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

2008

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 OCT 1, 2008, and ending SEP 30, 2009

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation PAUL AND SUZANNE HANIFL FOUNDATION		A Employer identification number 36-4334519
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number 312-346-4101
	190 SOUTH LASALLE STREET		
	City or town, state, and ZIP code CHICAGO, IL 60603		
H 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			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,503,083.		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		80,015.	80,015.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<100,220.>			STATEMENT 1
b Gross sales price for all assets on line 6a		557,761.			
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		<20,205.>	80,015.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		5,070.	5,070.		0.
b Accounting fees					
c Other professional fees STMT 4		10,566.	10,566.		0.
17 Interest					
18 Taxes STMT 5		1,374.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		1,823.	1,823.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		18,833.	17,459.		0.
25 Contributions, gifts, grants paid		99,050.			99,050.
26 Total expenses and disbursements. Add lines 24 and 25		117,883.	17,459.		99,050.
27 Subtract line 26 from line 12		<138,088.>			
a Excess of revenue over expenses and disbursements			62,556.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		<2.>	<2.>
	2	Savings and temporary cash investments	142,024.	148,531.	148,531.
	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 ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations			
	b	Investments - corporate stock STMT 7	970,970.	928,939.	921,754.
	c	Investments - corporate bonds STMT 8	907,301.	806,000.	749,007.
Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 9	499,326.	499,326.	523,597.
	14	Land, buildings, and equipment basis ▶ 1,159,430. STMT 10	1,159,430.	1,159,430.	1,159,430.
		Less: accumulated depreciation			
	15	Other assets (describe ▶ STATEMENT 11)	2,027.	766.	766.
	16	Total assets (to be completed by all filers)	3,681,078.	3,542,990.	3,503,083.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	3,681,078.	3,542,990.	
	30	Total net assets or fund balances	3,681,078.	3,542,990.	
	31	Total liabilities and net assets/fund balances	3,681,078.	3,542,990.	

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	3,681,078.
2	Enter amount from Part I, line 27a	2	<138,088.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	3,542,990.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,542,990.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
b SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS			
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 113,673.		130,073.	<16,400.>
b 443,891.		527,908.	<84,017.>
c 197.			197.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			<16,400.>
b			<84,017.>
c			197.
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	<100,220.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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 instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2007	254,127.	3,784,813.	.067144
2006	149,600.	3,602,029.	.041532
2005	160,172.	2,976,172.	.053818
2004	142,871.	3,024,183.	.047243
2003	198,889.	3,102,391.	.064108

2 Total of line 1, column (d)	2	.273845
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	.054769
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	3,293,418.
5 Multiply line 4 by line 3	5	180,377.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	626.
7 Add lines 5 and 6	7	181,003.
8 Enter qualifying distributions from Part XII, line 4	8	99,050.

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 instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,251.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,251.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,251.
6 Credits/Payments			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	2,017.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,017.	
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	766.	
11 Enter the amount of line 10 to be Credited to 2009 estimated tax	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (i) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> IL		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ SUZANNE T. HANIFL Telephone no ▶ 847-381-6257
 Located at ▶ 41 SANDALWOOD LANE, BARRINGTON HILLS, IL ZIP+4 ▶ 60010

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

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

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

	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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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?		1c X
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? If "Yes," list the years ▶	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
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)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
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?		4b X

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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)?

☐ 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)?

N/A

5b

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?

N/A

☐ Yes ☐ No

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

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

If you answered "Yes" to 6b, also file Form 8870.

X

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?

N/A

7b**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SUZANNE T. HANIFL 41 SANDALWOOD LANE BARRINGTON HILLS, IL 60010	PRES, TREAS & DIR 0.00	0.	0.	0.
PAUL H. HANIFL 41 SANDALWOOD LANE BARRINGTON HILLS, IL 60010	VICE-PRES, SEC & DIR 0.00	0.	0.	0.
DANIEL BROSIER 402 WASHBURN ELGIN, IL 60123	DIR 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
THERE ARE NO COMPENSATED EMPLOYEES.				

Total number of other employees paid over \$50,000

0

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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	1a	2,013,425.
b	Average of monthly cash balances	1b	170,717.
c	Fair market value of all other assets	1c	1,159,430.
d	Total (add lines 1a, b, and c)	1d	3,343,572.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,343,572.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	50,154.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,293,418.
6	Minimum investment return. Enter 5% of line 5	6	164,671.

