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Form 990-PF

Department of the Treasury Internal Revenue Service

Return of Private Foundation

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

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

2008

OMB No 1545-0052

	For	calendar	year 2008, or tax yea	er beginning AU	JG 1	, 2008		, and e	nding	JUL 31	, 2009)		
	G	check all t	that apply 🔲 I	nitial return	Fina	l return		Amended retu	ım	Address ch	ange		Name char	nge
	llse	the IRS	Name of foundation							A Employer	identification	numbe	r	
		abel.												
				d Gwen Shar				<u>n</u>		39-1	841051			
		print	•	O box number if mail is no			•		Room/suite	B Telephone			_	
		r type. Specific		& Lardner	LLP	<u>, P.O.</u>	<u>Box</u>	1497) 258-			
		ructions	City or town, state, a							C If exemption				▶Щ
		r										s, check	here	▶Щ
	H_ (_		2. Foreign organizations meeting the 85% test, check here and attach computation				▶						
			n 4947(a)(1) nonexem			r taxable private		$\overline{}$		E If private f	oundation sta	tus was	terminated	
				end of year J Accou	_		Cash	Accr	ual		tion 507(b)(1			>
		om Part ·\$	II, col (c), line 16)	L , 664 . (Part I, c		specify)	cash	hacie)		F If the foun)n
		An An	nalysis of Revenue an	nd Expenses							tion 507(b)(1	1) Disbursemer	nts
		(Th	ne total of amounts in colu cessarily equal the amoun	mns (b), (c), and (d) may no	t	(a) Revenue an expenses per bo		(D) Net in	vestment ime		isted net ome	for c	hantable purpo ash basis only	oses
			ntributions, gifts, grant	· · · · · · · · · · · · · · · · · · ·		<u> </u>						1	asii basis oili	<u>''</u>
				in is not required to attach Sch. B.					***************************************		•••••••••••	 		
9			rest on savings and tempor			18,8	04.	1	8,804.	1	8,804.	Sta	tement	: 2
DAPR 07 2010			idends and interest fro			336,3		33	6,351.		6,351.			
			ss rents								,			
		b Net	rental income or (loss)							-		ļ	*******	************
	•	6a Net	gain or (loss) from sale of	assets not on line 10	_	2,262,0	64.				***************************************	Sta	tement	: 1
	Ž	b Gros	ss sates price for all ets on line 6a	3,854,037.										
	Revenue		atal gain net income (from	Part IV, line 2)				-	0.					
	Œ	8 Net	short-term capital gai	ın						N/	Α			
Z			ome modifications											
8			ss sales less returns allowances	. <u>.</u>					***************************************		*****		·····	
SCANNED			s Cost of goods sold											
(J)		c Gro	er income	FIVED	_							ļ		
			01 11101110	L.	_	1 000 0	^^	2.5	C 1 C C	2.5	C 155	ļ		
		12 Tota	al. Add lines 1 throug		+-	1,906,9 20,0		33	5,155. 0.	33	5,155. 0.		20,0	100
			npensation of office A Cre		-	20,0	00.			-	<u> </u>		20,0	,00.
			er employee salaries a	honofite		<u></u>						 		-
	es	16a Leg	ision plans, empleyee	NEW; UT. 4		20,1	16.		0.		0.		20,1	16.
	penses	•	counting fees			20,1							2072	
	Exp		er professional fees	Stmt 5		44,6	00.	4	4,600.		0.			0.
	Ve	17 Inte												
	rati	18 Tax												
	nist		reciation and depletio	n										
	<u> </u>	20 Occ	cupancy					_						
	A	21 Trav	vel, conferences, and i	meetings		1,3	65.		0.		0.			0.
	and	22 Prin	iting and publications		<u> </u>									
	Operating and Administrative	23 Oth	er expenses	Stmt 6			15.		0.		0.			0.
	rati	24 Tota	al operating and adm	inistrative							_			
	Эре		enses. Add lines 13 tl	-	ļ	86,0		4	4,600.		0.		40,1	
)		itributions, gifts, grant		_	455,0	00.						455,0	00.
			al expenses and disb	ursements.		E 4 1 0	ا ء		4 600		0		405 1	1.0
			l lines 24 and 25		-	541,0	90.	4	4,600.		0.	ļ	495,1	10.
			stract line 26 from line			2,448,0	۱ ۸							
			ss of revenue over expens			2,440,0	00.	21	0,555.	·····	······		·····	~~~~
			investment income (r	-				31	0,000.	25	5,155.			
		• AUIT	usted net income (if ne	egauve, enter -0-)			1	, .		33	JIIJ.	1	000 55	

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

Form **990-PF** (2008)

	art II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of	End of year			
	'art	BalaitCe SiteetS column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value		
	1	Cash - non-interest-bearing					
	2	Savings and temporary cash investments .	657,059.	24,793.	24,793.		
	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					
		Less allowance for doubtful accounts					
sts	8	Inventories for sale or use					
Assets	9	Prepaid expenses and deferred charges					
⋖	10a	Investments - U.S. and state government obligations Stmt 7	299,000.	0.	0.		
	b	Investments - corporate stock Stmt 8	7,660,583.	5,609,047.			
	C	Investments - corporate bonds Stmt 9	2,376,604.	2,670,208.	2,759,969.		
	11	Investments - land, buildings, and equipment basis					
		Less. accumulated depreciation					
	12	Investments - mortgage loans					
	13	Investments - other Stmt 10	589,463.	835,639.	752,779.		
	14	Land, buildings, and equipment basis					
		Less. accumulated depreciation					
	15	Other assets (describe					
			11 500 700	0 100 607	0 001 664		
	1	Total assets (to be completed by all filers)	11,582,709.	9,139,687.	8,901,664.		
	17	Accounts payable and accrued expenses		·			
	18	Grants payable					
ies	19	Deferred revenue	_				
ij	20	Loans from officers, directors, trustees, and other disqualified persons					
Liabilities	21	Mortgages and other notes payable					
_	22	Other liabilities (describe					
		Tatal liabilitates (add been 47 Abenda 60)	0.	0.			
_	23	Total liabilities (add lines 17 through 22) Foundations that follow SFAS 117, check here	0.	0.			
		Touristing that follow of No 117, shock hold					
S	24	and complete lines 24 through 26 and lines 30 and 31.					
Š	24	Unrestricted Temporarily restricted		· · · -			
38	25 26	· · ·					
or Fund Balances	20	Permanently restricted Foundations that do not follow SFAS 117, check here					
Ē		and complete lines 27 through 31.					
ō	27	Capital stock, trust principal, or current funds	11,582,709.	9,139,687.			
ets	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.			
Ass	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.			
Net Assets	30	Total net assets or fund balances	11,582,709.	9,139,687.			
_	"		,_,				
	31	Total liabilities and net assets/fund balances	11,582,709.	9,139,687.			
	art	Analysis of Changes in Net Assets or Fund B	alances				
	di t	Analysis of Changes in Net Assets of Fund B					
1		net assets or fund balances at beginning of year - Part II, column (a), line	30				
		t agree with end-of-year figure reported on prior year's return)		1	11,582,709.		
		amount from Part I, line 27a	00 DE D-f	2	-2,448,005.		
		rincreases not included in line 2 (itemize) 2007 Form 9	yu-rr keruna	3	4,983.		
		ines 1, 2, and 3		4	9,139,687.		
		eases not included in line 2 (itemize) net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	Jump (h) line 20	5 6	9,139,687.		
<u>-</u>	ı yıal	not assets or rund balances at end of year time 4 minus line 5) - Part II, CC	gunni (u), iiile 30		Form 990-PF (2008)		
					101111 000 1 1 (2000)		

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(a) List and descr 2-story brick wa	nbe the ki rehouse,	nd(s) of property sold (e g or common stock, 200 sh	, real estate, s MLC Co)		iΡ	How ac - Purc - Dona	quired hase ation	(c) Date (mo , c	acquired day, yr)	(d) Date sold (mo , day, yr)
1a		-	- · ·		_					
b See Attached	Sta	tement			-					
<u>C</u>					\vdash					
<u>d</u>		 								
e (e) Gross sales price	(f)	Depreciation allowed (or allowable)		st or other basis expense of sale	1				Gain or (loss s (f) minus	
<u>a</u>										
b										
C			 							
e 3,854,037.				6,116,10	1 .					2,262,064.
Complete only for assets showin	מו חוגם	column (h) and owned by						(I) Gaine ((Col (h) gain	
Complete day for assets showing		(i) Adjusted basis		cess of col (I)					not less tha	
(i) F M V as of 12/31/69	,	as of 12/31/69		col (j), if any					(from col	
2									-	
b										
C			 							
d				·						
e				<u>-</u> .		-				2,262,064.
		C If any also asta	run Dart Libra	7	7				-	_,
2 Capital gain net income or (net ca	oital loss	If gain, also enter If (loss), enter -0				2			_	2,262,064.
. •	•	•		•	ا ر					
3 Net short-term capital gain or (los if gain, also enter in Part I, line 8,	•		10 (0)		٦					
If (loss), enter -0- in Part I, line 8	COIGITAII (-,			7	3				-119,425
	nder S	ection 4940(e) for	Reduced	Tax on Net	Inv		ent In	come		
if section 4940(d)(2) applies, leave the Was the foundation liable for the sect if "Yes," the foundation does not qual	ion 4942	tax on the distributable an		•	rıod?					Yes X No
1 Enter the appropriate amount in a					es				-	-
(a)		(b)			(c)					(d)
Base periód years Calendar year (or tax year beginnir	10 ID)	Adjusted qualifying dis	tributions	Net value of no			use asset	s	Distril (col (b) div	bútion ratio vided by col. (c))
2007	·9 ···/	66	2,407.		12	.05	4,87	9.		.054949
2006			4,367.		13	,33	7,67	4.		.045313
2005			3,005.				4,53			.045926
2004			7,420.				7,56			.048557
2003			1,549.				7,18			.039383
							<u> </u>			
2 Total of line 1, column (d)		_						2		.234128
3 Average distribution ratio for the 5	5-vear bas	- se period - divide the total (on line 2 by 5.	or by the number	of ve	ars				
the foundation has been in exister				•	•			3		.046826
		•						-		<u> </u>
4 Enter the net value of noncharitab	le-use as:	sets for 2008 from Part X,	line 5					4		8,460,364.
		·								
5 Multiply line 4 by line 3								5	į	396,165.
, ,										
6 Enter 1% of net investment incom	e (1% of	Part I, line 27b)						6		3,106.
	•	,								
7 Add lines 5 and 6								7		399,271.
-										
B Enter qualifying distributions from	Part XII.	line 4						8		495,116.
If line 8 is equal to or greater than See the Part VI instructions			1b, and comp	lete that part usin	g a 1	% tax r	ate			

