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

OMB No 1545-0052

2008

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
JOHN P. AND DOROTHY S. ILLGES FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
P.O. BOX 1673

City or town, state, and ZIP code
COLUMBUS, GA 31902

A Employer identification number
58-0691476

B Telephone number
(706) 576-6625

C If exemption application is pending, check here ▶[ ]

D 1. Foreign organizations, check here ▶[ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶[ ]

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶[ ]

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶[ ]

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 5,327,648.

J Accounting method: [X] Cash [ ] Accrual
[ ] Other (specify)
(Part I, column (d) must be on cash basis.)

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).)

	Line		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received			N/A	
	2	Check ▶[X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	90,037.	90,037.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	<402,658.>			STATEMENT 1
	b	Gross sales price for all assets on line 6a 1,899,976.				
	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	<312,621.>	90,037.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	6,614.	0.		6,614.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 3	19,478.	15,582.		3,896.
	c	Other professional fees STMT 4	38,093.	38,093.		0.
	17	Interest				
	18	Taxes STMT 5	870.	0.		506.
	19	Depreciation and depletion				
	20	Occupancy	2,932.	0.		2,932.
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 6	295.	0.		295.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	68,282.	53,675.		14,243.
	25	Contributions, gifts, grants paid	321,581.			321,581.
	26	**Total expenses and disbursements.** Add lines 24 and 25	389,863.	53,675.		335,824.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<702,484.>			
	b	**Net investment income** (if negative, enter -0-)		36,362.		
	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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	212,766.	194,094.	194,094.
	2 Savings and temporary cash investments			
	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	5,442,839.	4,756,072.	5,120,850.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 8)	9,694.	12,704.	12,704.
	16 **Total assets** (to be completed by all filers)	5,665,299.	4,962,870.	5,327,648.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 9)	266.	318.	
	23 **Total liabilities** (add lines 17 through 22)	266.	318.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	5,665,033.	4,962,552.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	5,665,033.	4,962,552.	
	31 **Total liabilities and net assets/fund balances**	5,665,299.	4,962,870.	

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	5,665,033.
2	Enter amount from Part I, line 27a	2	<702,484.>
3	Other increases not included in line 2 (itemize) ▶ ROUNDING	3	3.
4	Add lines 1, 2, and 3	4	4,962,552.
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	4,962,552.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENTS			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	1,899,976.		2,302,694.	<402,658.>

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

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				<402,658.>

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** <402,658.>

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	521,841.	7,066,210.	.073850
2006	297,878.	7,378,599.	.040371
2005	295,948.	7,067,109.	.041877
2004	293,060.	7,081,961.	.041381
2003	301,377.	7,026,953.	.042889

2	Total of line 1, column (d)	2	.240368
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	.048074
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	4,787,599.
5	Multiply line 4 by line 3	5	230,159.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	364.
7	Add lines 5 and 6	7	230,523.
8	Enter qualifying distributions from Part XII, line 4	8	335,824.

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 ▶ ☐ 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 ▶ [X] and enter 1% of Part I, line 27b			1	364.
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	364.
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	364.
6	Credits/Payments:				
a	2008 estimated tax payments and 2007 overpayment credited to 2008	6a	320.		
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	320.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	44.
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be: **Credited to 2009 estimated tax** ▶	Refunded ▶		11	

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 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.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ GA			
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*	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

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Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ▶ RICHARD B. ILLGES Telephone no. ▶ 706-327-2128

Located at ▶ 6001 RIVER ROAD, SUITE 600, COLUMBUS, GA ZIP+4 ▶ 31904

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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ 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)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
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? ☐ Yes ☒ 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

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 | | X (No)

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 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
SEE STATEMENT 10		6,614.	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
NONE				
N/A				

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	0.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	0.
2	
All other program-related investments See instructions. 3	
Total. Add lines 1 through 3 ▶	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	4,707,367.
b	Average of monthly cash balances		1b	153,140.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	4,860,507.
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	4,860,507.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	72,908.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	4,787,599.
6	**Minimum investment return** Enter 5% of line 5		6	239,380.

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	239,380.
2a	Tax on investment income for 2008 from Part VI, line 5	2a 364.		
b	Income tax for 2008. (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	364.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	239,016.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	239,016.
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	239,016.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	335,824.
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	335,824.
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	364.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	335,460.

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				239,016.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			321,415.	
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: ▶ $ 335,824.				
a Applied to 2007, but not more than line 2a			321,415.	
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				14,409.
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				224,607.
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 XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

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

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

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

JOHN P. ILLGES, III, 706-576-6625
P.O. BOX 1673, COLUMBUS, GA 31902

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

NONE

c Any submission deadlines:

NONE

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

NONE

Part XV Supplementary Information (continued)

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

Recipient: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT 11				
Total			▶ 3a	321,581.
b Approved for future payment				
NATIONAL INFANTRY FOUNDATION, P.O. BOX 2823, COLUMBUS, GA 31902	NONE	501(C)(3) CHARITABLE ORGANIZAT	GENERAL PURPOSE OF DONEE	50,000.
PASTORAL INSTITUTE, 2022 FIFTEENTH AVENUE, COLUMBUS, GA 31901	NONE	501(C)(3) CHARITABLE ORGANIZAT	GENERAL PURPOSE OF DONEE	17,881.
Total			▶ 3b	67,881.

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) Exclusion 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			14	90,037.	
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			18	<402,658.>	
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.		<312,621.>	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 <312,621.>

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	N/A

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, 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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(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 in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, 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, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

[signature] 1/20/10 TREASURER

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	[signature], CPA H. LEV NORMAN, CPA	Date 1/19/10	Check if self-employed ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	ROBINSON, GRIMES & COMPANY, P.C. P.O. BOX 4299 COLUMBUS, GA 31914	EIN	Phone no. 706-324-5435

823622 01-02-09

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 GAIN LOSS SCHEDULE A		VARIOUS	VARIOUS
b	SEE ATTACHED GAIN LOSS SCHEDULE B		VARIOUS	VARIOUS
c	SEE ATTACHED GAIN LOSS SCHEDULE C		VARIOUS	VARIOUS
d	SEE ATTACHED GAIN LOSS SCHEDULE D		VARIOUS	VARIOUS
e	SEE ATTACHED GAIN LOSS SCHEDULE E		VARIOUS	VARIOUS
f	SEE ATTACHED GAIN LOSS SCHEDULE F		VARIOUS	VARIOUS
g	SEE ATTACHED GAIN LOSS SCHEDULE G		VARIOUS	VARIOUS
h	SEE ATTACHED GAIN LOSS SCHEDULE H		VARIOUS	VARIOUS
i	SEE ATTACHED GAIN LOSS SCHEDULE I		VARIOUS	VARIOUS
j	SEE ATTACHED GAIN LOSS SCHEDULE J		VARIOUS	VARIOUS
k	SEE ATTACHED GAIN LOSS SCHEDULE K		VARIOUS	VARIOUS
l	SEE ATTACHED GAIN LOSS SCHEDULE L		VARIOUS	VARIOUS
m	SEE ATTACHED GAIN LOSS SCHEDULE M		VARIOUS	VARIOUS
n	SEE ATTACHED GAIN LOSS SCHEDULE N		VARIOUS	VARIOUS
o	SEE ATTACHED GAIN LOSS SCHEDULE O		VARIOUS	VARIOUS

	(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	38,871.		38,483.	388.
b	138,042.		174,192.	<36,150.>
c	36,284.		67,928.	<31,644.>
d	50,535.		113,716.	<63,181.>
e	15,202.		41,766.	<26,564.>
f	12,505.		14,548.	<2,043.>
g	31,372.		47,505.	<16,133.>
h	183,629.		213,573.	<29,944.>
i	18,470.		8,388.	10,082.
j	96,102.		131,275.	<35,173.>
k	144,944.		137,371.	7,573.
l	82,263.		101,345.	<19,082.>
m	21,176.		14,558.	6,618.
n	125,706.		139,324.	<13,618.>
o	24,463.		49,657.	<25,194.>

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) 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	
a				388.
b				<36,150.>
c				<31,644.>
d				<63,181.>
e				<26,564.>
f				<2,043.>
g				<16,133.>
h				<29,944.>
i				10,082.
j				<35,173.>
k				7,573.
l				<19,082.>
m				6,618.
n				<13,618.>
o				<25,194.>

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

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 GAIN LOSS SCHEDULE P		VARIOUS	VARIOUS
b	SEE ATTACHED GAIN LOSS SCHEDULE Q		VARIOUS	VARIOUS
c	SEE ATTACHED GAIN LOSS SCHEDULE R		VARIOUS	VARIOUS
d	SEE ATTACHED GAIN LOSS SCHEDULE S		VARIOUS	VARIOUS
e	SEE ATTACHED GAIN LOSS SCHEDULE T		VARIOUS	VARIOUS
f	SEE ATTACHED GAIN LOSS SCHEDULE U		VARIOUS	VARIOUS
g	SEE ATTACHED GAIN LOSS SCHEDULE V		VARIOUS	VARIOUS
h	SEE ATTACHED GAIN LOSS SCHEDULE W		VARIOUS	VARIOUS
i	SEE ATTACHED GAIN LOSS SCHEDULE X		VARIOUS	VARIOUS
j	COLGATE PALMOLIVE COMPANY 900 SHARES		08/31/05	08/06/09
k	CARDINAL HEALTH INC 925 SHARES		10/14/08	08/07/09
l	CVS LITIGATION SETTLEMENT		VARIOUS	VARIOUS
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	45,738.		39,987.	5,751.
b	7,979.		8,277.	<298.>
c	44,059.		56,765.	<12,706.>
d	35,049.		43,457.	<8,408.>
e	123,877.		171,424.	<47,547.>
f	27,548.		39,201.	<11,653.>
g	78,151.		99,292.	<21,141.>
h	395,215.		436,715.	<41,500.>
i	27,879.		28,571.	<692.>
j	64,070.		47,232.	16,838.
k	30,847.		38,144.	<7,297.>
l				60.
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) 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	
a				5,751.
b				<298.>
c				<12,706.>
d				<8,408.>
e				<47,547.>
f				<11,653.>
g				<21,141.>
h				<41,500.>
i				<692.>
j				16,838.
k				<7,297.>
l				60.
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 }	2	<402,658.>
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

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE A		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
38,871.	38,483.	0.	0.	388.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE B		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
138,042.	174,192.	0.	0.	<36,150.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE C		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
36,284.	67,928.	0.	0.	<31,644.>

JOHN P. AND DOROTHY S. ILLGES FOUNDATION 58-0691476

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE D		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
50,535.	113,716.	0.	0.	<63,181.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE E		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
15,202.	41,766.	0.	0.	<26,564.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE F		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
12,505.	14,548.	0.	0.	<2,043.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE G		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
31,372.	47,505.	0.	0.	<16,133.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE H		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
183,629.	213,573.	0.	0.	<29,944.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE I		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
18,470.	8,388.	0.	0.	10,082.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE J		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
96,102.	131,275.	0.	0.	<35,173.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE K		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
144,944.	137,371.	0.	0.	7,573.

