input type="checkbox"/>		
	State ZIP code <b>IL 60192</b>			<b>E</b> 2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/> <b>F</b> If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> <b>G</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>		
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation						
<b>I</b> Fair market value of all assets at end of year (from Part II, column (c), line 16) ► \$ <b>563,410.</b>		<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____				
		(Part I, column (d) must be on cash basis)				

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>SCANNED MAR 08 2010</b> <b>ADMINISTRATIVE EXPENSES</b>	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
See Line 11 Stmt	<b>48,932.</b>	<b>48,932.</b>	<b>48,932.</b>		
12 Total. Add lines 1 through 11	<b>48,932.</b>	<b>48,932.</b>	<b>48,932.</b>		
<b>OPERATING EXPENSES</b>	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	L-16a Stmt	1,269.	1,269.	1,269.
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)	IRS	1,160.	1,160.	1,160.
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	See Line 23 Stmt	985.	985.	985.	
24 Total operating and administrative expenses. Add lines 13 through 23		3,414.	3,414.	3,414.	0.
25 Contributions, gifts, grants paid		33,000.			33,000.
26 Total expenses and disbursements. Add lines 24 and 25		36,414.	3,414.	3,414.	33,000.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		12,518.			
b Net investment income (if negative, enter -0-)			45,518.		
c Adjusted net income (if negative, enter -0-)				45,518.	

<b>Part II</b> <b>Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>ASSETS</b>	1	2,084.	3,580.	3,580.	
	2				
	3				
	4				
	5				
	6				
	7				
	8				
	9				
	10a				
	b				
	c				
	11				
	12	242,772.	234,632.	234,632.	
	13	394,939.	363,939.	325,198.	
	14				
15					
16	639,795.	602,151.	563,410.		
<b>LIABILITIES</b>	17				
	18				
	19				
	20				
	21				
	22				
	23				
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
<b>NET ASSETS</b>	24				
	25				
	26				
	27	639,795.	602,151.		
	28				
	29				
	30	639,795.	602,151.		
	31 Total liabilities and net assets/fund balances (see the instructions)	639,795.	602,151.		

**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	639,795.
2	Enter amount from Part I, line 27a	2	12,518.
3	Other increases not included in line 2 (itemize) <input type="checkbox"/>	3	
4	Add lines 1, 2, and 3	4	652,313.
5	Decreases not included in line 2 (itemize) <input type="checkbox"/> See Other Decreases Stmt	5	50,162.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	602,151.

**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 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]		2		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	[ If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8 ]		3		

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2007	5.	628,144.	0.000008
2006	0.	668,601.	0.000000
2005	29,615.	664,266.	0.044583
2004	27,525.	403,181.	0.068270
2003	27,840.	646,145.	0.043086

2 Total of line 1, column (d)

2 0.155947

3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

3 0.031189

4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5

4 326,842.

5 Multiply line 4 by line 3

5 10,194.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 455.

7 Add lines 5 and 6

7 10,649.

8 Enter qualifying distributions from Part XII, line 4

8 33,000.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1	<table border="1" style="width: 100px; height: 100px; border-collapse: collapse;"> <tr><td>1</td><td>455.</td></tr> <tr><td>2</td><td>0.</td></tr> <tr><td>3</td><td>455.</td></tr> <tr><td>4</td><td>0.</td></tr> <tr><td>5</td><td>455.</td></tr> </table>	1	455.	2	0.	3	455.	4	0.	5	455.
1		455.									
2		0.									
3		455.									
4		0.									
5	455.										
Date of ruling letter _____ (attach copy of ruling letter if necessary – see instructions)											
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b											
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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											
4 Subtitle A (income) 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 If zero or less, enter -0-											
6 Credits/Payments:											
a 2008 estimated tax pmts and 2007 overpayment credited to 2008 ..	6a 2,303.										
b Exempt foreign organizations – tax withheld at source	6b										
c Tax paid with application for extension of time to file (Form 8868)	6c 0.										
d Backup withholding erroneously withheld	6d										
7 Total credits and payments Add lines 6a through 6d	7 2,303.										
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 1,848.										
11 Enter the amount of line 10 to be Credited to 2009 estimated tax ►	11 1,392.										

**Part VII-A Statements Regarding Activities**

1 a 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?

	Yes	No
1a		X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	
1b	X

c Did the foundation file Form 1120-POL for this year?

1c	X
----	---

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____
--

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ \_\_\_\_\_

2	X
---	---

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

3	X
---	---

If 'Yes,' attach a detailed description of the activities.

4a	X
----	---

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes

4b	
----	--

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

5	X
---	---

b If 'Yes,' has it filed a tax return on Form 990-T for this year?