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	164,671.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	1,251.
b	Income tax for 2008 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,251.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	163,420.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	163,420.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	163,420.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 20	1a	99,050.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	99,050.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	99,050.
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			

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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				163,420.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			58,890.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2008				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ 99,050.				
a Applied to 2007, but not more than line 2a			58,890.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2008 distributable amount				40,160.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				123,260.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
ADVOCATE GOOD SHEPHARD HOSPITAL				25,000.
BARRINGTON AREA COMMUNITY FOUNDATION				1,000.
BARRINGTON AREA LION CLUB				500.
BARRINGTON GIVING DAY				50.
FRIENDS OF WOODSTOCK SCHOOL				3,500.
HENN THEATER TRUST				3,000.
MAX MCGRAW WILDLIFE FOUNDATION				3,500.
PHEASANTS FOREVER INC.				10,000.
THE COMMUNITY FOUNDATION				30,000.
THE TRIBUTARY FUND				5,000.
UU CHURCH OF ELGIN				16,250.
WTTW				1,250.
Total			▶ 3a	99,050.
b <i>Approved for future payment</i>				
NONE				
Total			▶ 3b	0.

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
	(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					80,015.
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					<100,220.>
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		0.	<20,205.>
13 Total. Add line 12, columns (b), (d), and (e)					<20,205.>

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

2008 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	50% INTEREST IN LAND, ROCKINGHAM COUNTY, VA	123105L				437,500.			437,500.			0.
2	FARMLAND IN BOONE COUNTY, ILLINOIS	030207L				271,930.			271,930.			0.
3	50% INTEREST IN LAND, ROCKINGHAM COUNTY, VA	122807L				450,000.			450,000.			0.
	* TOTAL 990-PF PG 1 DEPR					1159430.		0.	1159430.	0.	0.	0.

FORM 990-PF	GAIN OR (LOSS) FROM SALE OF ASSETS	STATEMENT	1
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(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
SEE ATTACHED SCHEDULE	PURCHASED	VARIOUS	VARIOUS		
	113,673.	130,073.	0.	0.	<16,400.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
SEE ATTACHED SCHEDULE	PURCHASED	VARIOUS	VARIOUS		
	443,891.	527,908.	0.	0.	<84,017.>

CAPITAL GAINS DIVIDENDS FROM PART IV	197.
TOTAL TO FORM 990-PF, PART I, LINE 6A	<100,220.>

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	2
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AMORTIZATION OF BOND PREMIUM	<1,466.>	0.	<1,466.>
CORNERSTONE - DIVIDENDS	17,975.	197.	17,778.
CORNERSTONE - INTEREST	63,703.	0.	63,703.
TOTAL TO FM 990-PF, PART I, LN 4	80,212.	197.	80,015.

FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MADDEN, JIGANTI, MOORE & SINARS	5,070.	5,070.		0.
TO FM 990-PF, PG 1, LN 16A	5,070.	5,070.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CORNERSTONE NATIONAL BANK	10,566.	10,566.		0.
TO FORM 990-PF, PG 1, LN 16C	10,566.	10,566.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAX EXPENSE	1,261.	0.		0.
FOREIGN TAX PAID	113.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,374.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS EXPENSES	1,823.	1,823.		0.
TO FORM 990-PF, PG 1, LN 23	1,823.	1,823.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE ATTACHED LISTING	928,939.	921,754.
TOTAL TO FORM 990-PF, PART II, LINE 10B	928,939.	921,754.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE ATTACHED LISTING	806,000.	749,007.
TOTAL TO FORM 990-PF, PART II, LINE 10C	806,000.	749,007.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CERTIFICATES OF DEPOSIT - SEE ATTACHED	COST	499,326.	523,597.
TOTAL TO FORM 990-PF, PART II, LINE 13		499,326.	523,597.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	10
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
50% INTEREST IN LAND, ROCKINGHAM COUNTY, VA	437,500.	0.	437,500.
FARMLAND IN BOONE COUNTY, ILLINOIS	271,930.	0.	271,930.
50% INTEREST IN LAND, ROCKINGHAM COUNTY, VA	450,000.	0.	450,000.
TOTAL TO FM 990-PF, PART II, LN 14	1,159,430.	0.	1,159,430.

FORM 990-PF

OTHER ASSETS

STATEMENT 11

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
FEDERAL ESTIMATED TAXES	2,027.	766.	766.
TO FORM 990-PF, PART II, LINE 15	2,027.	766.	766.