JOHN P. AND DOROTHY S. ILLGES FOUNDATION 58-0691476

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE L		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
82,263.	101,345.	0.	0.	<19,082.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE M		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
21,176.	14,558.	0.	0.	6,618.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE N		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
125,706.	139,324.	0.	0.	<13,618.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE O		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
24,463.	49,657.	0.	0.	<25,194.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE P		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
45,738.	39,987.	0.	0.	5,751.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE Q		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,979.	8,277.	0.	0.	<298.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE R		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
44,059.	56,765.	0.	0.	<12,706.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE S		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
35,049.	43,457.	0.	0.	<8,408.>

JOHN P. AND DOROTHY S. ILLGES FOUNDATION 58-0691476

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE T		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
123,877.	171,424.	0.	0.	<47,547.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE U		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
27,548.	39,201.	0.	0.	<11,653.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE V		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
78,151.	99,292.	0.	0.	<21,141.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE W		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
395,215.	436,715.	0.	0.	<41,500.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED GAIN LOSS SCHEDULE X		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
27,879.	28,571.	0.	0.	<692.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
COLGATE PALMOLIVE COMPANY 900 SHARES		08/31/05	08/06/09

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
64,070.	47,232.	0.	0.	16,838.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CARDINAL HEALTH INC 925 SHARES		10/14/08	08/07/09

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
30,847.	38,144.	0.	0.	<7,297.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CVS LITIGATION SETTLEMENT		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	60.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	<402,658.>

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
JOHN P & DOROTHY S ILLGES
FOUNDATION
MGR: TCW INVESTMENT MANAGEMENT

Account Number
2865-7951

Statement Period
October 1-31, 2008

SCHEDULE A

Investment Detail - Equities (continued)

Accounting Method
Equities: First In First Out [FIFO]

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
VERISIGN INC	**986.0000**	**21.2000**	**20,903.20**		**(6,674.58)**	**0.00%**	**0.00**
SYMBOL: VRSN	185.0000	26.3095	4,867.28 [t]	05/03/07	(945.28)	547	Long-Term
	749.0000	27.7383	20,775.99 [t]	05/29/07	(4,897.19)	521	Long-Term
	52.0000	37.2021	1,934.51	05/07/08	(832.11)	177	Short-Term
Cost Basis			*27,577.78*				
VISA INC CL A	**871.0000**	**55.3500**	**48,209.85**		**(7,259.07)**	**0.00%**	**0.00**
CLASS A	277.0000	64.9500	17,991.15 [t]	03/20/08	(2,659.20)	225	Short-Term
SYMBOL: V	341.0000	60.9600	20,787.36 [t]	04/02/08	(1,913.01)	212	Short-Term
	253.0000	65.9700	16,690.41 [t]	04/15/08	(2,686.86)	199	Short-Term
Cost Basis			*55,468.92*				
YUM BRANDS INC	**1,526.0000**	**29.0100**	**44,269.26**		**(14,494.70)**	**2.61%**	**1,159.76**
SYMBOL: YUM	1,032.0000	38.2500	39,474.00 [t]	04/08/08	(9,535.68)	206	Short-Term
	494.0000	39.0485	19,289.96 [t]	04/17/08	(4,959.02)	197	Short-Term
Cost Basis			*58,763.96*				
[illegible]			[illegible]		[illegible]		[illegible]

Estimated Annual Income and yield calculations are for informational purposes only and are not a projection or guarantee of future dividends.

[illegible]

[illegible]

Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Securities: First In First Out [FIFO]

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
AMAZON COM INC: AMZN	20.0000	02/24/05	10/08/08	1,185.64	690.90 [t]	494.74

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

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charles SCHWAB INSTITUTIONAL

Schwab One® Account of
JOHN P & DOROTHY S ILLGES
FOUNDATION
MGR: TCW INVESTMENT MANAGEMENT

SCHEDULE A

Account Number
2865-7951

Statement Period
October 1-31, 2008

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Securities: First In First Out [FIFO]

Long Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
QUALCOMM INC: QCOM	53.0000	07/01/04	10/08/08	2,176.62	1,933.82 !	242.80
QUALCOMM INC: QCOM	231.0000	08/23/06	10/08/08	9,486.76	8,473.29	1,013.47
AMAZON COM INC: AMZN	11.0000	02/24/05	10/15/08	581.38	379.99 !	201.39
AMAZON COM INC: AMZN	152.0000	05/09/05	10/15/08	8,033.62	5,230.85 !	2,802.77
VERISIGN INC: VRSN	556.0000	05/03/07	10/15/08	12,628.18	14,628.13 !	(1,999.95)
SALESFORCE COM: CRM	75.0000	02/07/06	10/28/08	1,866.54	2,878.17 !	(1,011.63)
SALESFORCE COM: CRM	51.0000	02/08/06	10/28/08	1,269.25	1,943.99 !	(674.74)
SALESFORCE COM: CRM	66.0000	09/20/06	10/28/08	1,642.56	2,323.64 !	(681.08)
Total Long Term				[illegible]	[illegible]	[illegible]
Total Realized Gain or (Loss)				[illegible]	[illegible]	[illegible]

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. If all data for a given investment is not available, the investment will not be listed here.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

TOTALS 38,870.55 38,482.78 387.77

Transaction Detail - Purchases & Sales

Equities Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
10/09/08	10/06/08	Bought	MONSANTO CO NEW DEL: MON	89.0000	75.4420	(6,723.29)
10/14/08	10/08/08	Sold	AMAZON COM INC: AMZN	(20.0000)	59.7300	1,185.64
10/14/08	10/08/08	Bought	GILEAD SCIENCES INC: GILD	223.0000	41.5780	(9,280.84)
10/14/08	10/08/08	Sold	QUALCOMM INC: QCOM	(284.0000)	41.1000	11,663.38
10/20/08	10/15/08	Sold	AMAZON COM INC: AMZN	(163.0000)	52.9080	8,615.00
10/20/08	10/15/08	Bought	APPLE INC: AAPL	53.0000	102.4700	(5,439.86)

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

CTAC2202-002407 127066

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DUPLICATE STATEMENT

SCHEDULE B

charles SCHWAB INSTITUTIONAL

Schwab One® Account of
JOHN P AND DOROTHY S ILLGES FOUNDATION, INC

Account Number 3650-1358

Statement Period October 1-31, 2008

Investment Detail - Equities (continued)

Accounting Method
Equities: High Cost

% of Account	Unrealized	Estimated Yield	Estimated Annual Income Holding Period
			697.50 Long-Term
			1,188.00 Long-Term
			44,348.50
			1,643,823.56

Total Account Value 1,643,823.56

47,5?5.00*+
42,568.13 +
46,464.00 +
60,010.50 +
53,705.23 +
38,135.69 +
27,723.61 +
47,232.00 +
31,009.50 +
63,641.68 +
27,199.38 +
49,999.75 +
70,949.95 +
50,544.80 +
20,761.13 +
43,613.73 +
45,821.75 +
53,308.50 +
68,274.13 +
60,009.60 +
63,618.33 +
64,315.70 +
39,987.07 +
47,215.08 +
59,897.50 +
56,826.00 +
68,059.03 +
62,877.85 +
56,764.85 +
71,309.98 +
63,470.95 +
60,412.50 +
1,663,232.90 ◇
032
1,663,239.83 -
6.93 *
033
1,663,232.90*+
1,663,239.83 -
6.93 *
002

Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Securities: High Cost

Short Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
GRAINGER W W INC: GWW	35.0000	04/03/08	09/30/08	3,012.09	2211.30 ~~N/A~~	800.79 ~~N/A~~
GRAINGER W W INC: GWW	79.0000	04/03/08	09/30/08	6,796.74	4991.22 ~~N/A~~	1805.52 ~~N/A~~
GRAINGER W W INC: GWW	86.0000	04/03/08	09/30/08	7,398.99	5433.48 ~~N/A~~	1965.51 ~~N/A~~
MC CORMICK & CO INC N-VTNON VOTING SHARES: MKC	350.0000	04/03/08	10/13/08	12,403.38	13128.50 ~~N/A~~	(725.12) ~~N/A~~
MEREDITH CORP: MDP	1,375.0000	02/07/08	10/28/08	23,386.14	63,703.75 [a]	(40,317.61)
Total Short Term				52,997.34	~~63,703.75~~ 89468.25	~~(40,317.61)~~ (36470.91)

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

CTAF2905-000422 797667

DUPLICATE STATEMENT

SCHEDULE B

charles SCHWAB INSTITUTIONAL

Schwab One® Account of: JOHN P AND DOROTHY S ILLGES FOUNDATION, INC

Account Number 3650-1358

Statement Period October 1-31, 2008

Accounting Method
Mutual Funds: Average
All Other Securities: High Cost

Realized Gain or (Loss) (continued)

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
INTL BUSINESS MACHINES: IBM	75.0000	10/06/05	09/30/08	8,553.61	5,976.75 [a]	2,576.86
INTL BUSINESS MACHINES: IBM	100.0000	10/06/05	09/30/08	11,407.82	7,969.00 [a]	3,438.82
ABBOTT LABORATORIES: ABT	150.0000	06/07/04	10/13/08	7,836.30	6,336.00 [a]	1,500.30
DOVER CORPORATION: DOV	1,225.0000	11/02/04	10/13/08	41,542.57	48,657.00 [a]	(7,114.43)
PROCTER & GAMBLE EXCHANGE OFFER EXP: 11/05/0: PG	250.0000	05/23/07	10/13/08	15,703.96	15,785.00 [a]	(81.04)
Total Long Term				**85,044.26**	**84,723.75**	**320.51**
Total Realized Gain or (Loss)				**138,041.60**	~~148,427.50~~	~~(39,997.10)~~

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. If all data for a given investment is not available, the investment will not be listed here.
...lized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and ... information on Options.