_	m 990-PF (2008) Herman and Gwen Shapiro Foundation 39-184			Page 4
	art VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see	instru	icno	ns)
18	a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1			
	Date of ruling letter (attach copy of ruling letter if necessary-see instructions)		2 1	06
	b Domestic foundations that meet the section 4940(e) requirements in Part V, check here X and enter 1%		3,1	06.
_	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, col (b)			^
_	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2 1	06.
3			3,1	00.
4			2 1	06.
5			3,1	00.
6				
	a 2008 estimated tax payments and 2007 overpayment credited to 2008 6a 3,000.			
	b Exempt foreign organizations - tax withheld at source C Tax paid with application for extension of time to file (Form 8868) 6 107.			
	d Backup withholding erroneously withheld 6d 5		2 1	^7
_	Total credits and payments Add lines 6a through 6d		3,1	07.
8				<u>.</u>
9	, · · · · · · · · · · · · · · · · · · ·			<u> </u>
10)			
_	Enter the amount of line 10 to be Credited to 2009 estimated tax ▶ Refunded ▶ 11			
	art VII-A Statements Regarding Activities		124	
1 a	a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in		Yes	No
	any political campaign?	1 <u>a</u>		X
b	b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	16		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or			
	distributed by the foundation in connection with the activities			
C	c Did the foundation file Form 1120-POL for this year?	10	ļ	X
d	1 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation ► \$ O . (2) On foundation managers ► \$ O .			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation			
	managers ► \$O.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	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	3		X
	a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a_		Х
	o If "Yes," has it filed a tax return on Form 990-T for this year?	4b		1,7
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5	ļ	X
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	By language in the governing instrument, or			
	By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law] ;	.,	
	remain in the governing instrument?	6_	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year?	7	Х	
	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)			
	WI			
b	of the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)			
	of each state as required by General Instruction G? If "No," attach explanation	8b	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 calendar			
	year 2008 or the taxable year beginning in 2008 (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	10		X

Х

4a

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

had not been removed from jeopardy before the first day of the tax year beginning in 2008?

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that

Form 990-PF (2008) Herman and Gwen Shapiro	Foundation		39-18410	51 Page 6
Part VII-B Statements Regarding Activities for Which I	Form 4720 May Be I	Required (contin	ued)	
5a During the year did the foundation pay or incur any amount to.				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	n 4945(e))?	Ye	es X No	
(2) Influence the outcome of any specific public election (see section 4955), o	r to carry on, directly or indir			
any voter registration drive?		· · · ==	es X No	
(3) Provide a grant to an individual for travel, study, or other similar purposes	?	Ye	es X No	
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section			
509(a)(1), (2), or (3), or section 4940(d)(2)?		. L Ye	es X No	
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or t			
the prevention of cruelty to children or animals?		Ye	es X No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und	der the exceptions described	ın Regulations		
section 53 4945 or in a current notice regarding disaster assistance (see instru	ctions)?		N/A	5b
Organizations relying on a current notice regarding disaster assistance check h	ere			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption for	rom the tax because it mainta	ined		
expenditure responsibility for the grant?	N	I/A 🔲 Ye	s 🔲 No	
If "Yes," attach the statement required by Regulations section 53.4945	5-5 <i>(d</i>).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on			
a personal benefit contract?		Y6	s X No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?			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	s X No	
b If yes, did the foundation receive any proceeds or have any net income attributa	able to the transaction?		N/A	7b
Part VIII Information About Officers, Directors, Truston Paid Employees, and Contractors	ees, Foundation Ma	ınagers, Highly	1	
1 List all officers, directors, trustees, foundation managers and their	compensation.			
	(b) Title, and average	(c) Compensation	(d) Contributions to	(e) Expense
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
	to position	cite o	Comparisation	
See Statement 11		20,000.	0.	0.
DOG DOGGANONO 11		20,000		
		i		
· · · · · · · · · · · · · · · · · · ·				
	. —	-		
2 Compensation of five highest-paid employees (other than those inc	luded on line 1). If none,	enter "NONE."		
	(b) Title, and average		(d) Contributions to employee benefit plans and deferred	(e) Expense
(a) Name and address of each employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	and deferred compensation	account, other allowances
NONE	dovoted to position		compensation	
3.00.				
	_			
				
			•	
· · · · · · · · · · · · · · · · · · ·				1
Total number of other employees paid over \$50,000		I	D	0
or outer originators paid 0401 400,000				•

Total. Add lines 1 through 3

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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

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4940(e) reduction of tax in those years

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Part XIII Undistributed Income (see instructions)

2 Undistributed income, if any, as of the end of 2007 a Enter amount for 2007 only b Total for prory years 0. 3 Excess distributions carryover, if any, to 2008 a From 2003 b From 2006 e From 2006 f From 2006 f From 2006 1 Total of lines 3a through e 4 Qualifying distributions for 2008 from Part XII, line 4 > \$ 495,116 Applied to 2007, but not more in than line 2 b Applied to 2007, but not more and the 20 b Applied to 2007 but not more of prior years (Election required - see instructions) c Treated as distributions out of corpus (Election required - see instructions) d Applied to 2008 distributions of corpus (Election required - see instructions) d Applied to 2008 distribution amount of the same amount must be shown in column (a) 5 Excess distributions carryover applied to 2008 0 of the amount appears in column (a) 6 Enter the national experies undistributed income Subtract line 4b from line 2b 0 c. Enter the amount of prory years' undistributed income subtract line 4b from line 2b 0 c. Enter the amount of prory years' undistributed income for which a notice of deficiency has been asset of on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b Taxable amount - see instructions 1 Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount - see instructions 1 Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instructions 1 Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instructions 1 Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instructions					
1 Distributable amount for 2008 from Part XI, line 7 2 Linear-bioted income, if any, as of the end of 2007 a Enter amount for 2007 only a Total for proxy years 3 Excess distributions carryover, if any, to 2008 a From 2004 a From 2005 b From 2004 c From 2006 f From 2006 a From 2007 b From 2007 Total of prace 3007 From 2007 A Distribution for 2008 from 1 Total of these 3s through e 4 Outsidying distributions from 2008 from 1 Total of these 3s through e 4 Outsidying distributions income of prior years [Exciton required -see instructions] c Tracted as distributions out of corpus (Eliction required -see instructions) 4 Applied to 2008 distributible amount 5 Enter the engine of see instructions 6 Enter the engine outside to the corpus 6 Enter the engine outside to 1 corpus 10 Company Assistance (according to the sea of the corpus 11 Company Assistance (according to the sea of Sea of the corpus 12 Company Assistance (according to the sea of Sea of the corpus 13 Company Assistance (according to the sea of Sea of the corpus 14 Company Assistance (according to the sea of Sea of the corpus 15 Company Assistance (according to the sea of Sea of the corpus 16 Company Assistance (according to the sea of Sea of the corpus 17 Company Assistance (according to the sea of Sea of the corpus 18 Company Assistance (according to the sea of Sea of the corpus 19 Company Assistance (according to the sea of Sea of the corpus 19 Company Assistance (according to the corpus 10 C					
10	1 Distributable amount for 2008 from Part XI.	COTPUS	Todio pilot to 2007	2007	2000
a Exters amount for 2007 only b Total for prior years 2 Excess distributions carryover, if any, to 2008 a From 2004 From 2005 d From 2006 d From 2006 f From 2006 Total for fines 3 through e 1 Challifying distributions for 2008 from Part XII, line 4 № \$ 495, 116 a Applied to 2007, but not more than line 2a Applied to 2007, but not more than line 2a Applied to 2007, but not more than line 2a Applied to 2007, but not more than line 2a Applied to 2007, but not more than line 2a Applied to 2007 but not more than line 2a Applied to 2008 distributed oncore of prior years (Election required - see instructions) (Flection required - see instructions) (Flection required - see instructions) (Flection required - see instructions) Flender and sold estimate the amount of the search applied and the search applied to 2008 Iff an emboral appears in oldering foll, the searce embount is seen amount appears in oldering foll, the searce embount and statisticate but found a feat redurning a midicate but low. 2 Compare And lines 3 (s., and 46 Subtract line 5 Prior years' (and forthubbled out ones Subtract line 4 to from line 20 Enter the mount and of prior years' undistributed income for 2007 Subtract line 4 a from line 2 Taxable amount - see instructions 2 Lines 4 throw lines 6 Traxable amount - see instructions 2 Lines 4 from line 6 Traxable amount - see instructions 2 Lines 4 from 1 lines 4 from lines 5 lines 1 lines 4 from line 5 unit 1 lines 4 lines 1 from lines 1 lines and lines 4 lines 1 from lines 1 lines 1 lines 4 lines 1 from lines 1 lines 1 lines 4 lines 1 from lines 1 lines 1 lines 5 units 7 lines 1 lines 4 lines 1 from lines 5 units 7 lines 1 lines 4 lines 5 units 7 lines 1 lines 4 lines 5 units 7 line					419,912.
B Total for prior years 3 Excess distributions carryover, if any, to 2008 a From 2004 From 2006 From 2006 From 2006 From 2007 From 2007 Total of lines 3 a through e 4 Quasifying distributions for 2008 from Plat XII, line 4 Ps. 495, 116 Applied to 2007, but not more than line 2a B Applied to undistributed income of prior years (Election reguland - see instructions) c Treated as distributions out of corpus (Election reguland - see instructions) d Applied to 2008 distributable amount elemenating amount distributed out ocropus (Election reguland - see instructions) d Applied to 2008 distributable amount elemenating amount distributed out ocropus (Election reguland - see instructions) d Applied to 2008 distributions out of corpus (Election reguland - see instructions) d Applied to 2008 distributions are private to 2006 from a continue private in the continue of the con	2 Undistributed income, if any, as of the end of 2007				
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b Excess from 2005 c Excess from 2006 d Excess from 2007					
c Excess from 2006 d Excess from 2007					
d Excess from 2007					