PAUL & SUZANNE HANIFL FOUNDATION
SCHEDULE OF 2008 - 2009 CAPITAL TRANSACTIONS - BOOK BASIS
PART 1, LINE 6 and PART IV, LINE 1a

SHORT TERM CAPITAL GAIN (LOSS)

<u>SECURITY</u>	<u>SHARES</u>	<u>BOUGHT</u>	<u>SOLD</u>	<u>SALES PRICE</u>	<u>COST BASIS</u>	<u>GAIN/LOSS</u>
MONSANTO	75 000	2/11/2008	12/10/2008	5,281 08	8,095 50	(2,814 42)
BANK OF NEW YORK MELLON	140 000	8/11/2008	12/11/2008	4,117 43	5,254 79	(1,137 36)
APPLE	60 000	8/18/2008	12/11/2008	5,947 63	10,737 28	(4,789 65)
NOKIA	405 000	6/18/2008	12/11/2008	5,726 67	10,545 35	(4,818 68)
AIR PRODUCTS AND CHEMICALS	90 000	12/10/2008	1/27/2009	4,618 25	4,065 45	552 80
PRAXAIR INC	75 000	12/10/2008	1/27/2009	4,478 97	3,985 01	493 96
NUCOR	115 000	1/27/2009	4/17/2009	4,987 23	4,569 53	417 70
SIGMA ALDRICH	125 000	1/27/2009	4/17/2009	5,026 60	4,559 73	466 87
TECHNOLOGY SELECT	705 000	8/18/2008	4/17/2009	11,639 25	16,588 65	(4,949 40)
ECOLAB INC	135 000	4/17/2009	7/27/2009	5,168 45	5,009 14	159 31
TEXAS INSTRUMENTS	945 000	9/17/2008	7/27/2009	21,904 54	21,302 95	601 59
APPLE	60 000	8/18/2008	8/3/2009	9,498 96	10,737 28	(1,238 32)
BMC SOFTWARE	120 000	7/27/2009	8/3/2009	4,071 50	4,011 56	59 94
CHEVRON	10 000	4/17/2009	8/3/2009	666 89	666 89	0 00
BANK OF NEW YORK MELLON	145 000	8/11/2008	8/3/2009	4,026 68	5,442 46	(1,415 78)
VANGUARD TOTAL STOCK MARKET FD	320 000	10/29/2008	8/3/2009	16,012 39	13,967 81	2,044 58
COCA COLA	10 000	9/7/2008	8/4/2009	500 73	534 09	(33 36)
TOTALS				113,673 25	130,073 47	(16,400 22)

PAUL & SUZANNE HANIFL FOUNDATION
SCHEDULE OF 2008 - 2009 CAPITAL TRANSACTIONS - BOOK BASIS
PART 1, LINE 6 and PART IV, Line 2b

LONG TERM CAPITAL GAIN (LOSS)