6	X
---	---

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

7	X
---	---

If 'Yes,' attach the statement required by General Instruction T

8b	X
----	---

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

9	X
---	---

• By language in the governing instrument, or

10	X
----	---

• 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, column (c), and Part XV

8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ► \_\_\_\_\_

IL - Illinois

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 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If 'Yes,' complete Part XIV

10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses.

**Part VII-A Statements Regarding Activities Continued**

11		X
12		X
13	X	
14	James C. Provenza, P.C.	Telephone no ► (847) 729-3939
	Located at ► 1701 E. Lake Avenue Glenview IL	ZIP + 4 ► 60025
15	► 15	► <input type="checkbox"/>

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?		
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement – see the instructions.)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__ .		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If 'Yes,' did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008)		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?		

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No
- (3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No
- (4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)  Yes  No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ► 

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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 shelter transaction?  Yes  No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

5b

6b

7b

X

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
William P. Morrice 5420 Mallard Lane, Hoffman Estates, IL 60192	Director 1.00	0.	0.	0.
Caie Morrice 7624 Norridge Av., Harwood Heights, IL 60706	Director 1.00	0.	0.	0.
Jeanne Patches P.O. Box 184, Kleinertsville PA 17039	Director 1.00	0.	0.	0.
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2 Compensation of five highest-paid employees (other than those included on line 1— see instructions). If none, enter 'NONE.'

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				
0				
0				
0				
0				
Total number of other employees paid over \$50,000				None

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

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

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

**Total number of others receiving over \$50,000 for professional services**

None

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

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

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

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

BAA

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**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:

a Average monthly fair market value of securities

b Average of monthly cash balances

c Fair market value of all other assets (see instructions)

d **Total** (add lines 1a, b, and c)

e Reduction claimed for blockage or other factors reported on lines 1a and 1c

(attach detailed explanation)

1e

2 Acquisition indebtedness applicable to line 1 assets

3 Subtract line 2 from line 1d

4 Cash deemed held for charitable activities Enter 1-1/2% of line 3  
(for greater amount, see instructions)

5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4

6 **Minimum investment return.** Enter 5% of line 5

1a	0.
1b	6,621.
1c	325,198.
1d	331,819.
2	0.
3	331,819.
4	4,977.
5	326,842.
6	16,342.

**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 16,342.

2a Tax on investment income for 2008 from Part VI, line 5

2a 455.

b Income tax for 2008 (This does not include the tax from Part VI.)

2b

2c 455.

c Add lines 2a and 2b

3 15,887.

3 Distributable amount before adjustments. Subtract line 2c from line 1

4 15,887.

4 Recoveries of amounts treated as qualifying distributions

5 15,887.

5 Add lines 3 and 4

6 15,887.

6 Deduction from distributable amount (see instructions)

7 15,887.

7 **Distributable amount as adjusted** Subtract line 6 from line 5 Enter here and on Part XIII, line 1

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

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes:

1a 33,000.

a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26

1b

b Program-related investments – total from Part IX-B

2

2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes

3a

3 Amounts set aside for specific charitable projects that satisfy the:

3b

a Suitability test (prior IRS approval required)

4 33,000.

b Cash distribution test (attach the required schedule)

5 455.

4 **Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4

6 32,545.

5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income  
Enter 1% of Part I, line 27b (see instructions)

6 **Adjusted qualifying distributions.** Subtract line 5 from line 4

**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 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7.				15,887.
2 Undistributed income, if any, as of the end of 2007:			31,019.	
a Enter amount for 2007 only				
b Total for prior years: 20 ___, 20 ___, 20 ___				
3 Excess distributions carryover, if any, to 2008.				
a From 2003	0.			
b From 2004	0.			
c From 2005	29,615.			
d From 2006	0.			
e From 2007	5.			
f Total of lines 3a through e	29,620.			
4 Qualifying distributions for 2008 from Part XII, line 4 ► \$ 33,000.				
a Applied to 2007, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2008 distributable amount				
e Remaining amount distributed out of corpus	33,000.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	62,620.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2007. Subtract line 4a from line 2a Taxable amount – see instructions			31,019.	
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				15,887.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see instructions)		0.		
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	62,620.			
10 Analysis of line 9:				
a Excess from 2004	0.			
b Excess from 2005	29,615.			
c Excess from 2006	0.			
d Excess from 2007	5.			
e Excess from 2008	33,000.			