174,192.00 (36,150.40)

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...ail - Purchases & Sales

	...ate	Transaction	Description	COST	Quantity	Unit Price	Total Amount
0.00	...3	Sold	GRAINGER W W INC: GWW	2211.30	(35.0000)	86.1050	3,012.09
	...3	Sold	GRAINGER W W INC: GWW	4991.22	(79.0000) 200	86.0800	6,796.74
*	...3	Sold	GRAINGER W W INC: GWW	5433.48	(86.0000)	86.0800	7,398.99
...	...3	Sold	INTL BUSINESS MACHINES: IBM	7969.00	(100.0000)	114.1300	11,407.82
10/03/08	09/30/08	Sold	INTL BUSINESS MACHINES: IBM	5976.75	(75.0000)	114.1000	8,553.61
10/07/08	10/02/08	Bought	PARTNERRE LTD F: PRE		725.0000	65.1119	(47,215.08)
10/16/08	10/13/08	Sold	ABBOTT LABORATORIES: ABT	6336.00	(150.0000)	52.3020	7,836.30
10/16/08	10/13/08	Sold	DOVER CORPORATION: DOV	48657.00	(1,225.0000)	33 9198	41,542.57

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "...notes for Your Account" section for an explanation of the endnote codes and symb... this statement.

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Investment Detail - Equities (continued)

Accounting Method
Equities: First In First Out [FIFO]

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
YUM BRANDS INC	**1,526.0000**	**26.9400**	**41,110.44**		**(17,653.52)**	**2.82%**	**1,159.76**
YMBOL: YUM	1,032.0000	38.2500	39,474.00 ¹	04/08/08	(11,671.92)	236	Short-Term
	494.0000	39.0485	19,289.96 ¹	04/17/08	(5,981 60)	227	Short-Term
Cost Basis			*58,763.96*				
Total Equities			**1,267,852.56**		**(306,969.11)**		**7,716.50**

Estimated Annual Income and yield calculations are for informational purposes only and are not a projection or guarantee of future dividends.

Total Investment Detail	**1,314,348.69**
Total Account Value	**1,314,348.69**

Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Securities: First In First Out [FIFO]

³hort Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
MARVELL TECH GROUP LTD F: MRVL	18.0000	06/19/08	10/29/08	125.69	299.28	(173.59)
MARVELL TECH GROUP LTD F: MRVL	49.0000	06/19/08	10/29/08	342.18	814.69	(472.51)
MARVELL TECH GROUP LTD F: MRVL	100.0000	06/19/08	10/29/08	698.33	1,662.63	(964.30)
MARVELL TECH GROUP LTD F: MRVL	100.0000	06/19/08	10/29/08	698.33	1,662.63	(964.30)
MARVELL TECH GROUP LTD F: MRVL	100.0000	06/19/08	10/29/08	698.33	1,662.63	(964.30)
MARVELL TECH GROUP LTD F: MRVL	100.0000	06/19/08	10/29/08	698 33	1,662.63	(964.30)
MARVELL TECH GROUP LTD F: MRVL	100.0000	06/19/08	10/29/08	698 33	1,662.63	(964 30)
MARVELL TECH GROUP LTD F: MRVL	100.0000	06/19/08	10/29/08	698 33	1,662 63	(964.30)
MARVELL TECH GROUP LTD F: MRVL	100.0000	06/19/08	10/29/08	698.33	1,662.63	(964.30)
MARVELL TECH GROUP LTD F: MRVL	200.0000	06/19/08	10/29/08	1,396 66	3,325.26	(1,928.60)

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

CTBF2905-001490 787871

DUPLICATE STATEMENT

SCHEDULE C

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
JOHN P & DOROTHY S ILLGES
FOUNDATION
MGR: TCW INVESTMENT MANAGEMENT

Account Number
2865-7951

Statement Period
November 1-30, 2008

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Securities: First In First Out [FIFO]

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
MARVELL TECH GROUP LTD F: MRVL	200.0000	06/19/08	10/29/08	1,396.66	3,325.26	(1,928.60)
Total Short Term				**8,149.50**	**19,402.90**	**(11,253.40)**

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
NETAPP INC: NTAP	481.0000	01/31/03	10/29/08	6,670.27	5,258.04 [1]	1,412.23
NETAPP INC: NTAP	144.0000	12/13/06	10/29/08	1,996.92	5,625.71 [1]	(3,628.79)
NETAPP INC: NTAP	196.0000	02/08/07	10/29/08	2,718.04	7,447.61 [1]	(4,729.57)
PROGRESSIVE CORP OHIO: PGR	131.0000	08/19/05	11/12/08	1,622.00	3,193.32 [1]	(1,571.32)
PROGRESSIVE CORP OHIO: PGR	392.0000	08/22/05	11/12/08	4,853.61	9,495.32 [1]	(4,641 71)
PROGRESSIVE CORP OHIO: PGR	40.0000	08/23/05	11/12/08	495.27	969.99 [1]	(474.72)
PROGRESSIVE CORP OHIO: PGR	60.0000	08/24/05	11/12/08	742.90	1,446.61 [1]	(703.71)
PROGRESSIVE CORP OHIO: PGR	380.0000	08/24/05	11/12/08	4,705.03	9,234.62 [1]	(4,529.59)
PROGRESSIVE CORP OHIO: PGR	16.0000	08/25/05	11/12/08	198.11	386.60 [1]	(188.49)
PROGRESSIVE CORP OHIO: PGR	64.0000	08/29/05	11/12/08	792.42	1,542.76 [1]	(750.34)
QUALCOMM INC: QCOM	107.0000	08/23/06	11/18/08	3,340.13	3,924.85 [1]	(584.72)
Total Long Term				**28,134.70**	**48,525.43**	**(20,390.73)**
Total Realized Gain or (Loss)				**36,284.20**	**67,928.33**	**(31,644.13)**

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings If all data for a given investment is not available, the investment will not be listed here.

Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "F ·otes for Your Account" section for an explanation of the endnote codes and symbo··n this statement.

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Investment Detail - Equities (continued)

Accounting Method
Equities: High Cost

Equities (continued)	Quantity / Units Purchased	Market Price / Cost Per Share	Market Value / Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Estimated Yield / Holding Days	Estimated Annual Income / Holding Period
WOLVERINE WORLD WIDE INC	**2,700.0000**	**21.0400**	**56,808.00**	**4%**	**(3,604.50)**	**2.09%**	**1,188.00**
~YMBOL: WWW	2,700.0000	22.3750	60,412.50 [a]	12/13/05	(3,604.50)	1114	Long-Term
Total Equities			**1,552,758.50**	**100%**	**(90,022.39)**		**46,900.50**

Estimated Annual Income and yield calculations are for informational purposes only and are not a projection or guarantee of future dividends

Total Investment Detail	**1,558,796.76**
Total Account Value	**1,558,796.76**

Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Securities: High Cost

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
AMERICAN CAPITAL LTD: ACAS	1,650.0000	02/23/06	12/17/08	5,068.40	60,010.50 [a]	(54,942.10)
UTO DATA PROCESSING: ADP	1,225.0000	03/06/07	12/18/08	45,466.59	53,705.23 [a]	(8,238.64)
Total Long Term				**50,534.99**	**113,715.73**	**(63,180.74)**
Total Realized Gain or (Loss)				**50,534.99**	**113,715.73**	**(63,180.74)**

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings If all data for a given investment is not available, the investment will not be listed here.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

CTCF2905-003644 855703

DUPLICATE STATEMENT

SCHEDULE E

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
JOHN P & DOROTHY S ILLGES
FOUNDATION INC

Account Number
9246-9499

Statement Period
December 1-31, 2008

Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Securities: High Cost

Long Term		Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
NEWS CORP LTD CL A	CLASS A : NWSA	1,800.0000	10/05/07	12/09/08	15,202.22	41,766.45 [a]	(26,564.23)
Total Long Term					**15,202.22**	**41,766.45**	**(26,564.23)**
Total Realized Gain or (Loss)					**15,202.22**	**41,766.45**	**(26,564.23)**

Schwab has provided accurate realized gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings If all data for a given investment is not available, the investment will not be listed here.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options

Transaction Detail - Purchases & Sales

Equities Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
12/12/08	12/09/08	Sold	NEWS CORP LTD CL A CLASS A: NWSA	(1,800.0000)	8.4507	15,202.22
Total Equities Activity						**15,202.22**
Total Purchases & Sales						**15,202.22**

Transaction Detail - Dividends & Interest (including Money Market Fund dividends reinvested)

Transaction Date	Process Date	Activity	Description	Credit/(Debit)
12/01/08	12/01/08	Qualified Dividend	A F L A C INC: AFL	180.00
12/01/08	12/01/08	Qualified Dividend	ALLERGAN INC: AGN	20.00
12/01/08	12/01/08	Qualified Dividend	DIAMOND OFFSHR DRILLING: DO	62.50
12/01/08	12/01/08	Spec Qual Div	DIAMOND OFFSHR DRILLING: DO	937.50
12/01/08	12/01/08	Qualified Dividend	INTEL CORP: INTC	350.00

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "[illegible]otes for Your Account" section for an explanation of the endnote codes and symb[illegible] [illegible]n this statement.

CTCF2905-003651 855768

SCHEDULE F

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
JOHN P & DOROTHY S ILLGES FOUNDATION
MGR: TCW INVESTMENT MANAGEMENT

Account Number
2865-7951

Statement Period
December 1-31, 2008

Investment Detail - Equities (continued)

Accounting Method
Equities: First In First Out [FIFO]

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
YUM BRANDS INC	1,509.0000	31.5000	47,533.50		(10,580.21)	2.41%	1,146.84
SYMBOL: YUM	1,015.0000	38.2500	38,823.75 ¹	04/08/08	(6,851.25)	267	Short-Term
	494.0000	39.0485	19,289.96 ¹	04/17/08	(3,728.96)	258	Short-Term
Cost Basis			*58,113.71*				
Total Equities			**1,335,939.71**		**(268,706.49)**		**8,510.74**

Estimated Annual Income and yield calculations are for informational purposes only and are not a projection or guarantee of future dividends.