<u>SECURITY</u>	<u>SHARES</u>	<u>BOUGHT</u>	<u>SOLD</u>	<u>SALES PRICE</u>	<u>COST BASIS</u>	<u>GAIN/LOSS</u>
PEABODY	155 000	6/29/2007	12/10/2008	2,700 65	6,637 64	(3,936 99)
UNITED TECHNOLOGIES	145 000	10/31/2003	12/10/2008	6,978 45	6,063 18	915 27
AMERICAN EXPRESS	220 000	5/8/2006	12/11/2008	5,243 39	11,007 20	(5,763 81)
EXXON	285 000	5/19/2009	12/11/2008	22,430 73	16,709 66	5,721 07
ACCENTURE	645 000	5/8/2006	12/11/2008	18,228 93	18,071 15	157 78
EBAY	310 000	2/13/2007	12/11/2008	4,454 74	10,378 80	(5,924 06)
HOUSEHOLD FINANCE 4 125%	100,000 000	1/2/2004	12/15/2008	100,000 00	100,000 00	0 00
FRANKLIN RES INC	205 000	5/8/2006	2/17/2009	10,734 03	18,136 37	(7,402 34)
ENERGY SELECT	390 000	2/28/2008	4/17/2009	17,553 45	27,267 58	(9,714 13)
FINANCIAL COMMUNICATIONS	1,505 000	4/16/2008	4/17/2009	16,163 28	38,031 35	(21,868 07)
WESTERNBANK PUERTO RICO C D	100,000 000	4/12/2006	4/17/2009	100,000 00	100,000 00	0 00
EBAY	310 000	2/28/2008	8/3/2009	6,702 06	9,890 89	(3,188 83)
NOKIA	405 000	6/18/2008	8/3/2009	5,260 81	10,545 35	(5,284 54)
AMERICAN EXPRESS	225 000	5/8/2006	8/3/2009	6,379 45	11,657 96	(5,278 51)
ABBOTT LABS	105 000	2/28/2008	8/4/2009	4,795 32	5,780 34	(985 02)
BAXTER INTERNATIONAL	75 000	6/18/2008	8/4/2009	4,214 28	4,623 74	(409 46)
GENZYME	80 000	5/8/2009	8/4/2009	4,509 66	4,728 80	(219 14)
FOREST LABS	70 000	6/18/2007	8/4/2009	1,831 17	3,341 80	(1,510 63)
TEVA PHARMACEUTICAL	195 000	6/18/2008	8/4/2009	10,302 91	8,242 64	2,060 27
PEPSICO INC	25 000	11/3/2005	8/4/2009	1,423 26	1,484 40	(61 14)
PROCTOR & GAMBLE	50 000	2/6/2007	8/4/2009	2,829 46	3,265 40	(435 94)
WALMART STORES INC	120 000	5/8/2006	8/4/2009	5,985 63	6,585 50	(599 87)
EXPEDITORS INTL WASH INC	90 000	5/3/2007	8/4/2009	3,061 79	3,818 69	(756 90)
UNITED TECHNOLOGIES	150 000	5/8/2006	8/4/2009	8,210 77	8,648 58	(437 81)
ITT INDUST	365 000	5/8/2006	8/4/2009	16,097 46	19,714 70	(3,617 24)
GENERAL ELECTRIC	615 000	5/8/2006	8/4/2009	8,216 19	21,535 53	(13,319 34)
MONSANTO	80 000	2/11/2008	8/4/2009	6,903 30	8,635 20	(1,731 90)
PEABODY	155 000	6/29/2007	8/4/2009	5,459 16	6,637 64	(1,178 48)
MCDONALDS CORP	110 000	5/8/2006	8/4/2009	6,064 25	3,787 30	2,276 95
NIKE INC	85 000	5/8/2006	8/4/2009	4,795 26	3,446 47	1,348 79
ISHARES DOW JONES TELE INDEX FD	210 000	4/13/2007	8/4/2009	3,811 48	6,668 57	(2,857 09)
VERIZON	190 000	11/3/2005	8/4/2009	6,038 04	5,775 00	263 04
PG & E CORP	25 000	8/13/2007	8/4/2009	1,008 75	1,161 95	(153 20)
VERIZON	240 000	5/8/2006	9/14/2009	7,394 23	7,479 14	(84 91)
PG & E CORP	80 000	8/13/2007	9/14/2009	3,200 72	3,718 26	(517 54)
EXELON CORP	60 000	8/11/2008	9/14/2009	2,907 59	4,431 14	(1,523 55)
TOTALS				443,890 67	527,907 92	(84,017 25)

<u>SALES PRICE</u>	<u>COST BASIS</u>	<u>GAIN/LOSS</u>
557,563 92	657,981 39	(100,417 47)

PAUL & SUZANNE HANIFL FOUNDATION
FORM 990-PF, FYE SEPTEMBER 30, 2009
PART II, LINE 10(B), LIST OF CORPORATE SECURITIES (ENDING BALANCES)