Part XIV Private Operating F	oundations (see in			N/A	041031 Page 1
	<u></u>		 · · · · · · · · · · · · · · · · · · 	N/A	
1 a If the foundation has received a ruling o		· -			
foundation, and the ruling is effective fo		-		4040(1)(2) as	4040(1)(E)
b Check box to indicate whether the found	Tax year	ing roundation described	Prior 3 years	4942(j)(3) or	4942(j)(5)
2 a Enter the lesser of the adjusted net income from Part I or the minimum	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
investment return from Part X for	(4) 2000	(8) 200.	(6) 2000	(4) 2000	(0) 10(4)
each year listed b 85% of line 2a					
© Qualifying distributions from Part XII.					
line 4 for each year listed					
d Amounts included in line 2c not					
used directly for active conduct of					
exempt activities					
e Qualifying distributions made directly					-
for active conduct of exempt activities					
Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the					
alternative test relied upon a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying	-				
under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return					
shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross					
investment income (interest, dividends, rents, payments on					
securities loans (section					
512(a)(5)), or royalties)					
(2) Support from general public					
and 5 or more exempt organizations as provided in			•		
section 4942(j)(3)(B)(III)					
(3) Largest amount of support from					
an exempt organization					
(4) Gross investment income Part XV Supplementary Info	rmation (Comple	to this part only	if the foundation	n had \$5 000 or m	l accete
at any time during the	he vear-see the i	nstructions.)	ii tile loulidati	on nau 45,000 or n	iore in assets
1 Information Regarding Foundation					
a List any managers of the foundation who	•	than 2% of the total con	tributions received by t	the foundation before the cl	ose of any tax
year (but only if they have contributed m			,		
None					
b List any managers of the foundation who			(or an equally large po	rtion of the ownership of a	partnership or
other entity) of which the foundation has	a 10% or greater interes	st			
None					
2 Information Regarding Contribution					
Check here X if the foundation or the foundation makes gifts, grants, etc. (nly makes contributions t	o preselected charitable	organizations and doe	s not accept unsolicited req	uests for funds If
				, complete items 2a, b, c, ar	10 0
a The name, address, and telephone numb	er of the person to whor	n applications should be	addressed		
b The form in which applications should be	submitted and informat	ion and materials they s	hould include		
c Any submission deadlines					
		·		 	
d Any restrictions or limitations on awards	, such as by geographica	l areas, charitable fields,	, kinds of institutions, o	or other factors	

Total 823611 01-02-09

Form **990-PF** (2008)

▶ 3b

0.

Part XVI-A	nalysis of	Income-Producing	Activities
------------	------------	------------------	------------

Enter gross amounts unless otherwise indicated	Unrelate	d business income		ded by section 512, 513, or 514	(e)
1 Program service revenue	(a) Business code	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income
3					
b					
c					
d					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash					-
investments	1 1		14	18,804.	
4 Dividends and interest from securities	i i		14	18,804. 336,351.	
5 Net rental income or (loss) from real estate					······································
a Debt-financed property					
b Not debt-financed property	İ	• ••			
6 Net rental income or (loss) from personal		-			
property	1				
7 Other investment income	1				
			 		·
8 Gain or (loss) from sales of assets other			14	-2,262,064.	
than inventory			14	-2,202,004.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue]				
<u>a</u>					
b	 	·	 		
<u> </u>	 	<u></u>			
d	1				
e		0.		-1,906,909.	0.
12 Subtotal Add columns (b), (d), and (e)			1		
13 Total. Add line 12, columns (b), (d), and (e)				13	-1,300,303.
(See worksheet in line 13 instructions to verify calculations)					
Part XVI-B Relationship of Activities to	o the Acco	mplishment of Ex	emp	t Purposes	
Line No. Explain below how each activity for which incor		a column (a) of Part VI/I-A	oontrib	uted importantly to the ecom	nlichment of
the foundation's exempt purposes (other than b			CONTIN	uted importantly to the accom	pasiment or
and realisation a exempt purposes (enter than a	by providing run				
				<u> </u>	
					
				· · - · · · · · · · · · · · · · · · · ·	
		··		 	
					
					
					<u> </u>
				· · ·	
				 -	
				_	

Herman and Gwen Shapiro Foundation 39-1841051 Form 990-PF (2008) Page 13 Information Regarding Transfers To and Transactions and Relationships With Noncharitable Part XVII **Exempt Organizations** 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 1a(1) (1) Cash 1a(2) (2) Other assets b Other transactions 1b(1) (1) Sales of assets to a noncharitable exempt organization 1b(2) (2) Purchases of assets from a noncharitable exempt organization 1b(3) (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements 1b(4) (5) Loans or loan guarantees 1b(5) 1b(6) (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees 10 If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received (c) Name of noncharitable exempt organization (b) Amount involved (a) Line no (d) Description of transfers, transactions, and sharing arrangements N/A 2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described X No Yes in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? b If "Yes," complete the following schedule (b) Type of organization (c) Description of relationship (a) Name of organization N/A Under penalties of penury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, tion of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge Sign Here Signature of officer or trustee

Form **990-PF** (2008)

Preparer's identifying number

608-257-5035

Preparer's

signature

if self-employed),

address, and ZIP code

Foley & Lardner LLP

Madison, WI 53701

P.O. Box 1497

Check If

self-employed

EIN ►

Phone no

Part IV Capital Gains and Los	sses for Tax on Investment Income				
(a) List and 2-story br	describe the kind(s) of property solick warehouse, or common stock, 2	ld, e g , real estate, 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a See attached so	chedule		P	Various	Various
b See attached so	chedule			Various	Various
c Bristol Myers	Litigation Class	Action Distributi	0	Various	Various
d Tyco Internation	onal Litigation	Class Action Distr	i	Various	Various
		ction Distribution		Various	Various
f CGMI Litigation	n Class Action D	istribution		Various	Various
g					
h					
<u> </u>			1		
_k					
			1		<u> </u>
m		·			
n					. <u>-</u>
0				1	
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) (e) n	Gain or (loss) lus (f) minus (g)	
a 463,723.	(or anomable)	583,148.	(0) p		119,425.
0 0 0 0 0 0		5,532,953.	· · · · · · · · · · · · · · · · · · ·		$\frac{119,425.}{160,226.}$
1 475		3,332,333.		-2,	1,475.
c 1,4/5. d 14,141.					14,141.
e 1,871.		 			1,871.
f 100.					100.
g					100.
h					
1					
1					
k					
ı					
m					
n					
0					<u></u>
Complete only for assets showing	g gain in column (h) and owned by	the foundation on 12/31/69		ses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		of col (h) gain over ot less than "-0-")	col (k),
a		*	*		119,425.
b					160,226.
С					1,475.
d					14,141.
e			<u> </u>		1,871.
f					100.
9	<u> </u>				
<u>h</u>					
:					
<u> </u>					
k				<u>.</u>	
<u> </u>				·	
n					
0					
2 Capital gain net income or (net cap	1 (1035), 01101 0	.		-2,	262,064.
3 Net short-term capital gain or (loss if gain, also enter in Part I, line 8, of if (loss), enter "-0-" in Part I, line 8		d (6)		_	119,425.