Total Investment Detail	**1,350,871.48**
Total Account Value	**1,350,871.48**

Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Securities: First In First Out [FIFO]

Short Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
APPLE INC: AAPL	22.0000	02/13/08	12/19/08	1,965.53	2,835.80 ¹	(870.27)
VISA INC CL A CLASS A : V	74.0000	03/20/08	12/19/08	4,028.76	4,806.30 ¹	(777.54)
YUM BRANDS INC: YUM	17.0000	04/08/08	12/19/08	509.20	650.25 ¹	(141.05)
Total Short Term				**6,503.49**	**8,292.35**	**(1,788.86)**

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
AMAZON COM INC: AMZN	7.0000	05/09/05	12/19/08	351.12	240.89 ¹	110.23
C H ROBINSON WORLDWD NEW: CHRW	8.0000	01/08/07	12/19/08	407.12	344.87 ¹	62.25
CEPHALON INC: CEPH	21.0000	06/14/07	12/19/08	1,616.86	1,738.80 ¹	(121.94)

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

CTCF2905-003642 855681

SCHEDULE F

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Securities: First In First Out [FIFO]

Long Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
GENZYME CORPORATION : GENZ	43.0000	05/01/06	12/19/08	2,906.00	2,595.61 [1]	310.39
INTRCONTINENTALEXCHANGE: ICE	9.0000	08/13/07	12/19/08	720.85	1,335.13 [1]	(614.28)
Total Long Term				**6,001.95**	**6,255.30**	**(253.35)**
Total Realized Gain or (Loss)				**12,505.44**	**14,547.65**	**(2,042.21)**

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. If all data for a given investment is not available, the investment will not be listed here.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Transaction Detail - Purchases & Sales

Equities Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
12/12/08	12/09/08	Bought	COGNIZANT TECH SOL CL A: CTSH	114.0000	18.6680	(2,137.10)
12/16/08	12/11/08	Bought	AKAMAI TECHNOLOGIES: AKAM	376.0000	14.5380	(5,475.24)
12/19/08	12/16/08	Bought	OCEANEERING INTL INC: OII	233.0000	25.9540	(6,056.23)
12/24/08	12/19/08	Bought	ALLERGAN INC: AGN	554.0000	36.2863	(20,111.56)
12/24/08	12/19/08	Sold	AMAZON COM INC: AMZN	(7.0000)	51.4400	351.12
12/24/08	12/19/08	Sold	APPLE INC: AAPL	(22.0000)	89.7500	1,965.53
12/24/08	12/19/08	Sold	C H ROBINSON WORLDWD NEW: CHRW	(8.0000)	52 0100	407.12
12/24/08	12/19/08	Sold	CEPHALON INC: CEPH	(21.0000)	77.4200	1,616.86
12/24/08	12/19/08	Sold	GENZYME CORPORATION: GENZ	(43.0000)	67.7900	2,906.00
12/24/08	12/19/08	Sold	INTRCONTINENTALEXCHANGE: ICE	(9.0000)	81.0900	720.85
12/24/08	12/19/08	Bought	MONSANTO CO NEW DEL: MON	146.0000	72.4870	(10,592.05)

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "[illegible] 'notes for Your Account" section for an explanation of the endnote codes and symb[illegible] [illegible]n this statement.

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DUPLICATE STATEMENT

SCHEDULE G

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
JOHN P AND DOROTHY S ILLGES
FOUNDATION, INC

Account Number
3650-1358

Statement Period
January 1-31, 2009

Investment Detail - Equities (continued)

Accounting Method
Equities: High Cost

Equities (continued)	Quantity / Units Purchased	Market Price / Cost Per Share	Market Value / Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Estimated Yield / Holding Days	Estimated Annual Income / Holding Period
WOLVERINE WORLD WIDE INC	**2,700.0000**	**18.1400**	**48,978.00**	**3%**	**(11,434.50)**	**2.42%**	**1,188.00**
YMBOL: WWW	2,700.0000	22.3750	60,412.50 [a]	12/13/05	(11,434.50)	1145	Long-Term
Total Equities			**1,429,782.75**	**97%**	**(165,493.14)**		**45,697.00**

Estimated Annual Income and yield calculations are for informational purposes only and are not a projection or guarantee of future dividends.

Total Investment Detail	**1,472,102.97**
Total Account Value	**1,472,102.97**

Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Securities: High Cost

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
A F L A C INC: AFL	1,000.0000	02/04/03	01/27/09	20,914.48	31,070.00 [a]	(10,155.52)
F L A C INC: AFL	500.0000	04/30/03	01/27/09	10,457.24	16,435.00 [a]	(5,977.76)
Total Long Term				**31,371.72**	**47,505.00**	**(16,133.28)**
Total Realized Gain or (Loss)				**31,371.72**	**47,505.00**	**(16,133.28)**

Schwab has provided accurate realized gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings If all data for a given investment is not available, the investment will not be listed here.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.
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Investment Detail - Equities (continued)

Accounting Method
Equities: High Cost

Equities (continued)	Quantity / Units Purchased	Market Price / Cost Per Share	Market Value / Cost Basis	Acquired	Unrealized Gain or (Loss)	Estimated Yield / Holding Days	Estimated Annual Income / Holding Period
XEROX CORP	3,600.0000	5.1800	18,648.00		(38,580.00)	3.28%	612.00
SYMBOL: XRX	3,600.0000	15.8966	57,228.00 [a]	02/01/05	(38,580.00)	1488	Long-Term
Total Equities			1,457,269.90		(619,742.66)		25,850.30
		Total Cost Basis:	2,077,012.56				

Estimated Annual Income and yield calculations are for informational purposes only and are not a projection or guarantee of future dividends

Total Investment Detail	1,529,144.82
Total Account Value	1,529,144.82
Total Cost Basis	2,077,012.56

Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Securities: High Cost

Short Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
COCA COLA COMPANY: KO	275.0000	02/08/08	02/04/09	11,849.01	16,402.20 [a]	(4,553.19)
MARVEL ENTERTAINMENT INC: MVL	100.0000	08/12/08	02/04/09	2,586.87	3,404.94	(818.07)
MARVEL ENTERTAINMENT INC: MVL	100.0000	08/12/08	02/04/09	2,586.88	3,404.94	(818 06)
MARVEL ENTERTAINMENT INC: MVL	100.0000	08/12/08	02/04/09	2,586.87	3,404.94	(818.07)
MARVEL ENTERTAINMENT INC: MVL	200.0000	08/12/08	02/04/09	5,173.75	6,809.88	(1,636.13)
MARVEL ENTERTAINMENT INC: MVL	450.0000	08/12/08	02/04/09	11,640.93	15,326.75	(3,685 82)
U S BANCORP DEL NEW: USB	1,000.0000	04/18/08	02/05/09	14,230.97	33,886.88	(19,655.91)
Total Short Term				50,655.28	82,640.53	(31,985.25)

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

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SCHEDULE H

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
JOHN P & DOROTHY S ILLGES FOUNDATION INC

Account Number
9246-9499

Statement Period
February 1-28, 2009

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Securities: High Cost

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
MEDCOHEALTH SOLUTIONS: MHS	500.0000	08/04/06	01/30/09	22,691.42	15,304.16 [a]	7,387.26
THERMO FISHER SCIENTIFIC: TMO	400.0000	02/07/05	01/30/09	14,363.76	13,001.65 [a]	1,362.11
PEPSICO INCORPORATED: PEP	250.0000	05/17/06	02/04/09	13,003.47	15,014.37 [a]	(2,010.90)
KROGER COMPANY: KR	1,200.0000	10/12/07	02/10/09	25,804.10	35,743.26 [a]	(9,939.16)
HEWLETT-PACKARD COMPANY: HPQ	1,200.0000	08/24/06	02/13/09	43,012.00	42,686.63 [a]	325.37
MEDCOHEALTH SOLUTIONS: MHS	300.0000	08/04/06	02/13/09	14,098.47	9,182.49 [a]	4,915.98
Total Long Term				**132,973.22**	**130,932.56**	**2,040.66**
Total Realized Gain or (Loss)				**183,628.50**	**213,573.09**	**(29,944.59)**

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. If all data for a given investment is not available, the investment will not be listed here.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Transaction Detail - Purchases & Sales

Equities Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
02/04/09	01/30/09	Bought	DEVRY INC DEL: DV	250.0000	54.1400	(13,543.95)
02/04/09	01/30/09	Sold	MEDCOHEALTH SOLUTIONS: MHS	(500.0000)	45.4010	22,691.42
02/04/09	01/30/09	Sold	THERMO FISHER SCIENTIFIC: TMO	(400.0000)	35.9320	14,363.76
02/09/09	02/04/09	Bought	BRISTOL-MYERS SQUIBB CO: BMY	300.0000	23.0590	(6,926.65)
02/09/09	02/04/09	Sold	COCA COLA COMPANY: KO	(275.0000)	43.1201	11,849.01
02/09/09	02/04/09	Bought	DEVRY INC DEL: DV	225.0000	58.1756	(13,098.46)
02/09/09	02/04/09	Bought	ENERGIZER HOLDING INC: ENR	300.0000	48.9986	(14,708.53)
02/09/09	02/04/09	Sold	MARVEL ENTERTAINMENT INC: MVL	(950.0000)	25.8783	24,575.30

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Total

Total Investment Detail	**1,251,882.07**
Total Account Value	**1,251,882.07**
Total Cost Basis	1,611,631.30

Accounting Method
Mutual Funds: Average
All Other Securities: First In First Out [FIFO]

Realized Gain or (Loss)

Short Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
GILEAD SCIENCES INC: GILD	65.0000	02/27/08	01/29/09	3,294.33	2,853.50 ¹	440.83
Total Short Term				**3,294.33**	**2,853.50**	**440.83**

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
GENZYME CORPORATION: GENZ	48.0000	05/01/06	01/29/09	3,346.71	2,897.43 ¹	449.28
GENENTECH INC NEW: DNA	145.0000	01/31/03	02/05/09	11,828.78	2,637.51 ¹	9,191.27
Total Long Term				**15,175.49**	**5,534.94**	**9,640.55**
Total Realized Gain or (Loss)				**18,469.82**	**8,388.44**	**10,081.38**

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. If all data for a given investment is not available, the investment will not be listed here.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

DUPLICATE STATEMENT

SCHEDULE J

charles SCHWAB INSTITUTIONAL

Schwab One® Account of
JOHN P & DOROTHY S ILLGES
FOUNDATION INC

Account Number
9246-9499

Statement Period
March 1-31, 2009

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Securities: High Cost

Long Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
HARRIS CORPORATION: HRS	380.0000	01/31/07	03/20/09	11,737.16	19,182.50 [a]	(7,445.34)
HEWLETT-PACKARD COMPANY: HPQ	400.0000	08/24/06	03/20/09	11,543.38	14,228.88 [a]	(2,685.50)
THERMO FISHER SCIENTIFIC: TMO	450.0000	09/22/04	03/20/09	14,997.16	13,202.94 [a]	1,794.22
THERMO FISHER SCIENTIFIC: TMO	200.0000	02/07/05	03/20/09	6,665.41	6,500.83 [a]	164.58
HARRIS CORPORATION: HRS	385.0000	01/31/07	03/23/09	11,075.25	19,434.91 [a]	(8,359.66)
HARRIS CORPORATION: HRS	435.0000	01/31/07	03/25/09	12,250.85	21,958.92 [a]	(9,708.07)
BAXTER INTERNATIONAL INC: BAX ✓	375.0000	01/04/08	03/26/09	18,325.07	22,016.68 [a]	(3,691.61)
Total Long Term				**96,101.87**	**131,274.60**	**(35,172.73)**
Total Realized Gain or (Loss)				**96,101.87**	**131,274.60**	**(35,172.73)**