<u>DESCRIPTION</u>	<u># OF SHARES</u>	<u>TAX BASIS</u>	<u>BOOK BASIS</u>	<u>FAIR MARKET VALUE</u>
ABBOTT LABS	350 000	19,268	19,268	17,315
APACHE	220 000	21,262	21,262	20,203
APPLIED MATERIALS INC	1,340 000	17,007	17,007	17,929
ARCELOMITTAL	430 000	16,163	16,163	15,970
BAXTER INTERNATIONAL	215 000	13,255	13,255	12,257
BHP BILLITON LTD	250 000	14,680	14,680	16,503
BLACKROCK INC	115 000	14,583	14,583	24,934
BMC SOFTWARE	530 000	17,718	17,718	19,891
BURLINGTON NORTHERN SANTA FE	175 000	13,860	13,860	13,970
CHEVRON	250 000	16,672	16,672	17,608
COCA COLA	310 000	16,557	16,557	16,647
COGNIZANT TECH	580 000	18,205	18,205	22,423
COMCAST CORP	980 000	14,778	14,778	16,542
COVIDIEN PLC	315 000	11,925	11,925	13,627
DAHAHER	280 000	16,350	16,350	18,850
EXELON CORP	190 000	10,852	10,852	9,428
EXPEDITORS INTERNATIONAL	415 000	17,549	17,549	14,587
FOREST LABS	465 000	21,265	21,265	13,690
GENZYME	220 000	13,004	13,004	12,481
HALLIBURTON CO	785 000	16,851	16,851	21,289
IBM CORPORATION	150 000	17,475	17,475	17,942
JP MORGAN CHASE	575 000	19,661	19,661	25,197
KLA-TENCOR CORP	560 000	17,546	17,546	20,082
MCDONALDS CORP	325 000	11,190	11,190	18,548
MICROCHIP TECHNOLOGY	660 000	22,017	22,017	17,490
NIKE INC	315 000	15,439	15,439	20,381
NOBLE CORP	515 000	18,827	18,827	19,549
PEPSICO INC	270 000	15,701	15,701	15,838
PG & E	235 000	10,379	10,379	9,515
PROCTOR & GAMBLE	270 000	17,633	17,633	15,638
SEI INVESTMENTS	1,145 000	22,189	22,189	22,534
SYSCO CORP	650 000	15,366	15,366	16,153
TEVA PHARMACEUTICAL	225 000	9,511	9,511	11,376
TRANSOCEAN LTD	213 000	15,414	15,414	18,218
UNITED PARCEL SERVICE INC	320 000	18,120	18,120	18,070
WALMART STORES INC	305 000	14,222	14,222	14,972
WELLS FARGO	890 000	25,855	25,855	25,080
WESTERN UNION	955 000	15,902	15,902	18,069
ISHARES DOW JONES U S TELECOM	830 000	19,160	19,160	15,654
SIMT SMALL CAP VALUE	3,259 029	66,534	66,534	44,518
SIMT SMALL CAP GROWTH	3,131 590	61,286	61,286	40,585
VANGUARD TOTAL INTL STOCK INDEX	5,844 043	97,268	97,268	83,570
VANGUARD TOTAL STOCK MARKET	1,430 000	60,442	60,442	76,634
		<u>928,939</u>	<u>928,939</u>	<u>921,754</u>

PAUL & SUZANNE HANIFL FOUNDATION
FORM 990-PF, FYE SEPTEMBER 30, 2009
PART II, LINE 10(C), LIST OF CORPORATE BONDS (ENDING BALANCES)

<u>DESCRIPTION</u>	<u># OF SHARES</u>	<u>TAX BASIS</u>	<u>BOOK BASIS</u>	<u>FAIR MARKET VALUE</u>
BELLSOUTH CORP	100,000.000	101,052	101,052	108,269
CREDIT SUISSE FIRST BOSTON	100,000.000	101,066	101,066	108,356
GOLDMAN SACHS NOTE	100,000.000	101,265	101,265	104,503
WASHINGTON MUTUAL BANK	100,000.000	99,958	99,958	250
WELLS FARGO COMPANY	200,000.000	201,540	201,540	210,770
US TREAS NT 4.00%	100,000.000	100,239	100,239	107,820
US TREAS NT 4.25%	100,000.000	100,880	100,880	109,039
		<u>806,000</u>	<u>806,000</u>	<u>749,007</u>

PAUL & SUZANNE HANIFL FOUNDATION
FORM 990-PF, FYE SEPTEMBER 30, 2009
PART II, LINE 13, LIST OF OTHER INVESTMENTS (ENDING BALANCES)

<u>DESCRIPTION</u>	<u># OF SHARES</u>	<u>TAX BASIS</u>	<u>BOOK BASIS</u>	<u>FAIR MARKET VALUE</u>
BMW BANK UTAH CD	50,000 000	50,000	50,000	50,416
CELTIC BANK CD	100,000.000	100,000	100,000	103,978
DISCOVER	50,000 000	49,872	49,872	53,869
LASALLE BK MI CD	100,000 000	99,563	99,563	105,024
MORGAN STANLEY CD	50,000.000	50,000	50,000	52,152
PEOPLES ST BANK	50,000.000	50,000	50,000	51,885
WACHOVIA BANK CD	50,000 000	50,000	50,000	52,653
WACHOVIA CD 5.05%	50,000.000	49,891	49,891	53,621
		<u>499,326</u>	<u>499,326</u>	<u>523,597</u>