Form 990-PF	Gain or	(Loss)	from	Sale	of	Assets		Sta	tement	1
(a) Description of Proper	ty					Manner Acquired		ite iired	Date S	old
See attached schedule							Vari	ous	Vario	us
(b) Gross Sales Price	Val	c) ue at of Acq.		(d) pense Sale	of	(e Depr		Gain	(f) or Los	s
463,723		583,148			0	_	0.		-119,4	
(a) Description of Proper	ty					Manner Acquired		ite iired	Date S	old
See attached schedule							Vari	ous	Vario	us
(b) Gross Sales Price	Val	c) ue at of Acq.	Exp	(d) pense Sale	of	(e Depr		Gain	(f) or Los	s
3,372,727	. 5,	532,953	•		0	•	0.	_	2,160,2	26.
(a) Description of Proper	ty					Manner Acquired		ite iired	Date S	old
Bristol Myers Litigat Distribution	ion Clas	s Actio	n				Vari	ous.	Vario	us
(b) Gross Sales Price	Val	c) ue at of Acq.		(d) pense Sale	of		ec.	Gain	(f) or Los	s
1,475	•	0	-		0	•	0.		1,4	75.

(a) Description of Property				anner quired		ite iired	Date Sold	
Tyco International Liti Distribution	gation Class Ac	ction			Vari	ous	Various	
(b)	(C)	(d)	- -	(e)			(f)	
Gross Sales Price	Value at Time of Acq.	Expense Sale	OI	Depre	c.	Gain	or Loss	
14,141.	0.		0.		0.		14,141.	
(a) Description of Property				anner quired		ite iired	Date Sold	
MBIA Income Litigation Distribution	Class Action				Vari	ous	ous Various	
(b)	(C)	(d)	. <i>c</i>	(e)			(f)	
Gross Sales Price	Value at Time of Acq.	Expense Sale	OI	Depre	c.	Gain	or Loss	
1,871.	0.		0.		0.		1,871.	
(a) Description of Property				anner quired		te ired	Date Sold	
CGMI Litigation Class A	- ction Distribut	ion			Vari	ous	Various	
(b) Gross	(C) Value at	(d) Expense	of	(e)			(f)	
Sales Price	Time of Acq.	Sale		Depre	c.	Gain	or Loss	
100.	0.		0.		0.		100.	
Capital Gains Dividends	from Part IV						0.	
Total to Form 990-PF, P	art I, line 6a						2,262,064.	

Form 990-PF Interest on Sav	ings a	and Tem	porary Ca	ash Ir	nvestments	Sta	tement	2
Source							Amount	
Internal Revenue Service Marshall & Ilsley Smith Barney								29. 25.
Total to Form 990-PF, Part I	, line	e 3, Co	lumn A				18,80	04.
Form 990-PF Dividen	nds and	l Inter	est from	Secui	rities	Sta	tement	3
Source		Gross	Amount		ital Gains ividends		olumn (A) Amount)
Smith Barney Thompson Plumb Bond Fund			144,279. 192,072.		0.		144,27 192,0	
Total to Fm 990-PF, Part I,	ln 4		336,351.		0.		336,35	51.
Form 990-PF		Legal	Fees			Sta	tement	4
Description	Expe	a) enses Books	(b) Net Inve		(C) Adjusted Net Incom		(d) Charital Purpose	
Foley & Lardner LLP	2	0,116.		0.		0.	20,1	16.
To Fm 990-PF, Pg 1, ln 16a	2	0,116.		0.		0.	20,1	16.
Form 990-PF	Other	Profes	sional Fe	ees		Sta	tement	<u> </u>
Description	Expe	a) enses Books	(b) Net Inve		(c) Adjusted Net Incom		(d) Charital Purpose	
Thompson Investments	4	4,600.	44,	600.		0.		0.
To Form 990-PF, Pg 1, ln 16c	. 4	4,600.	44,	600.		0.		0.

Form 990-PF	Other E	xpenses			Statemen	t 6
Description	(a) Expenses Per Books	(b) Net Inve ment Inc		(c) Adjusted Net Incom		table
Wire transfer fee	15.		0.		0.	0.
To Form 990-PF, Pg 1, ln 23	15.		0.		0.	0.
Form 990-PF U.S. and S	State/City G	overnment	Obli	igations	Statemen	t 7
Description	U.S Gov'		Вос	ok Value	Fair Mar Value	ket
U.S. and State Government Obligations	х			0.		0.
Total U.S. Government Obligat	cions					
Total State and Municipal Gov	vernment Obl	igations				
Total to Form 990-PF, Part II	I, line 10a			0.		0.
Form 990-PF	Corporat	e Stock		· · · · · · · · · · · · · · · · · · ·	Statemen	t 8
Description			Вос	ok Value	Fair Mar Value	ket
Corporate Stock				5,609,047.	5,364	,123.
Total to Form 990-PF, Part II	I, line 10b		5	5,609,047.	5,364	,123.
Form 990-PF	Corporat	e Bonds			Statemen	t 9
Description			Вос	ok Value	Fair Mar Value	ket
Thompson Plumb Funds			2	2,670,208.	2,759	,969.
Total to Form 990-PF, Part II	I, line 10c		2	2,670,208.	2,759	,969.

Form 990-PF O	ther Investments	5 	State	ement 1
Description	Valuation Method	Book Value		Market alue
Closed End Funds	COST	835,63	<u> </u>	752,779
Total to Form 990-PF, Part II, 1	ine 13	835,63	39.	752,779
	st of Officers, d Foundation Mar		State	ement 1
Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
Dean Katharyn A. May c/o Herman and Gwen Shapiro Fdtn P.O. Box 1497 Madison, WI 53701-1497	0.00	3,000.	0.	0
Dean Robert Golden c/o Herman and Gwen Shapiro Fdtn P.O. Box 1497 Madison, WI 53701-1497	0.00	2,000.	0.	0
Mr. Henry W. Ipsen c/o Herman and Gwen Shapiro Fdtn P.O. Box 1497 Madison, WI 53701-1497	0.00	3,000.	0.	0
Mr. John B. Walsh c/o Herman and Gwen Shapiro Fdtn P.O. Box 1497 Madison, WI 53701-1497	0.00	3,000.	0.	0
Mr. John W. Thompson c/o Herman and Gwen Shapiro Fdtn P.O. Box 1497 Madison, WI 53701-1497	0.00	3,000.	0.	0
David W. Reinecke c/o Herman and Gwen Shapiro Fdtn P.O. Box 1497	0.00	3,000.	0.	0

Madison, WI 53701-1497

Herman and Gwen Shapiro Foundation			39-1	841051
David G. Walsh c/o Herman and Gwen Shapiro Fdtn, P.O. Box 1497 Madison, WI 53701-1497	0.00	3,000.	0.	0.
Totals included on 990-PF, Page 6, Pa	rt VIII	20,000.	0.	0.

Herman and Gwen Shapiro Foundation c/o Foley & Lardner LLP P.O. Box 1497 Madison, WI 53701-1497 EIN: 39-1841051

Form 990-PF

Incorrect Valuation of Assets

Statement 12

The imposition of the Section 4942 tax on undistributed income allocable to the 2007 tax year was solely the result of an incorrect valuation on the 2007 tax year 990-PF, which has since been corrected on an amended 2007 tax year 990-PF filed on March 15, 2010. The valuation error was the result of an accidental transposition of numbers in the calculation of the fair market value of the assets. The error was not willful, and it will be corrected in the manner provided under subsection 4942(a)(2), as described below.

In accordance with the requirements of subsection 4942(a)(2), the foundation will distribute the amount of the undistributed income from the 2007 tax year within the allowable distribution period, and the foundation will notify the Secretary that such amount has been distributed. Furthermore, the foundation will file an election under subsection 4942(h)(2) with the Secretary to treat such distribution as made out of the undistributed income for the 2007 tax year, which is the year for which a tax would have been imposed under subsection 4942(a).

Herman and Gwen Shapiro Foundation		
EIN: 39-1841051		
2008 Form 990-PF		
	Number	Book Value
Investments - Common Stocks & Options	of Shares	as of 7/31/09
Weatherford International LtdCHF	4,000.00	77,091.70
AFLAC Inc (AFL)	1,500.00	38,888.85
Abercrombie & Fitch Co Class A (ANF)	2,000.00	46,728.86
Adobe Systems Inc (DE)	2,075.00	49,257.02
Altera Corp (ALTR)	2,780.00	53,651.80
Amgen Inc (AMGN)	1,320.00	95,757.37
Associated Banc Corp (ASBC)	4,800.00	63,164.64
Bank New York Mellon Corp (BK)	1,600.00	55,874.05
Bare Escentuals Inc (BARE)	8,100.00	35,634.90
Bed Bath & Beyond (BBBY)	1,600.00	60,038.27
Boeing Co (BA)	1,175.00	92,166.54
CBS Corp New Class B (CBS)	7,210.00	197,455.16
Cardinal Health Inc. (CAH)	1,500.00	53,237.19
Chevron Corp (CVX)	1,100.00	45,979.84
Cisco Sys Inc (CSCO)	5,000.00	93,333.70
Cintas Corp (CTAS)	3,000.00	78,717.26
Darden Restaurants, Inc. (DRI)	1,300.00	45,734.12
Devon Energy Corp (DVN)	800.00	47,440.24
Diageo PLC Spon ADR (DEO)	1,350 00	73,889.21
Walt Disney Co (DIS)	2,100.00	39,019.62
Discover Financial Svcs (DFS)	4,900.00	61,889.55
EMC Corp-Mass (EMC)	3,720.00	46,855.18
Eaton Vance Corp-Non Vtg (EV)	3,100.00	85,574.68
Ebay Inc (EBAY)	6,030.00	206,175.68
Electronic Arts (ERTS)	2,600.00	52,784.79
Energysolutions Inc (ES)	6,500.00	35,189.95
Exxon Mobil Corp (XOM)	2,600.00	107,214.73
General Electric Co (GE)	8,900.00	177,325.20
General Realty Inc	28.00	-
General Realty Inc Stk Script Halves	1.00	•
Google Inc. (GOOG)	125.00	48,011.09
W W Grainger Inc (GWW)	940.00	73,550 41
Hess Corp (HES)	1,200.00	76,676.95
MS Health Inc (RX)	4,170.00	86,249.47
ntel Corp (INTC)	6,890.00	122,263.15
IDS Uniphase Corp New (JDSU)	10,350.00	49,778.21
JPMorgan Chase & Co (JPM)	2,700.00	104,182.88
Johnson & Johnson (JNJ)	1,900.00	89,062.50
(ohls Corp (KSS)	1,100.00	45,498.54
inear Technology Corporation (LLTC)	1,970.00	71,039.31
ions Gate Entertainment Corp (LGF)	8,300.00	46,296.82
Manpower Inc. Wis (MAN)	1,100.00	49,495.65
Marathon Oil Corp (MRO)	2,400.00	78,906.20
Maxim Integrated Prods Inc (MXIM)	3,240.00	95,116.51
McKesson Corporation (MCK)	1,300.00	53,147.38
Medtronic Inc (MDT)	2,285.00	104,982.12