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings If all data for a given investment is not available, the investment will not be listed here.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Transaction Detail - Purchases & Sales

Equities Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
03/09/09	03/04/09	Bought	GOLDMAN SACHS GROUP INC: GS	185.0000	85.0270	(15,738.95)
03/23/09	03/18/09	Bought	NORTHERN TRUST CORP: NTRS	340.0000	61.4870	(20,914.53)
03/25/09	03/20/09	Sold	CISCO SYSTEMS INC: CSCO	(600.0000)	15.8610	9,507.59
03/25/09	03/20/09	Bought	DEVON ENERGY CP NEW: DVN	600.0000	49.0590	(29,444.35)
03/25/09	03/20/09	Bought	ENERGIZER HOLDING INC: ENR	10.0000	47.3900	(482.85)
03/25/09	03/20/09	Bought	HALLIBURTON CO HLDG CO: HAL	720.0000	16.9690	(12,226.63)
03/25/09	03/20/09	Sold	HARRIS CORPORATION: HRS	(380.0000)	30.9110	11,737.16

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

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DUPLICATE STATEMENT SCHEDULE K

charles SCHWAB INSTITUTIONAL

Schwab One® Account of
JOHN P & DOROTHY S ILLGES FOUNDATION
MGR: TCW INVESTMENT MANAGEMENT

Account Number
2865-7951

Statement Period
March 1-31, 2009

Investment Detail - Total

Total Investment Detail	**1,359,321.47**
Total Account Value	**1,359,321.47**
Total Cost Basis	1,474,260.43

Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Securities: First In First Out [FIFO]

Short Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
GILEAD SCIENCES INC: GILD	13.0000	02/27/08	02/25/09	647.67	570.70 '	76.97
GILEAD SCIENCES INC: GILD	11.0000	02/27/08	02/26/09	527.95	482.90 '	45.05
GENENTECH INC NEW TENDER OFFER EXP: 03/25/: DNA	20.0000	05/07/08	03/26/09	1,899.73	1,369.95	529.78
Total Short Term				**3,075.35**	**2,423.55**	**651.80**

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
GENZYME CORPORATION: GENZ	92.0000	05/01/06	02/26/09	6,339.99	5,553.41 '	786.58
BERKSHIRE HATHAWAY CL B: BRKB	21.0000	11/14/07	03/12/09	58,291.97	95,391.34 '	(37,099.37)
INTRCONTINENTALEXCHANGE: ICE	126.0000	08/13/07	03/24/09	9,891.82	18,691.77 '	(8,799.95)
GENENTECH INC NEW TENDER OFFER EXP: 03/25/: DNA	674.0000	01/31/03	03/26/09	64,020.80	12,259.85 '	51,760.95

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Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

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SCHEDULE K

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Securities: First In First Out [FIFO]

Long Term (continued)		Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
GENENTECH INC NEW EXP: 03/25/: DNA	TENDER OFFER	35.0000	02/08/07	03/26/09	3,324.52	3,050.95 [1]	273 57
Total Long Term					**141,869.10**	**134,947.32**	**6,921.78**
Total Realized Gain or (Loss)					**144,944.45**	**137,370.87**	**7,573.58**

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings If all data for a given investment is not available, the investment will not be listed here.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Transaction Detail - Purchases & Sales

Equities Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
03/02/09	02/25/09	Sold	GILEAD SCIENCES INC: GILD	(13.0000)	50.5100	647.67
03/03/09	02/26/09	Sold	GENZYME CORPORATION: GENZ	(92.0000)	69.0106	6,339.99
03/03/09	02/26/09	Sold	GILEAD SCIENCES INC: GILD	(11.0000)	48.8100	527.95
03/13/09	03/13/09	Reorganized Issue	GENENTECH INC NEW TENDER OFFER: DNA	(729.0000)		
03/13/09	03/13/09	Reorganized Issue	GENENTECH INC NEW XXX SUBMITTED FOR TENDER	729.0000		
03/17/09	03/12/09	Sold	BERKSHIRE HATHAWAY CL B: BRKB	(21.0000)	2,776.2500	58,291.97
03/26/09	03/26/09	Cash Tender	GENENTECH INC NEW XXX SUBMITTED FOR TENDER			69,245.05
03/26/09	03/26/09	Cash Tender	GENENTECH INC NEW XXX SUBMITTED FOR TENDER	(729.0000)		

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DUPLICATE STATEMENT

SCHEDULE L

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
JOHN P AND DOROTHY S ILLGES
FOUNDATION, INC

Account Number
3650-1358

Statement Period
April 1-30, 2009

Investment Detail - Equities (continued)

Accounting Method
Equities: High Cost

Equities (continued)	Quantity / Units Purchased	Market Price / Cost Per Share	Market Value / Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Estimated Yield / Holding Days	Estimated Annual Income / Holding Period
WOLVERINE WORLD WIDE INC	2,700.0000	20.8300	56,241.00	4%	(4,171.50)	2.11%	1,188.00
SYMBOL: WWW	2,700.0000	22.3750	60,412.50 [a]	12/13/05	(4,171.50)	1234	Long-Term
Total Equities			1,451,023.75	98%	(125,795.83)		46,670.50
		Total Cost Basis:	1,576,819.58				

Estimated Annual Income and yield calculations are for informational purposes only and are not a projection or guarantee of future dividends

Total Investment Detail	**1,479,132.52**
Total Account Value	**1,479,132.52**
Total Cost Basis	1,576,819.58

Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Securities: High Cost

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
EXXON MOBIL CORPORATION : XOM	150.0000	09/10/03	04/02/09	10,569.14	5,716.50 [a]	4,852.64
GENERAL ELECTRIC COMPANY : GE	1,300.0000	02/04/03	04/02/09	14,134.38	30,121.00 [a]	(15,986.62)
GENERAL ELECTRIC COMPANY : GE	675.0000	04/30/03	04/02/09	7,339.01	19,878.75 [a]	(12,539.74)
GRAINGER W W INC : GWW	225.0000	08/31/05	04/02/09	16,929.72	14,215.73 [a]	2,713.99
INTL BUSINESS MACHINES : IBM	75.0000	10/06/05	04/02/09	7,602.85	5,976.75 [a]	1,626.10
NORTHERN TRUST CORP : NTRS	150.0000	10/17/06	04/03/09	9,066.48	8,972.25 [a]	94.23

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

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SCHEDULE L

charles SCHWAB INSTITUTIONAL

Schwab One® Account of
JOHN P AND DOROTHY S ILLGES FOUNDATION, INC

Account Number
3650-1358

Statement Period
April 1-30, 2009

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Securities: High Cost

Long Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
NORTHERN TRUST CORP: NTRS	275.0000	10/18/06	04/03/09	16,621.88	16,463.70 [a]	158.18
Total Long Term				**82,263.46**	**101,344.68**	**(19,081.22)**
Total Realized Gain or (Loss)				**82,263.46**	**101,344.68**	**(19,081.22)**

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. If all data for a given investment is not available, the investment will not be listed here.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Transaction Detail - Purchases & Sales

Equities Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
04/07/09	04/02/09	Sold	EXXON MOBIL CORPORATION: XOM	(150.0000)	70.5210	10,569.14
04/07/09	04/02/09	Sold	GENERAL ELECTRIC COMPANY: GE	(1,975.0000)	10.8772	21,473.39
04/07/09	04/02/09	Sold	GRAINGER W W INC: GWW	(225.0000)	75.2834	16,929.72
04/07/09	04/02/09	Sold	INTL BUSINESS MACHINES: IBM	(75.0000)	101.4913	7,602.85
04/08/09	04/03/09	Sold	NORTHERN TRUST CORP: NTRS	(425.0000)	60.4646	25,688.36
04/09/09	04/06/09	Bought	VERIZON COMMUNICATIONS: VZ	875.0000	32.5159	(28,460.36)
04/13/09	04/07/09	Bought	CULLEN FROST BANKERS: CFR	600.0000	46.8185	(28,100.05)
04/15/09	04/09/09	Bought	HUDSON CITY BANCORP INC: HCBK	2,150.0000	12.2414	(26,327.96)
Total Equities Activity						**(624.91)**
Total Purchases & Sales						**(624.91)**

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

CT4F2905-003562 806734

SCHEDULE M

Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Securities: First In First Out [FIFO]

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
AMAZON COM INC: AMZN	170.0000	05/09/05	03/30/09	11,986.69	5,850.30 [1]	6,136.39
AMAZON COM INC: AMZN	20.0000	05/09/05	03/31/09	1,442.44	688.27 [1]	754.17
CERNER CORP: CERN	99.0000	11/30/06	04/24/09	4,681.05	4,707.37 [1]	(26.32)
VISA INC CL A CLASS A : V	51.0000	03/20/08	04/24/09	3,066.27	3,312.45 [1]	(246.18)
Total Long Term				**21,176.45**	**14,558.39**	**6,618.06**
Total Realized Gain or (Loss)				**21,176.45**	**14,558.39**	**6,618.06**

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings If all data for a given investment is not available, the investment will not be listed here.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Transaction Detail - Purchases & Sales

Equities Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
04/02/09	03/30/09	Sold	AMAZON COM INC: AMZN	(170.0000)	70.5630	11,986.69
04/02/09	03/30/09	Bought	QUANTA SERVICES INC: PWR	1,384.0000	21.1880	(29,333.14)
04/03/09	03/31/09	Sold	AMAZON COM INC: AMZN	(20.0000)	72.5700	1,442.44
04/03/09	03/31/09	Bought	OCCIDENTAL PETE CORP: OXY	364.0000	56.8380	(20,697.98)
04/08/09	04/03/09	Bought	LIFE TECHNOLOGIES CORP: LIFE	847.0000	32.4000	(27,451.75)
04/27/09	04/22/09	Bought	OCCIDENTAL PETE CORP: OXY	122.0000	56.1990	(6,865.23)
04/29/09	04/24/09	Bought	APPLE INC: AAPL	33.0000	124.1300	(4,105.24)
04/29/09	04/24/09	Sold	CERNER CORP: CERN	(99.0000)	47.3750	4,681.05
04/29/09	04/24/09	Bought	GENZYME CORPORATION: GENZ	90.0000	52.7680	(4,758.07)
04/29/09	04/24/09	Bought	RESEARCH IN MOTION LTD F: RIMM	44.0000	69.3100	(3,058.59)

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

CT4F2905-003560 806712

DUPLICATE STATEMENT

SCHEDULE N

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
JOHN P & DOROTHY S ILLGES
FOUNDATION INC

Account Number
9246-9499

Statement Period
April 1-30, 2009

Investment Detail - Total

Total Investment Detail	**1,815,430.66**
Total Account Value	**1,815,430.66**
Total Cost Basis	2,044,618.32

Accounting Method
Mutual Funds: Average
All Other Securities: High Cost

Realized Gain or (Loss)

Short Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
URBAN OUTFITTERS INC: URBN	1,000.0000	06/04/08	04/01/09	15,182.96	31,596.95	(16,413.99)
BRISTOL-MYERS SQUIBB CO: BMY	280.0000	08/07/08	04/09/09	5,592.73	6,139.41	(546.68)
BRISTOL-MYERS SQUIBB CO: BMY	300 0000	02/04/09	04/09/09	5,992.22	6,926.65	(934.43)
BRISTOL-MYERS SQUIBB CO: BMY	920.0000	08/07/08	04/14/09	18,169.78	20,172.34	(2,002.56)
Total Short Term				**44,937.69**	**64,835.35**	**(19,897.66)**

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
UNITED TECHNOLOGIES CORP: UTX	600.0000	12/02/04	03/27/09	26,853.49	29,906.58 [a]	(3,053.09)
GILEAD SCIENCES INC: GILD	800.0000	03/21/07	04/01/09	36,151.64	29,721.69 [a]	6,429.95
GILEAD SCIENCES INC: GILD	400.0000	03/21/07	04/15/09	17,762.99	14,860.85 [a]	2,902.14
Total Long Term				**80,768.12**	**74,489.12**	**6,279.00**
Total Realized Gain or (Loss)				**125,705.81**	**139,324.47**	**(13,618.66)**

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings If all data for a given investment is not available, the investment will not be listed here.

Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

CT4F2801-001819 506015

G000018190609

SCHEDULE O

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
JOHN P & DOROTHY S ILLGES FOUNDATION INC

Account Number 9246-9499

Statement Period May 1-31, 2009

Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Securities: High Cost

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
INTUITIVE SURGICAL NEW: ISRG	100.0000	03/13/08	04/28/09	13,979.03	28,560.93 [a]	(14,581.90)
INTUITIVE SURGICAL NEW: ISRG	75.0000	04/23/08	04/28/09	10,484.28	21,096.18	(10,611.90)
Total Long Term				**24,463.31**	**49,657.11**	**(25,193.80)**
Total Realized Gain or (Loss)				**24,463.31**	**49,657.11**	**(25,193.80)**

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. If all data for a given investment is not available, the investment will not be listed here.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Transaction Detail - Purchases & Sales

Equities Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
05/01/09	04/28/09	Sold	INTUITIVE SURGICAL NEW: ISRG	(175.0000)	139.8451	24,463.31
05/26/09	05/20/09	Bought	BORG WARNER INC: BWA	550.0000	30.5870	(16,831.80)
Total Equities Activity						**7,631.51**
Total Purchases & Sales						**7,631.51**

Transaction Detail - Deposits & Withdrawals

Transaction Date	Process Date	Activity	Description	Location	Credit/(Debit)
05/22/09	05/22/09	Journaled Funds	JOURNAL TO 78850140		(40,000.00)
Total Deposits & Withdrawals					**(40,000.00)**

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

CT5F2905-004099 815221

SCHEDULE P

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
JOHN P AND DOROTHY S ILLGES FOUNDATION, INC

Account Number
3650-1358

Statement Period
May 1-31, 2009

Investment Detail - Equities (continued)

Accounting Method
Equities: High Cost

Equities (continued)	Quantity / Units Purchased	Market Price / Cost Per Share	Market Value / Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Estimated Yield / Holding Days	Estimated Annual Income / Holding Period
WOLVERINE WORLD WIDE INC	**2,700.0000**	**19.8100**	**53,487.00**	**4%**	(6,925.50)	**2.22%**	1,188.00
SYMBOL: WWW	2,700.0000	22.3750	60,412.50 [a]	12/13/05	(6,925.50)	1265	Long-Term
Total Equities			**1,479,544.50**	**98%**	**(100,364.66)**		**47,551.50**
		Total Cost Basis:	1,579,909.16				

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate.

Total Investment Detail	**1,514,625.19**
Total Account Value	**1,514,625.19**
Total Cost Basis	1,579,909.16

Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Securities: High Cost

Short Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
PARKER-HANNIFIN CORP: PH	975.0000	10/15/08	05/08/09	45,738.14	39,987.07	5,751.07
Total Short Term				**45,738.14**	**39,987.07**	**5,751.07**
Total Realized Gain or (Loss)				**45,738.14**	**39,987.07**	**5,751.07**

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. If all data for a given investment is not available, the investment will not be listed here.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

CT5F2905-004093 815163

SCHEDULE Q

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
JOHN P & DOROTHY S ILLGES FOUNDATION
MGR: TCW INVESTMENT MANAGEMENT

Account Number 2865-7951

Statement Period May 1-31, 2009

Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Securities: First In First Out [FIFO]

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
SALESFORCE COM: CRM	31.0000	09/20/06	05/04/09	1,328.45	1,091.40 [1]	237 05
SALESFORCE COM: CRM	15.0000	09/27/06	05/04/09	642.80	572.11 [1]	70.69
SALESFORCE COM: CRM	38.0000	02/07/07	05/04/09	1,628.42	1,822.39 [1]	(193.97)
SALESFORCE COM: CRM	52.0000	02/07/07	05/19/09	2,128.21	2,493 80 [1]	(365.59)
SALESFORCE COM: CRM	55.0000	04/19/07	05/19/09	2,251.00	2,297.13 [1]	(46.13)
Total Long Term				**7,978.88**	**8,276.83**	**(297.95)**
Total Realized Gain or (Loss)				**7,978.88**	**8,276.83**	**(297.95)**

Schwab has provided accurate realized gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings If all data for a given investment is not available, the investment will not be listed here.
Option Customers. Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Transaction Detail - Purchases & Sales

Equities Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
05/07/09	05/04/09	Bought	OCCIDENTAL PETE CORP: OXY	75.0000	60.1190	(4,517.88,
05/07/09	05/04/09	Sold	SALESFORCE COM: CRM	(84.0000)	42.9610	3,599.67
05/21/09	05/18/09	Bought	APPLE INC: AAPL	31.0000	125.3000	(3,893.25)
05/22/09	05/19/09	Sold	SALESFORCE COM: CRM	(107.0000)	41.0120	4,379.21
Total Equities Activity						**(432.25)**
Total Purchases & Sales						**(432.25)**

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

CT5F2905-004091 815140

Accounting Method
Mutual Funds. Average
All Other Securities: High Cost

Realized Gain or (Loss)

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
SYSCO CORPORATION: SYY	1,850 0000	02/01/06	06/09/09	44,059.13	56,764.85 [a]	(12,705.72)
Total Long Term				**44,059.13**	**56,764.85**	**(12,705.72)**
Total Realized Gain or (Loss)				**44,059.13**	**56,764.85**	**(12,705.72)**

Schwab has provided accurate realized gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings If all data for a given investment is not available, the investment will not be listed here.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Transaction Detail - Purchases & Sales

Equities Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
06/12/09	06/09/09	Bought	ILLINOIS TOOL WORKS INC : ITW	1,175.0000	37.1915	(43,708.96)
06/12/09	06/09/09	Sold	SYSCO CORPORATION: SYY	(1,850.0000)	23.8212	44,059.13
Total Equities Activity						**350.17**
Total Purchases & Sales						**350.17**

Transaction Detail - Dividends & Interest (including Money Market Fund dividends reinvested)

Transaction Date	Process Date	Activity	Description	Credit/(Debit)
05/30/09	06/01/09	Qualified Dividend	HUDSON CITY BANCORP INC: HCBK	322.50
06/01/09	06/01/09	Qualified Dividend	GRAINGER W W INC. GWW	264 50
06/01/09	06/01/09	Qualified Dividend	HELMERICH & PAYNE INC: HP	43.75
06/01/09	06/01/09	Cash Dividend	PARTNERRE LTD F: PRE	340.75

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

CT6F2905-003886 851642

SCHEDULE S

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
JOHN P & DOROTHY S ILLGES
FOUNDATION
MGR: TCW INVESTMENT MANAGEMENT

Account Number
2865-7951

Statement Period
June 1-30, 2009

Investment Detail - Total

Total Investment Detail	**1,554,071.66**
Total Account Value	**1,554,071.66**
Total Cost Basis	1,600,633.06

Accounting Method
Mutual Funds: Average
All Other Securities: First In First Out [FIFO]

Realized Gain or (Loss)

Short Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
MARVELL TECH GROUP LTD F: MRVL	55.0000	06/19/08	06/03/09	587.62	914.47	(326.85)
MARVELL TECH GROUP LTD F: MRVL	189.0000	06/25/08	06/03/09	2,019.28	3,443.17	(1,423.89)
Total Short Term				**2,606.90**	**4,357.64**	**(1,750.74)**

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
SALESFORCE COM: CRM	182.0000	04/19/07	06/03/09	7,129.08	7,601.41 '	(472.33)
GOOGLE INC CLASS A: GOOG	21.0000	04/20/05	06/11/09	9,020.81	4,176.76 '	4,844.05
VERISIGN INC: VRSN	185.0000	05/03/07	06/22/09	3,433.32	4,867.28 '	(1,433.96)
VERISIGN INC: VRSN	221.0000	05/29/07	06/22/09	4,101.42	6,130.17 '	(2,028.75)
INTUITIVE SURGICAL NEW: ISRG	55.0000	05/21/08	06/25/09	8,757.82	16,323.98	(7,566.16)
Total Long Term				**32,442.45**	**39,099.60**	**(6,657.15)**
Total Realized Gain or (Loss)				**35,049.35**	**43,457.24**	**(8,407.89)**

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. If all data for a given investment is not available, the investment will not be listed here.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

CT6F2801-002017 542866

SCHEDULE T

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
JOHN P & DOROTHY S ILLGES
FOUNDATION INC

Account Number
9246-9499

Statement Period
July 1-31, 2009

Investment Detail - Total

Total Investment Detail	**1,993,492.22**
Total Account Value	**1,993,492.22**
Total Cost Basis	1,939,421.30

Accounting Method
Mutual Funds: Average
All Other Securities: High Cost

Realized Gain or (Loss)

Short Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
NATIONAL OILWELL VARCO: NOV	385.0000	02/09/09	07/08/09	11,160.58	11,543.51	(382.93)
DEVON ENERGY CP NEW: DVN	100.0000	11/13/08	07/24/09	5,814.49	7,098.95	(1,284.46)
DEVON ENERGY CP NEW: DVN	250.0000	03/20/09	07/24/09	14,536.23	12,268.48	2,267.75
Total Short Term				**31,511.30**	**30,910.94**	**600.36**