BAA

Form 990-PF (2008)

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

N/A

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

## 1. Information Regarding Foundation Managers:

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

**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

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

Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc, (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

#### • Any submission deadlines:

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

## Part XV | Supplementary Information (continued)

## 3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
Vision Forum 4719 Blanco Rd San Antonio TX 78212	N/A	None	Assist operations	5,500.
Spirit of Elijah Ministries PO Box 377 Bulverde TX 78163		None	Assist operations	5,500.
The Bible League PO Box 28000 Chicago IL 60628		None	Assist operations	1,500.
Alliance Defense Fund 15100 N. 90th St Scottsdale AZ 85260		None	Assist operations	2,500.
American Family Association PO Box 2440 Tupelo MS 38803		None	Assist operations	300.
Family Life PO Box 7111 Little Rock AR 72223		None	Assist operations	1,500.
Montreat Presbyterian Church 406 Crooked Creek Rd Hendersonville NC 28739		None	Assist operations	3,000.
Songtime USA 131 Attucks Lane Hyannis MA 02601		None	Assist operations	200.
Focus on the Family not required Colorado Springs CO 80995		None	Assist operations	1,000.
See Line 3a statement				12,000.
<b>Total</b>			► 3a	<b>33,000.</b>
<b>b Approved for future payment</b>				
<b>Total</b>			► 3b	
BAA	TEEA0501	09/19/08		Form 990-PF (2008)

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a Other					0.
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)					0.
13 Total Add line 12, columns (b), (d), and (e)					13

(See worksheet in the instructions for line 13 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). (See the instructions.)
3	Investment Income
4	Investment Income
11	Investment Income



Form 990-PF, Page 1, Part I, Line 11

**Line 11 Stmt**

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
<u>Interest Received on Mortgages</u>	<u>17,932.</u>	<u>17,932.</u>	<u>17,932.</u>
<u>Distribution on annuity</u>	<u>31,000.</u>	<u>31,000.</u>	<u>31,000.</u>
<b>Total</b>	<b><u>48,932.</u></b>	<b><u>48,932.</u></b>	<b><u>48,932.</u></b>

Form 990-PF, Page 1, Part I, Line 23

**Line 23 Stmt**

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
<u>Secretary of State</u>	<u>10.</u>	<u>10.</u>	<u>10.</u>	
<u>Illinois Atty Gen</u>	<u>100.</u>	<u>100.</u>	<u>100.</u>	
<u>Unknown</u>	<u>875.</u>	<u>875.</u>	<u>875.</u>	
<b>Total</b>	<b><u>985.</u></b>	<b><u>985.</u></b>	<b><u>985.</u></b>	

Form 990-PF, Page 2, Part III, Line 5

**Other Decreases Stmt**

<u>Return of principal on mortgage</u>	<u>6,403.</u>
<u>Return of principal on mortgage</u>	<u>1,736.</u>
<u>Net decrease in annuity</u>	<u>42,023.</u>
<b>Total</b>	<b><u>50,162.</u></b>

Form 990-PF, Page 11, Part XV, line 3a

**Line 3a statement**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Found- ation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
<b>a Paid during the year</b>				
<u>Pennsylvania Family Institute</u> <u>23 N. Front St</u> <u>Harrisburg PA 17101</u>			<u>Assist operations</u>	Person or Business <input checked="" type="checkbox"/> 500.
<u>Homeschool Foundation</u> <u>PO Box 1152</u> <u>Purcellville VA 20132</u>		<u>None</u>	<u>Assist operations</u>	Person or Business <input checked="" type="checkbox"/> 500.
<u>Fox River Country Day School</u> <u>1600 Dundee Avenue</u> <u>Elgin IL 60120</u>			<u>Assist operations</u>	Person or Business <input checked="" type="checkbox"/> 11,000.

Total

12,000.

Form 990-PF, Page 1, Part I, Line 16a  
L-16a Stmt

Line 16a - Legal Fees:		Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Name of Provider	Type of Service Provided				
James C. Provenza	Preparation of 990 PF	870.			
James C. Provenza	Other Legal Fees	26.			
James C Provenza	Other legal fees	373.			
Total		<u>1,269.</u>			

Form 990-PF, Page 2, Part II, Line 12  
L-12 Stmt

Line 12 - Investments - Mortgage loans:	End of Year	
	Book Value	Fair Market Value
Mortgage Loan Made to Andrew P. Zomaya and Renee M. Massi-Zomaya	138,113.	138,113.
Mortgage Loan Made to William C. Stavrou & Gina M. Stavrou	96,519.	96,519.
Total	<u>234,632.</u>	<u>234,632.</u>

Form 990-PF, Page 2, Part II, Line 13  
L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
Annuity at Equitrust	363,939.	325,198.
Total	<u>363,939.</u>	<u>325,198.</u>

**Supporting Statement of:**

Form 990-PF, p1/Line 18(a)-1

Description	Amount
<u>Internal Revenue Service</u>	1,160.
Total	<u>1,160.</u>