Herman and Gwen Shapiro Foundation	-1	1	
EIN: 39-1841051			,
2008 Form 990-PF			
	Number	Book Value	
Investments Common Stocks 9 Options	of Shares	as of 7/31/09	
Investments - Common Stocks & Options		164,631.71	
Microsoft Corp (MSFT)	6,680.00		
Morgan Stanley (MS)	1,850.00	51,912.83	
Murphy Oil Corp (MUR)	900.00	50,836.28	
Northern Trust Corp (NTRS)	950.00	52,348.49	·
Novartis AG ADR (NVS)	1,300.00	52,958.50	
Patterson Companies Inc (PDCO)	3,200.00	66,503.72	
Pepsico Inc (PEP)	1,800.00	94,275.84	
T Rowe Price Group Inc (TROW)	1,300.00	53,293.15	
Procter & Gamble Co (PG)	1,900.00	91,061.40	
Qualcomm Inc (QCOM)	1,650.00	59,480.69	
Resmed Inc (RMD)	1,425.00	61,681.61	
St Jude Medical Inc (STJ)	1,400.00	52,256.86	
Schein (Henry) Inc (HSIC)	1,700.00	76,801.01	
Schlumberger LTD (SLB)	1,500.00	67,490.23	
Smith Intl Inc Com (SII)	1,800.00	48,183.27	
State Street Corp (STT)	1,600.00	92,283.66	
Sysco Corp (SYY)	4,330.00	130,102.11	
Target Corp (TGT)	2,550.00	95,132.50	
3M Company (MMM)	1,250.00	65,488.11	
Time Warner Inc (TWX)	1,910.00	48,979.68	
Tomotherapy Inc (TOMO)	10,700.00	90,883.97	
Viacom Inc New Class B (VIAB)	4,600.00	203,038.49	
Visa Inc Com Cl A (V)	865.00	48,416.77	
Vodafone Group Plc Spons ADR (VOD)	5,515.00	140,289.89	
Wal-Mart Stores Inc (WMT)	1,310 00	57,954.42	
Walgreen Co New (WAG)	3,400.00	130,517.73	
Waters Corp (WAT)	950.00	42,975.18	
Xilinx Inc (XLNX)	2,615.00	57,259.89	
Zimmer Holdings Inc (ZMH)	1,100.00	51,682.10	
			5,609,047.38
Closed end funds			
Ishares S&P GSCI Commodity-Indexed Tr (GSG)	3,478.00	92,582.19	
Ishares MSCI Emerging Mkts Index Fd (EEM)	10,376.00	350,573.83	
Ishares Tr MSCI EAFE Index Fd (EFA)	5,480.00	392,483.05	
			835,639.07

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Herman and Gwen Shapiro Foundation		
EIN: 39-1841051		
2008 Form 990-PF		
	 - 	
	Number	Market Value
Investments - Common Stocks & Options	of Shares	of 7/31/09
Weatherford International Ltd (WFT)	4,000.00	75,040.00
AFLAC Inc (AFL)	1,500.00	56,790.00
Abercrombie & Fitch Co Class A (ANF)	2,000.00	57,180.00
Adobe Systems Inc (DE)	2,075.00	67,271.50
Altera Corp (ALTR)	2,780.00	51,958.20
Amgen Inc (AMGN)	1,320.00	82,249.20
Associated Banc Corp (ASBC)	4,800.00	52,032.00
Bank New York Mellon Corp (BK)	1,600.00	43,744.00
Bare Escentuals Inc (BARE)	8,100.00	71,766.00
Bed Bath & Beyond (BBBY)	1,600.00	55,600.00
Boeing Co (BA)	1,175.00	50,419.25
CBS Corp New Class B (CBS)	7,210.00	59,049.91
Cardinal Health Inc. (CAH)	1,500.00	49,950.00
Chevron Corp (CVX)	1,100.00	76,417.00
Cisco Sys Inc (CSCO)	5,000.00	110,050.00
Cintas Corp (CTAS)	3,000.00	75,540.00
Darden Restaurants, Inc. (DRI)	1,300.00	42,107.00
Devon Energy Corp (DVN)	800.00	46,472.00
Diageo PLC Spon ADR (DEO)	1,350.00	84,213.00
Walt Disney Co (DIS)	2,100.00	52,752.00
Discover Financial Svcs (DFS)	4,900.00	58,212.00
EMC Corp-Mass (EMC)	3,720.00	56,023.20
Eaton Vance Corp-Non Vtg (EV)	3,100.00	88,722.00
Ebay Inc (EBAY)	6,030.00	128,137.50
Electronic Arts (ERTS)	2,600.00	55,822.00
Energysolutions Inc (ES)	6,500.00	55,965.00
Exxon Mobil Corp (XOM)	2,600.00	183,014.00
General Electric Co (GE)	8,900.00	119,260.00
General Realty Inc	28.00	<u>-</u>
General Realty Inc Stk Script Halves	1.00	-
Google Inc. (GOOG)	125.00	55,381.25
W W Grainger Inc (GWW)	940.00	84,515.40
Hess Corp (HES)	1,200.00	66,240 00
IMS Health Inc (RX)	4,170.00	50,040.00
Intel Corp (INTC)	6,890.00	132,632.50
JDS Uniphase Corp New (JDSU)	10,350.00	60,651.00
JPMorgan Chase & Co (JPM)	2,700.00	104,355.00
Johnson & Johnson (JNJ)	1,900.00	115,691.00
Kohls Corp (KSS)	1,100.00	53,405.00
Linear Technology Corporation (LLTC)	1,970.00	52,933.90
Lions Gate Entertainment Corp (LGF)	8,300.00	48,638.00
Manpower Inc. Wis (MAN)	1,100.00	52,745.00
Marathon Oil Corp (MRO)	2,400.00	77,400.00
Maxim Integrated Prods Inc (MXIM)	3,240.00	57,412.80
McKesson Corporation (MCK)	1,300.00	66,495.00
Medtronic Inc (MDT)	2,285.00	80,934.70