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
NATIONAL OILWELL VARCO: NOV	450.0000	04/16/08	07/08/09	13,044.84	32,652.85	(19,608.01)
THE CHARLES SCHWAB CORP: SCHW	2,000.0000	04/16/08	07/08/09	32,730.20	39,785.59	(7,055.39)
APPLE INC: AAPL	100.0000	04/18/08	07/23/09	15,742.04	16,125.24	(383.20)
BANK OF NY MELLON CP NEW: BK	1,125.0000	01/30/08	07/23/09	30,849.00	51,949.28 [a]	(21,100.28)
Total Long Term				**92,366.08**	**140,512.96**	**(48,146.88)**
Total Realized Gain or (Loss)				**123,877.38**	**171,423.90**	**(47,546.52)**

Schwab has provided accurate realized gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings. If all data for a given investment is not available, the investment will not be listed here.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

CT7F2905-004816 884153

Schedule U

charles SCHWAB INSTITUTIONAL

Schwab One® Account of
JOHN P & DOROTHY S ILLGES FOUNDATION
MGR: TCW INVESTMENT MANAGEMENT

Account Number 2865-7951

Statement Period July 1-31, 2009

Investment Detail - Equities (continued)

Accounting Method
Equities: First In First Out [FIFO]

Equities (continued)	Quantity / Units Purchased	Market Price / Cost Per Share	Market Value / Cost Basis	Acquired	Unrealized Gain or (Loss)	Estimated Yield / Holding Days	Estimated Annual Income / Holding Period
YUM BRANDS INC	**1,509.0000**	**35.4600**	**53,509.14**		**(4,604.57)**	**2.14%**	**1,146.84**
SYMBOL: YUM	1,015.0000	38.2500	38,823.75 ¹	04/08/08	(2,831.85)	479	Long-Term
	494.0000	39.0485	19,289.96 ¹	04/17/08	(1,772.72)	470	Long-Term
Cost Basis			*58,113.71*				
Total Equities			**1,625,770.18**		**18,351.06**		**11,472.36**
		Total Cost Basis:	1,607,419.12				

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate.

Total Investment Detail	**1,647,690.23**
Total Account Value	**1,647,690.23**
Total Cost Basis	1,607,419.12

Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Securities: First In First Out [FIFO]

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VERISIGN INC: VRSN	528.0000	05/29/07	06/26/09	10,088.00	14,645.82 ¹	(4,557.82)
VERISIGN INC: VRSN	52.0000	05/07/08	06/26/09	993.52	1,934.51	(940.99)
SCHLUMBERGER LTD F: SLB	62.0000	03/27/06	07/10/09	3,124.44	3,773.40 ¹	(648.96)
OCEANEERING INTL INC: OII	171.0000	05/07/08	07/15/09	7,611.47	11,279.76	(3,668.29)
INTUITIVE SURGICAL NEW: ISRG	14.0000	05/21/08	07/28/09	3,085.46	4,155.20	(1,069.74)

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

CT7F2801-001915 546672

SCHEDULE U

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
JOHN P & DOROTHY S ILLGES FOUNDATION
MGR: TCW INVESTMENT MANAGEMENT

Account Number 2865-7951

Statement Period July 1-31, 2009

G000019150709

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Securities: First In First Out [FIFO]

Long Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
INTUITIVE SURGICAL NEW: ISRG	12.0000	05/27/08	07/28/09	2,644.68	3,412.39	(767.71)
Total Long Term				**27,547.57**	**39,201.08**	**(11,653.51)**
Total Realized Gain or (Loss)				**27,547.57**	**39,201.08**	**(11,653.51)**

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. If all data for a given investment is not available, the investment will not be listed here.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Transaction Detail - Purchases & Sales

Equities Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
07/01/09	06/26/09	Sold	VERISIGN INC: VRSN	(580.0000)	19.1220	11,081.52
07/08/09	07/02/09	Bought	FLOWSERVE CORPORATION: FLS	144.0000	67.1577	(9,679.66)
07/15/09	07/10/09	Bought	ROCKWELL AUTOMATION INC: ROK	504.0000	30.7400	(15,501.91)
07/15/09	07/10/09	Sold	SCHLUMBERGER LTD F: SLB	(62.0000)	50.5400	3,124.44
07/20/09	07/15/09	Sold	OCEANEERING INTL INC: OII	(171.0000)	44.5650	7,611.47
07/24/09	07/21/09	Bought	ALLERGAN INC: AGN	31.0000	49.3900	(1,540.04)
07/24/09	07/21/09	Bought	LIFE TECHNOLOGIES CORP: LIFE	34.0000	41.7700	(1,429.13)
07/24/09	07/21/09	Bought	OCCIDENTAL PETE CORP: OXY	8.0000	68.9800	(560.79)
07/27/09	07/22/09	Bought	FMC TECHNOLOGIES INC: FTI	65.0000	40.3400	(2,631.05)
07/29/09	07/24/09	Bought	FLOWSERVE CORPORATION: FLS	14.0000	74.5400	(1,052.51)
07/29/09	07/24/09	Bought	QUANTA SERVICES INC: PWR	29.0000	23.4800	(689.87)
07/31/09	07/28/09	Bought	APPLE INC: AAPL	60.0000	158.6200	(9,526.15)
07/31/09	07/28/09	Sold	INTUITIVE SURGICAL NEW: ISRG	(26.0000)	220.7400	5,730.14

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

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SCHEDULE V

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Securities: First In First Out [FIFO]

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
AKAMAI TECHNOLOGIES: AKAM	376.0000	12/11/08	07/31/09	6,232.12	5,475.24	756.88
Total Short Term				**9,331.60**	**7,907.34**	**1,424.26**

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
SALESFORCE COM: CRM	137.0000	04/19/07	07/30/09	5,999.85	5,721.94 '	277.91
AKAMAI TECHNOLOGIES: AKAM	630.0000	04/15/08	07/31/09	10,442.10	18,688.95 '	(8,246.85)
AKAMAI TECHNOLOGIES: AKAM	590.0000	05/07/08	07/31/09	9,779.11	22,068.46	(12,289.35)
AKAMAI TECHNOLOGIES: AKAM	81.0000	07/22/08	07/31/09	1,342.56	2,632.51	(1,289.95)
INTUITIVE SURGICAL NEW: ISRG	26.0000	05/27/08	08/10/09	5,990.77	7,393.50	(1,402.73)
INTUITIVE SURGICAL NEW: ISRG	13.0000	06/10/08	08/10/09	2,995.39	3,477.31	(481.92)
MARVELL TECH GROUP LTD F: MRVL	826.0000	06/25/08	08/19/09	11,449.51	15,047.92	(3,598.41)
MARVELL TECH GROUP LTD F: MRVL	197.0000	07/17/08	08/19/09	2,730.69	3,087.92	(357.23)
CERNER CORP: CERN	279.0000	11/30/06	08/24/09	18,089.48	13,266.23 '	4,823.25
Total Long Term				**68,819.46**	**91,384.74**	**(22,565.28)**
Total Realized Gain or (Loss)				**78,151.06**	**99,292.08**	**(21,141.02)**

Schwab has provided accurate realized gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings If all data for a given investment is not available, the investment will not be listed here.
Option Customers· Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Transaction Detail - Purchases & Sales

Equities Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
08/03/09	07/29/09	Bought	C H ROBINSON-WORLDWD NEW: CHRW	103.0000	53.1380	(5,482.16)

SCHEDULE W

charles SCHWAB INSTITUTIONAL

Schwab One® Account of
JOHN P & DOROTHY S ILLGES FOUNDATION INC

Account Number 9246-9499

Statement Period September 1-30, 2009

Investment Detail - Equities (continued)

Accounting Method
Equities: High Cost

Equities (continued)	Quantity / Units Purchased	Market Price / Cost Per Share	Market Value / Cost Basis	Acquired	Unrealized Gain or (Loss)	Estimated Yield / Holding Days	Estimated Annual Income / Holding Period
UNITED THERAPEUTICS CORP	**500.0000**	**48.9900**	**24,495.00**		**2,992.12**	**0.00%**	**0.00**
SYMBOL: UTHR	500.0000	43.0057	21,502.88	07/23/09	2,992.12	69	Short-Term
UNITEDHEALTH GROUP INC	**650.0000**	**25.0400**	**16,276.00**		**(1,542.95)**	**0.11%**	**19.50**
SYMBOL: UNH	650.0000	27.4137	17,818.95	08/03/09	(1,542.95)	58	Short-Term
Total Equities			**1,752,575.55**		**151,923.26**		**20,954.50**
		Total Cost Basis:	1,600,652.29				

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate.

Total Investment Detail	**1,815,426.09**
Total Account Value	**1,815,426.09**
Total Cost Basis	1,600,652.29

Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Securities: High Cost

Short Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
FIRST SOLAR INC: FSLR	25.0000	10/14/08	09/14/09	3,263.38	3,809.04	(545.66)
FIRST SOLAR INC: FSLR	100.0000	10/14/08	09/14/09	13,053.54	15,236.16	(2,182.62)
BORG WARNER INC: BWA	550.0000	05/20/09	09/18/09	17,112.65	16,831.80	280.85
COGNIZANT TECH SOL CL A: CTSH	150.0000	04/09/09	09/18/09	5,739.05	3,568.40	2,170.65
CREE INC: CREE	170.0000	03/31/09	09/18/09	6,077.40	4,084.75	1,992.65

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "F—notes for Your Account" section for an explanation of the endnote codes and symbo' n this statement.