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Herman and Gwen Shapiro Foundation	 	<u> </u>	<u> </u>
EIN: 39-1841051	 - - - - - - - - - 		
2008 Form 990-PF	 -		
2000 01111 000-1 1	 	 	
	Number	Market Value	
Investments - Common Stocks & Options	of Shares	of 7/31/09	
Microsoft Corp (MSFT)	6,680.00	157,113.60	<u></u>
Morgan Stanley (MS)	1,850.00	52,725.00	
Murphy Oil Corp (MUR)	900.00	52,380.00	
Northern Trust Corp (NTRS)	950.00	56,819.50	
Novartis AG ADR (NVS)	1,300.00	59,306.00	
Patterson Companies Inc (PDCO)	3,200.00	81,152.00	
Pepsico Inc (PEP)	1,800.00	102,150.00	
T Rowe Price Group Inc (TROW)	1,300.00	60,723.00	
Procter & Gamble Co (PG)	1,900.00	105,469.00	
Qualcomm Inc (QCOM)	1,650.00	76,246.50	
Resmed Inc (RMD)	1,425.00	58,425.00	
St Jude Medical Inc (STJ)	1,400.00	52,794.00	
Schein (Henry) Inc (HSIC)	1,700.00	87,346.00	
Schlumberger LTD (SLB)	1,500.00	80,250.00	
Smith Intl Inc Com (SII)	1,800.00	45,234.00	
State Street Corp (STT)	1,600.00	80,480.00	
Sysco Corp (SYY)	4,330.00	102,880.80	
Target Corp (TGT)	2,550.00	111,231.00	
3M Company (MMM)	1,250.00	88,150.00	
Time Warner Inc (TWX)	1,910.00	50,920.60	
Tomotherapy Inc (TOMO)	10,700.00	33,812.00	
Viacom Inc New Class B (VIAB)	4,600.00	106,536.00	
Visa Inc Com CI A (V)	865.00	56,622.90	
Vodafone Group Plc Spons ADR (VOD)	5,515.00	113,498.70	
Wal-Mart Stores Inc (WMT)	1,310.00	65,342.80	
Walgreen Co New (WAG)	3,400.00	105,570.00	
Waters Corp (WAT)	950.00	47,737.50	
Xilinx Inc (XLNX)	2,615.00	56,719 35	
Zimmer Holdings Inc (ZMH)	1,100.00	51,260.00	
Ziminor Holdings ine (Ziviri)	1,100.00	31,200.00	5,364,122 56
			3,304,122 30
Closed end funds			<u> </u>
Ishares S&P GSCI Commodity-Indexed Tr (GSG)	3,478.00	105,279.06	
Ishares MSCI Emerging Mkts Index Fd (EEM)	10,376.00	371,253.28	
Ishares Tr MSCI EAFE Index Fd (EFA)	5,480.00	276,246.80	
indicate the first the fir	3,400.00	210,240.00	752,779.14
			102,110.14
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Herman and Gwen Shapiro Foundation							
EIN 39-1841051							
2008 Form 990-PF							
Part IV - Capital Gains and Losses for Tax on I	s for Tax on Investment Income	9					
Investments Sold	Shares Sold	Acq. Date	Cost Basis	Date Sold	Proceeds	Gain/Loss	LT/ST
AFLAC, Inc (AFL)	400 00	4/20/2009	10,370 36	7/22/2009	13,077 95	2,707 59	ST
Altera Corp (ALTR)	2,800 00	3/24/2006	58,497 24	4/20/2009	48,092 22	(10,405 02)	LT
American Intl Group Inc. (AIG)	2,250 00	6/7/2006	137,670 29	9/12/2008	30,999 02	(106,671 27)	LT
	250 00	6/7/2006	33,652 74	9/15/2008	2,539 33	(31,113 41)	-
	1,700 00	6/15/2006	101,540 81	9/15/2008	7,848 85	(93,691 96)	LT
Amgen (AMGN)	120 00	2/8/2006	8,688 99	7/22/2009	6,961 76	(1,727 23)	1
	80 00	3/22/2006	5,803 48	7/22/2009	4,641 18	(1,162 30)	בו
	00 000,	7/8/2006	72,408 27	5/26/2009	49,582 05	(22,826 22)	
Bank New York Mellon Corp (BK)	1,000 00	9/19/2008	34,921 28	5/8/2009	31,205 53	(3,71575)	ST
Bare Escentuals, Inc. (BARE)	700 00	11/4/2008	3,079 56	7/22/2009	5,200 79	2,121 23	ST
	299 00	5/19/2008	5,881 33	5/26/2009	2,649 11	(3,232,22)	L
	1 00	5/19/2008	19 69	5/26/2009	8 86	(10 83)	LT.
	4,000 00	5/19/2008	78,680 22	3/25/2009	16,851 17	(61,829 05)	ST
Bed Bath & Beyond (BBBY)	00 009	9/28/2005	23.805.67	9/20/2008	17 639 54	(6 166 13)	F
	1,400 00	1/12/2006	52,533 48	4/20/2009	41,158 93	(11,374 55)	Ľ
BP PLC Spons ADR (BP)	00 066	6/27/2008	67.376.38	5/8/2009	47.375.04	(20 001 34)	TS:
,						(20,02)	5
Berkshire Hathaway Inc CI B (BRKB)	100 00	5/15/2000	179,482 88	5/8/2009	309,819 23	130,336 35	בו
Chevron Corp (CVX)	400 00	12/31/1999	17,143 75	5/8/2009	27,923 08	10,779 33	רַ
	2,000 00	10/25/2000	83,534 33	5/8/2009	139,615 39	56,081 06	<u>다</u> !
	3	0007/0/1	66 67 - 't	2007/0/2	77.006,0	2,000,70	
Cincinnati Financial Corp. (CINF)	3,500 00	10/14/2008	83,539 56	4/20/2009	84,797 24	1,257 68	ST
Cisco Systems Inc (CSCO)	00 009	5/26/2009	11,200 04	7/22/2009	12,629 26	1,429 22	ST
Ciligroup Inc (C)	6,000 00	10/30/2008	79,818 71	2/19/2009	14,614 73	(65,203 98)	ST
	3.080 175	3/31/2000	83 888 09	9/15/2008	86 000 77 49 599 24	(27,096 30)	_ - -
	5,000.00	7/1/2004	232,194 78	9/15/2008	80,510 92	(151,683 86)	בונ
Coca-Cola Co (KO)	1.570 00	8/26/2004	70 511 07	6002/26/2	76 756 15	6 245 08	ļ.
	3,670 00	3/25/2003	151,551 17	3/25/2009	161,183 79	9,632,62	
	1,330 00	8/26/2004	59,732 31	3/25/2009	58,412 66	(1,319 65)	LT

Herman and Gwen Shapiro Foundation							
EIN 39-1841051							
2008 Form 990-PF							
Part IV - Capital Gains and Losses for Tax on I	es for Tax on Investment Income	Φ!					
Investments Sold	Shares Sold	Acq. Date	Cost Basis	Date Sold	Proceeds	Gain/Loss	LT/ST
Covidien LTD (COV)	787 00	3/25/2003	12,965 27	10/14/2008	37,019 86	24,054 59	[1
Tyco Inf Ltd (TYC)	787 00	3/25/2003	15 983 24	10/14/2008	22 066 62	6 083 38	<u> </u>
					20001		
Diageo P L C Spon ADR New (DEO)	100 00	5/26/2009	5,473 27	7/22/2009	5,854 84	381 57	ST
Disney Walt Productions (DIS)	400 00	3/25/2009	7,432 31	7/22/2009	10,029 36	2,597 05	ST
Eaton Vance Group Com Non Vtg (EV)	200 00	10/3/2008	16,918 19	7/22/2009	12,764 85	(4,153 34)	ST
Eli Lilly & Co (LLY)	810 00	3/17/2000	50,469 54	5/8/2009	28,642 89	(21,826 65)	LT
EMC Corp-Mass (EMC)	00 009	4/3/2006	8,261 84	7/22/2009	8,366 58	104 74	LT
	4,500 00	4/3/2006	61,963 81	5/26/2009	53,174 17	(8,789 64)	LT
Freeze, Columns for (FS)	3 000 00	11/6/2008	16 244 64	00000000	00 100 30	07 007 0	TO
	2000	20070	10,144,01	11222003	67 170,02	3,102.10	5
Exxon Mobil Corp (XOM)	1,540 00	6/14/2000	63,504 11	5/26/2009	106,751 40	43,247 29	LT
Federal Home Ln Mtg Corp (FRE)	4,400 00	3/25/2003	236,822 63	9/8/2008	3,981 82	(232,840 81)	[1
	1,000 00	6/24/2003	49,607 48	8/8/2008	904 96	(48,702 52)	LT
	3,800 00	7/1/2004	239,990 22	9/8/2008	3,438 85	(236,551 37)	בו
Federal Home I n Mta Corp (redemption)	00 000 000	5/4/2007	299 000 00	12/30/2008	00 000 000	00 0	<u>L</u>
	200,000	2071	00 000,552	0007	25,000,00		

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Herman and Gwen Shapiro Foundation							
2000 F2 000 DF							
2000 TOTAL 38002							
Part IV - Capital Gains and Losses for Tax on I	for Tax on Investment Income	2					
LICO standard	FI CO CONTRACTOR			1			
Illyestinetics solid	Suares Sold	Acq. Date	Cost Basis	Date Sold	Proceeds	Gain/Loss	LT/ST
rederal National Mortgage Assn (FNM)	4,500 00	12/31/1999	2/9,843 /5	8/2008	4,090 30	(275,753 45)	-1
	2,500 00	7/18/2003	167,620.96	9/8/2008	2,272 39	(165,348 57)	LT
	1,200 00	7/1/2004	85,013 76	9/8/2008	1,090 74	(83,923 02)	11
Flextronics Intl LTD USD (FLEX)	12,420 00	6/5/2007	137,060 75	4/20/2009	43,087 94	(93,972 81)	LT
Goldman Sachs Group Inc. (GS)	400 00	10/1/2008	53 687 50	5/26/2009	56.362.04	2 674 54	TZ
					10,100	2,012	5
Ishares Tr MSCI EAFE Index (EFA)	200 00	5/21/2007	40,355 72	7/22/2009	23,699 85	(16,655 87)	רו
Ishares Tr MSCI EMERG Mkt (EEM)	1,000 00	5/21/2007	42,817 66	7/22/2009	34,171 17	(8,646 49)	LT
Ishares S&P GSCI Comm Unit Ben Int (GSG)	300 00	2/9/2009	7,985 81	7/22/2009	8,425 99	440 18	ST
IMS Health Inc (RX)	4,170 00	4/3/2000	70,553 67	5/26/2009	50,739 50	(19.814 17)	
	1,830 00	11/19/2001	37,850 49	5/26/2009	22,266 97	(15,583 52)	L
Intel Corp (INTC)	1,500 00	5/31/2007	33,539 86	7/22/2009	28,238 57	(5,301 29)	LT
Johnson & Johnson (JNJ)	1,700 00	12/31/1999	79,687 50	5/26/2009	93,008 89	13,321 39	LT
Kimberly Clark Corp (KMB)	1 00	12/31/1999	64 02	5/26/2009	41 54	(22 48)	1
	1,450 00	12/31/1999	92,828 91	3/25/2009	95 205 99	(26,321 35)	בן
Lincare Holdings Inc (LNCR)	1,980 00	11/10/2006	69,643.40	5/26/2009	44,608 34	(25,035 06)	LT
Linear Technology Corp (LLTC)	1,000 00	3/3/2006	37,510 68	7/22/2009	26,605 80	(10,904 88)	רַן
Marshall & IIsley Corp (MI)	1,900 00	12/31/1999	47,380 02	2/19/2009	6,710 25	(40,669 77)	LT
	1,200 00	10/8/2008	22,189 10	2/19/2009	4,238 06	(17,951 04)	ST
Maxim Integrated Prods Inc (MXIM)	1,440 00	3/24/2006	52,703 98	5/26/2009	22,618 20	(30,085 78)	LT
	1,000 00	5/16/2006	33,048 49	2/26/2009	15,707 08	(17,341 41)	LT
	1,000 00	6/7/2006	32,465 71	5/26/2009	15,707 08	(16,758 63)	LT
	160 00	4/17/2007	4,697 11	2/26/2009	2,513 13	(2,183 98)	LT
					_		

Herman and Gwen Shapiro Foundation							L
2008 Form 990-PF							
Part IV - Capital Gains and Losses for Tax on	s for Tax on Investment Income	9					
Investments Sold	Shares Sold	Acq. Date	Cost Basis	Date Sold	Proceeds	Gain/Loss	LT/ST
Microsoft Corp (MSFT)	1,000 00	5/28/2003	24,645 46	7/22/2009	24,304 71	(340 75)	<u>: </u>
	00 080,1	0007/6/6	37,914.84	5/29/2009	79,76167	(16,153.17)	ב
	320 00	5/3/2000	7,886 55	5/29/2009	6,447 90	(1,438 65)	יבו
	00 089,1	3/1/2000	81,740 97	4/20/2009	31,127,51	(50,613 46)	ובי ובי
	2,000 00	5/3/2000	32,266 35	4/20/2009	37,056 56 17.046 01	(33,187 58)	<u> </u>
Morgan Stanley (MS)	3,400 00	7/19/2004	135,878 21	9/11/2008	129,906 29	(5,971 92)	5
Patterson Companies COM (PDCO)	00 009	5/26/2009	12,469 45	7/22/2009	13,323 89	854 44	ST
Pavchex (PAYX)	2 430 00	4/20/2007	90,682,25	4/20/2009	64 170 35	706 502 907	
	7,70	100707#	30,000	202/02/14	200	(20,002 30)	-
PepsiCo Inc (PEP)	225 00	3/25/2009	11,793 86	7/27/2009	12,444 70	650 84	ST
(30) (31)	470 00	0000001	10000	0000	3,70		1
וובפו וווג (דרב)	3,470,00	2/19/2004	07 168 28	6/02/97/5	81,244 50	(93,784 14)	
	2,000 00	12/15/2004	125 035 71	5/26/2009	77 000 44	(50,000,02)	_ <u> </u>
	1,500 00	5/28/2003	47.996.88	10/14/2008	25,367,68	(22,629,20)	<u>-</u>
	1,870 00	7/10/2002	58,245 05	10/3/2008	35,511 91	(22,733 14)	
	130 00	5/28/2003	4,159 73	10/3/2008	2,468 74	(1,690 99)	ᆫ
Qualcomm Inc (QCOM)	00 009	8/16/2007	21,629 34	7/22/2009	28,655 89	7,026 55	<u> </u> 5
Resmed Inc (KMD)	750 00	4/11/2007	37,892 49	5/29/2009	27,060 54	(10,831 95)	<u>_</u>
	00 %/	4/24/2007	3,246 40	5/29/2009	2,706 05	(540 35)	<u> </u>
State Street Corp (STT)	300 00	9/18/2008	15,788 93	7/22/2009	13,801 83	(1,987 10)	ST
3M Co Com (MMM)	150 00	4/20/2009	7,858 57	7/22/2009	9,583 44	1,724 87	ST
Thompson Plumb Fds Bond Fund (THOPX)	9,671 18	10/8/2007	98,452 61	7/22/2009	100.000 00	1.547 39	<u> </u>
	1 45	10/8/2007	14 77	7/22/2009	15 00	0.23	1
Time Warner, Inc. (TWX)	300 00	3/25/2003	7,693 14	7/22/2009	7,933 23	240 09	L
	2,050 00	3/25/2003	52,569 81	4/20/2009	44,503 22	(8,066 59)	5
Time Warner Cable Inc (spinoff)	0 3026	3/25/2003	10 20	4/20/2009	8 28	(1 92)	LT
	1,069 00	3/25/2003	35.983 60	4/17/2009	30.649 40	(5 334 20)	<u>-</u>

Fig. 100	Herman and Gwen Shapiro Foundation							
Gaing and Losses for Tax on Investment Incommod Shares Sold Colored States Sold Colore	EIN 39-1841051 2008 Form 990-PF							
Common								
Close Change Cast Basis Date Sold Proceeds CaintLoss	Part IV - Capital Gains and Losses for Tax on I	nvestment Incon	2					
Company Comp	nvestments Sold	Shares Sold	Acq. Date	Cost Basis	Date Sold	Proceeds	Gain/Loss	LT/ST
100 00 61:32207 2:741 00 5:262009 2:24 38	omotherapy Inc (TOMO)	3,420 00	5/14/2007	73,874 44	5/26/2009	7,673 94	(66.200 50)	17
Class B (VMB)		100 00	6/13/2007	2,141 00	5/26/2009	224 38	(1,916 62)	Lī
PLC Spons ADR New (VOD)	(acom Inc New Class B (VIAB)	427 50	12/31/1999	29,972 67	5/26/2009	9,561 18	(20.411 49)	7
PLC Spons ADR New (VOD) 2,000 00 1/1/2/2006 52,519.50 5769/2009 37,003.82 (15,435.69) Inc (WMT) 510 00 3/28/2005 76,965.25 3/25/2009 15,257.26 (15,435.69) 1,000 00 3/28/2005 51,330.07 19,200.09 11,339.45 (10,579) 1,000 00 3/28/2005 51,310.07 19/2009 11,327.26 (10,579) 2,000 00 3/28/2005 51,310.07 19/2009 3,509.70 4,456.09 11,339.45 (10,579) 2,200 00 1/231/2007 48,172.75 576/2009 43,228.79 (119,728.87) TOTAL LONG TERM PROCEEDS 3,372/272.89 3,372/272.89 10,108.24 48,372.37 10/1AL SALES PROCEEDS 3,385,43.05 (119,428.49)		750 00	3/23/2001	38,111 21	5/26/2009	16,774 00	(21,337 21)	
PLC Spons ADR New (VOD) 2,000 00 11/12/2006 52,519 50 5726/2009 37,033 82 (15,435 68) Inc (WMT) 510 00 3728/2005 76,956 26 37,527/2009 76,226 31 (573 93) 1,500 00 3728/2005 15,339 03 37,500 37,537/2009 16,539 03 37,037 31,000 00 37,287/2005 15,339 03 37,037 31,000 00 37,287/2005 15,339 03 37,27/2009 1,000 00 37,287/200 37,287/2009 10,186 89 1,139 45 I,000 00 5726/2009 9,047 41 7722/2009 43,328 79 (4,843 96) I,200 00 1,2/31/2007 48,172 75 5/26/2009 43,328 79 (4,843 96) TOTAL LONG TERM PROCEEDS 3,372,722 39 49,372,772 29 SHORT TERM PROCEEDS 3,836,450.56 I,000 TERM PROCEEDS 3,836,450.56 IOMG TERM PROCEEDS 3,836,450.56		522 50	11/11/2003	24,582 08	5/26/2009	11,685 89	(12,896 19)	ב
1,000 00 3728/2005	odafone Group PLC Spons ADR New (VOD)	2,000 00	1/12/2006	52,519 50	5/26/2009	37,083 82	(15,435 68)	LT
1,500 00 3282005 76,965 25 375,2009 76,286 31 (678 94) 800 00 3282005 31,539 06 375,200 15,557 26 (138 79) 800 00 3282005 30,525 61 (138 79) 800 00 3282005 30,525 61 (138 79) 800 00 3282005 30,525 61 (138 79) 800 00 3282005 30,525 61 (138 79) 800 00 3282000 30,525 61 (138 79) 800 00 3282000 30,525 61 (138 79) 800 00 12312007 48,177 75 57,262009 10,186 86 1,139 45 800 00 12312007 48,177 75 57,262009 43,328 79 (4,843 96) 800 00 12312007 48,177 75 57,262009 43,328 79 (4,843 96) 800 00 12312007 100 100 100 100 100 100 100 100 100	/al-Mart Stores Inc (WMT)	510 00	3/28/2005	26,168 18	3/25/2009	25.937 35	(230 83)	L
1(WAT) 200 00 3728/2005 15.339 05 37.55/2009 15.257 26 (135.75) 4.566 09 37.2872009 15.1675 55 37.38 10.000 00 37.2872009 37.2872009 10.166 96 1.139 45 37.2872009 10.166 96 1.139 45 37.2872009 10.1231/2007 48.172 75 57.66/2009 43.328 79 (4.843.95) 10.040.TERM GAINS (2.199,226.97) 10.040.TERM PROCEEDS 3.372,727.29 SHORT TERM PROCEEDS 3.372,727.29 10.040.TERM PROCEEDS 3.372,727.2		1,500 00	3/28/2005	76,965 25	3/25/2009	76,286 31	(678 94)	
1,000 00 9/16/2005 51,310 17 1/9/2009 51,667 55 347 38 1,000 00 3/28/2005 51,310 17 7/22/2009 51,667 55 347 38 1,000 00 1,231/2007 48,172 75 5/26/2009 43,328 79 (4,843 96) 1,000		300 00	3/28/2005	15,393 05	3/25/2009	15,257 26	(135 79)	-
1,000 UD 3/28/2009 51,510 17 7/22/2009 10,186 86 1,139 45		00 069	9/16/2005	30,525 61	3/25/2009	35,091 70	4,566 09	בן
1(WAT) 200 00 5/26/2009 9,047 41 7/22/2009 1,139 45 2 200 00 12/31/2007 48,172 75 5/26/2009 43,328 79 (4,643 96) TOTAL LONG-TERM GAINS (2,160,225.87) TOTAL SHORT-TERM GAINS (119,424.84) LONG TERM PROCEEDS 3/372,727 29 SHORT TERM PROCEEDS 463,723.27 TOTAL SALES PROCEEDS 3,836,450.56		1,000 00	3/28/2005	51,310 17	1/9/2009	51,657 55	347 38	5
2,200 00 12/31/2007 48,172 75 5/26/2009 43,328 79 (4,843 96) TOTAL TOT	aters Corp Com (WAT)	200 00	5/26/2009	9,047 41	7/22/2009	10,186 86	1,139 45	ST
	inx Inc (XLNX)	2,200 00	12/31/2007	48,172 75	5/26/2009	43,328 79	(4,843 96)	רד
					TOTAL		(2,279,650.71)	
				TOTA	L LONG-TERM G	AINS	(2.160.225.87)	
				TOTAI	- SHORT-TERM	AINS	(119.424.84)	
				NC	G TERM PROCES	SO	2 377 777 20	
				SHOI	RT TERM PROCE	EDS	463,723.27	
				TOT	L SALES PROCE	EDS	3,836,450.56	

Form 2848 (Rev. June 2008) Department of the Treasury Internal Revenue Service

Power of Attorney

Power of Attorney and Declaration of Representative

► Type or print. ► See the separate instructions.

OMB No 1545-015	כ

Telephone

For IRS	Use	Only	
Received by			
Name			

Caution: Form 2848 will not be honored for any purpose other than representation before the IRS.			Function
1 Taxpayer information. Taxpayer(s) must sign and date this form on page 2, lin		Date / /	
Taxpayer name(s) and address Soci		Social security number(s)	Employer identification number
			39-1841051
Herman and Gwen Shapiro Foundation		Plan number (if applicable)	
c/o Foley & Lardner LLP, P.O. Box 14 Madison, WI 53701	97	Daytime telephone number (608) 258-4224	
hereby appoint(s) the following representative(s) as attorney(s)-in-fact			
2 Representative(s) must sign and date this form on page 2, Part II			
Name and address		CAF No 65	05-46923R
David W. Reinecke		Telephone No	6082584774
Foley & Lardner LLP		Fax No	6082584258
150 E. Gilman Street		·	
Madison, WI 53703		Check if new Address	Telephone No Fax No
Name and address		CAF No 02	00-59649R
David V. Northcutt		Telephone No	6082584785
Foley & Lardner LLP		Fax No	6082584258
150 E. Gilmann Street	Check if new Address	Telephone No Fax No	
Madison, WI 53703		Oncok ii new Address	7 displicits 140 []
Name and address		CAF No	
		Telephone No.	
		Fax No	
		Check if new Address	Telephone No Fax No
		Olicek ii liew Addiess []	rospitono tro [] Tax No []
to represent the taxpayer(s) before the Internal Revenue Service for the following to Tax matters	ax matters		
Type of Tax (Income, Employment, Excise, etc.)	Tax Form Number		Year(s) or Period(s)
or Civil Penalty (see the instructions for line 3)			(see the instructions for line 3)
Return of Private Foundation 990-PF		F	YE: 07/31/2009
4 Specific use not recorded on Contralized Authorization File (CAF). If the now	ver of attorney is for a	enecific use not recorded on CA	F chack

Acts authorized. The representatives are authorized to receive and inspect confidential tax information and to perform any and all acts that I (we) can perform with respect to the tax matters described on line 3, for example, the authority to sign any agreements, consents, or other documents. The authority does not include the power to receive refund checks (see line 6 below), the power to substitute another representative, or additional representatives, the power to sign certain returns, or the power to execute a request for disclosure of tax returns or return information to a third party. See the line 5 instructions for more information Exceptions. An unenrolled return preparer cannot sign any document for a taxpayer and may only represent taxpayers in limited situations. See Unenrolled Return Preparer on page 1 of the instructions. An enrolled actuary may only represent taxpayers to the extent provided in section 10 3(d) of Treasury Department Circular

No 230 (Circular 230) An enrolled retirement plan administrator may only represent taxpayers to the extent provided in section 10 3(e) of Circular 230 See the line 5 instructions for restrictions on tax matters partners. In most cases, the student practitioner's (levels k and I) authority is limited (for example, they may only practice under the supervision of another practitioner) List any specific additions or deletions to the acts otherwise authorized in this power of attorney

Receipt of refund checks. If you want to authorize a representative named on line 2 to receive, BUT NOT TO ENDORSE OR CASH, refund checks, and list the name of that representative below

Name of representative to receive refund check(s)

this box. See the instructions for Line 4. Specific Uses Not Recorded on CAF.

Form 2848 (Rev 6-	2008) Herman and Gwen S	Shapiro Foundat	cion	39-184	1051 Page
7 Notices a	nd communications. Original notices and other wi	ritten communications will be so	ent to you and a c	copy to the first representative lister	
a If you also	want the second representative listed to receive a	copy of notices and communic	ations, check this	s box	$ ightharpoonup \boxed{X}$
b If you do r	ot want any notices or communications sent to yo	our representative(s), check this	box		
	revocation of prior power(s) of attorney. The film	-	=		
	of attorney on file with the Internal Revenue Servic		years or periods o	covered by this	▶ ┌─┐
	If you do not want to revoke a prior power of atto	•	· · · · · · · · · · · · · · · · · · ·		
	TATTACH A COPY OF ANY POWER OF ATTORNE				
-	of taxpayer(s). If a tax matter concerns a joint ret otherwise, see the instructions. If signed by a cor		• • •		
	tor, or trustee on behalf of the taxpayer, I certify th				
aummigue	tor, or trusted on benan or the taxpayer, recting to	nat I have the authority to excee	to this form on be	chan of the taxpayer	
► IF NOT	SIGNED AND DATED, THIS POWER OF ATTORNE	Y WILL BE RETURNED.			
	1 Juli	3	115/10	Trustee/Office	er
	Signature		Date	Title (if applic	able)
		F	Ierman a	nd Gwen Shapiro	
<u>David</u>	W. Reinecke		oundation		
	Print Name Pi	IN Number	Print na	ime of taxpayer from line 1 if other than in	dividual
			Date	Title (if applic	
	Signature		Odic	пие (п аррію	aulej
	Print Name Pi	IN Number			
			 		
Part II	Declaration of Representative				
Program (level	ents with a special order to represent taxpayons is and I), see the instructions for Part II.	ers in qualified Low Income	I axpayer Clinic	s or the Student Tax Clinic	
	of perjury, I declare that				
 I am not o 	currently under suspension or disbarment from pr	actice before the Internal Rever	ue Service,		
 I am awar 	e of regulations contained in Circular 230 (31 CFF	R, Part 10), as amended, concei	ning the practice	of attorneys, certified public accou	ntants,
enrolled a	gents, enrolled actuaries, and others,				
 I am auth 	orized to represent the taxpayer(s) identified in Pa	rt I for the tax matter(s) specifie	d there, and		
	of the following				
	ney - a member in good standing of the bar of the	•			
	ied Public Accountant - duly qualified to practice a	•	in the jurisdiction	shown below.	
	led Agent - enrolled as an agent under the require				
	er - a bona fide officer of the taxpayer's organization				
	ime Employee - a full-time employee of the taxpay		and shift to		
	y Member - a member of the taxpayer's immediate			·	
	led Actuary - enrolled as an actuary by the Joint B			S C 1242 (the authority	
	actice before the Internal Revenue Service is limite		•	Ouroulay 000 anation 10.7(a)/(1)/	Λ.
	rolled Return Preparer - the authority to practice b		=))
	must have prepared the return in question and the ige 1 of the instructions	return must be under examina	ion by the IRS S	ee onenronea ketarn Preparer	
•	ant Attorney - student who receives permission to	practice before the IDS by virtu	a of their status a	ne a law etudant under contine 10.7	(d) of Circular 220
	ent CPA - student who receives permission to prac	•			• •
	led Retirement Plan Agent - enrolled as a retireme	•		· ,	
	nal Revenue Service is limited by section 10 3(e))	p.a agont andor the require	or orroular	2001 the admonty to bigotice neith	10 (110
	ARATION OF REPRESENTATIVE IS NOT SIGNED	AND DATED. THE POWER OF A	TTORNEY WILL	BE RETURNED. See the Part II inst	ructions
Designation - In					
above letter (a			Signature 		Date
			. 0	_	3111
A	WI	11 Tale	<u> ۱. رین</u>	بدو	2/12/10
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Α	WI		/ 		3-15-10

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