CT9F2801-002157 577654

Schedule W

DUPLICATE STATEMENT

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
JOHN P & DOROTHY S ILLGES
FOUNDATION INC

Account Number
9246-9499

Statement Period
September 1-30, 2009

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Securities: High Cost

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
DEAN FOODS CO NEW: DF	1,000.0000	07/23/09	09/18/09	18,121.58	22,038.95	(3,917.37)
HOME DEPOT INC: HD	200.0000	02/06/09	09/18/09	5,623.10	4,763.81	859.29
QUALCOMM INC: QCOM	100.0000	07/13/09	09/18/09	4,405.03	4,410.66	(5.63)
QUANTA SERVICES INC: PWR	250.0000	03/27/09	09/18/09	5,981.02	5,717.35	263.67
MONSANTO CO NEW DEL: MON	250.0000	12/30/08	09/24/09	19,083.05	17,316.45	1,766.60
Total Short Term				**98,459.80**	**97,777.37**	**682.43**

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
FIRST SOLAR INC: FSLR	15.0000	08/12/08	09/14/09	1,958.03	3,782.12	(1,824.09)
FIRST SOLAR INC: FSLR	110.0000	08/12/08	09/14/09	14,358.89	27,735.58	(13,376.69)
ADOBE SYSTEMS INC: ADBE	450.0000	06/12/07	09/18/09	14,814.11	19,525.94 a	(4,711.83)
C H ROBINSON WORLDWD NEW: CHRW	200.0000	05/13/08	09/18/09	11,663.75	12,920.15	(1,256.40)
CISCO SYSTEMS INC: CSCO	50.0000	02/12/04	09/18/09	1,163.95	1,229.08 a	(65.13)
CISCO SYSTEMS INC: CSCO	650.0000	05/20/04	09/18/09	15,131.36	14,153.57 a	977.79
CORNING INC: GLW	400.0000	06/04/08	09/18/09	6,167.29	10,633.17	(4,465.88)
DIAMOND OFFSHR DRILLING: DO	100.0000	09/29/06	09/18/09	9,323.81	7,283.35 a	2,040.46
E M C CORP MASS: EMC	460.0000	12/05/07	09/18/09	7,779.10	9,220.77 a	(1,441.67)
EXPEDITORS INTL WASH: EXPD	370.0000	05/11/07	09/18/09	13,473.87	16,669.98 a	(3,196.11)
GAMESTOP CORP CL A NEW: GME	200.0000	04/18/08	09/18/09	5,312.91	11,637.58	(6,324.67)
HEWLETT-PACKARD COMPANY: HPQ	300.0000	08/24/06	09/18/09	13,883.99	10,671.66 a	3,212.33
HONEYWELL INTERNATIONAL: HON	250.0000	03/31/06	09/18/09	10,043.54	10,866.63 a	(823.09)
INTEL CORP: INTC	450.0000	06/28/07	09/18/09	8,761.77	10,863.00 a	(2,101.23)
MEDCOHEALTH SOLUTIONS: MHS	300.0000	08/04/06	09/18/09	16,532.92	9,182.49 a	7,350.43
ORACLE CORPORATION: ORCL	500.0000	06/04/08	09/18/09	10,811.27	11,448.73	(637.46)
SMITH INTERNATIONAL INC: SII	1,100.0000	07/25/03	09/18/09	30,857.35	20,029.26 a	10,828.09
STRYKER CORP: SYK	25.0000	11/22/06	09/18/09	1,197.75	1,469.35 a	(271.60)
STRYKER CORP: SYK	275.0000	11/25/06	09/18/09	13,175.20	16,162.84 a	(2,987.64)

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

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SCHEDULE W

charles SCHWAB INSTITUTIONAL

Schwab One® Account of
JOHN P & DOROTHY S ILLGES FOUNDATION INC

Account Number 9246-9499

Statement Period September 1-30, 2009

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Securities: High Cost

Long Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
T J X COS INC: TJX	350.0000	09/19/07	09/18/09	13,287.20	11,329.60 [a]	1,957.60
TERADYNE INCORPORATED: TER	300.0000	04/30/08	09/18/09	2,718.27	3,982.34	(1,264.07)
THE CHARLES SCHWAB CORP: SCHW	400.0000	04/16/08	09/18/09	6,870.87	7,957.12	(1,086.25)
THERMO FISHER SCIENTIFIC: TMO	130.0000	09/22/04	09/18/09	5,902.12	3,814.18 [a]	2,087.94
XEROX CORP: XRX	3,600.0000	02/01/05	09/18/09	34,118.17	57,228.00 [a]	(23,109.83)
ORACLE CORPORATION: ORCL	100.0000	10/29/07	09/24/09	2,111.36	2,185.44 [a]	(74.08)
ORACLE CORPORATION: ORCL	500.0000	10/29/07	09/24/09	10,556.78	10,927.19 [a]	(370.41)
ORACLE CORPORATION: ORCL	700.0000	06/04/08	09/24/09	14,779.50	16,028.22	(1,248.72)
Total Long Term				**296,755.13**	**338,937.34**	**(42,182.21)**
Total Realized Gain or (Loss)				**395,214.93**	**436,714.71**	**(41,499.78)**

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Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Transaction Detail - Purchases & Sales

Equities Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
09/14/09	09/09/09	Bought	DAVITA INC: DVA	300.0000	54.4460	(16,342.75)
09/14/09	09/09/09	Bought	HOLOGIC INC: HOLX	300.0000	17.0190	(5,114.65)
09/14/09	09/09/09	Bought	LAB CP OF AMER HLDG NEW: LH	250.0000	68.2080	(17,060.95)
09/17/09	09/14/09	Sold	FIRST SOLAR INC: FSLR	(250.0000)	130.5745	32,633.84
09/23/09	09/18/09	Sold	ADOBE SYSTEMS INC: ADBE	(450.0000)	32.9410	14,814.11
09/23/09	09/18/09	Sold	BORG WARNER INC: BWA	(550.0000)	31.1310	17,112.65

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CT9F2801-002157 577656

Realized Gain or (Loss)

Accounting Method
Mutual Funds: Average
All Other Securities: First In First Out [FIFO]

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
GENZYME CORPORATION: GENZ	107.0000	05/01/06	09/03/09	5,878.98	6,458.85 ¹	(579.87)
GENZYME CORPORATION: GENZ	11.0000	05/02/06	09/03/09	604.38	641.96 ¹	(37.58)
GENZYME CORPORATION: GENZ	48.0000	05/02/06	09/08/09	2,665.06	2,801.27 ¹	(136.21)
YUM BRANDS INC: YUM	121.0000	04/08/08	09/10/09	4,027.74	4,628.25 ¹	(600.51)
CERNER CORP: CERN	48.0000	11/30/06	09/16/09	3,265.52	2,282.36 ¹	983.16
SCHLUMBERGER LTD F: SLB	33.0000	03/27/06	09/16/09	2,019.17	2,008.42 ¹	10.75
GENZYME CORPORATION: GENZ	68.0000	05/02/06	09/22/09	3,847.23	3,968.47 ¹	(121.24)
SCHLUMBERGER LTD F: SLB	95.0000	03/27/06	09/24/09	5,571.20	5,781.83 ¹	(210.63)
Total Long Term				**27,879.28**	**28,571.41**	**(692.13)**
Total Realized Gain or (Loss)				**27,879.28**	**28,571.41**	**(692.13)**

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Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Transaction Detail - Purchases & Sales

Equities Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
09/09/09	09/03/09	Sold	GENZYME CORPORATION: GENZ	(118.0000)	55.0210	6,483.36
09/11/09	09/08/09	Sold	GENZYME CORPORATION: GENZ	(48.0000)	55.7100	2,665.06
09/14/09	09/09/09	Bought	QUALCOMM INC: QCOM	36.0000	45.9700	(1,663.87)
09/15/09	09/10/09	Bought	FLOWSERVE CORPORATION: FLS	8.0000	94.5300	(765.19)
09/15/09	09/10/09	Bought	OCCIDENTAL PETE CORP: OXY	32.0000	76.0500	(2,442.55)
09/15/09	09/10/09	Bought	OCEANEERING INTL INC: OII	36.0000	57.3700	(2,074.27)

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB & COMPANY INC	90,037.	0.	90,037.
TOTAL TO FM 990-PF, PART I, LN 4	90,037.	0.	90,037.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	19,478.	15,582.		3,896.
TO FORM 990-PF, PG 1, LN 16B	19,478.	15,582.		3,896.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	38,093.	38,093.		0.
TO FORM 990-PF, PG 1, LN 16C	38,093.	38,093.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	506.	0.		506.
EXCISE TAX	364.	0.		0.
TO FORM 990-PF, PG 1, LN 18	870.	0.		506.

FORM 990-PF | OTHER EXPENSES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSE	295.	0.		295.
TO FORM 990-PF, PG 1, LN 23	295.	0.		295.

FORM 990-PF | CORPORATE STOCK | STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	4,756,072.	5,120,850.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,756,072.	5,120,850.

FORM 990-PF | OTHER ASSETS | STATEMENT 8

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PREPAID FEDERAL EXCISE TAX	9,694.	12,704.	12,704.
TO FORM 990-PF, PART II, LINE 15	9,694.	12,704.	12,704.

FORM 990-PF | OTHER LIABILITIES | STATEMENT 9

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
WITHHELD PAYROLL TAXES	266.	274.
EXCISE TAX ON INVESTMENT INCOME PAYABLE	0.	44.
TOTAL TO FORM 990-PF, PART II, LINE 22	266.	318.

JOHN P. & DOROTHY S. ILLGES FOUNDATION, INC.
ATTACHMENT TO FORM 990-PF, ID# 58-0691476
PAGE 2, PART II, LINE 10B, COLUMN A
SEPTEMBER 30, 2009

MARKETABLE EQUITY SECURITIES	NUMBER OF SHARES	BOOK VALUE
Abbott Laboratories	1,250	$ 52,800
Adobe Systems, Inc.	1,250	54,100
AFLAC, Inc.	2,250	92,874
Air Products & Chemicals, Inc.	430	21,767
Akamai Technologies, Inc.	1,301	43,390
Amazon.com, Inc.	1,242	45,681
American Capital, Ltd.	1,650	60,011
Apple, Inc.	722	107,301
Arthur J. Gallagher & Co.	2,225	63,643
AT&T, Inc.	1,825	42,570
Automatic Data Processing, Inc.	1,225	53,706
Bank of New York Mellon Corp.	1,125	51,949
Baxter International, Inc.	825	44,206
Berkshire Harthaway, Inc. Class B	21	95,391
Bristol-Myers Squibb Company	1,200	26,312
Broadcom Corp. Class A	900	31,122
C.H. Robinson Worldwide, Inc.	1,983	108,086
Cephalon, Inc.	659	53,267
Cerner Corp.	1,195	55,178
Chevron Corporation	775	27,724
Cisco Sytems, Inc.	3,850	85,657
Coca-Cola Company	4,550	170,895
Cognizant Technology Solutions Class A	1,336	45,080
Colgate-Palmolive Company	900	47,231
Corning, Inc.	1,700	42,634
Costco Wholesale Corporation	789	54,427
CVS Caremark Corp.	700	24,338
Danaher Corp.	200	14,644
Diamond Offshore Drilling, Inc.	500	36,417
Dover Corporation	1,225	48,657
EMC Corporation	1,400	28,063
Expeditors International of Washington, Inc.	1,731	77,822
Exxon Mobil Corporation	850	31,010
First Solar, Inc.	125	31,518
Gamestop Corp. Class A	1,100	45,197
Genentech, Inc.	874	19,318
General Dynamics Corp.	875	27,199

JOHN P. & DOROTHY S. ILLGES FOUNDATION, INC.
ATTACHMENT TO FORM 990-PF, ID# 58-0691476
PAGE 2, PART II, LINE 10B, COLUMN A
SEPTEMBER 30, 2009

MARKETABLE EQUITY SECURITIES	NUMBER OF SHARES	BOOK VALUE
General Electric Company	1,975	50,000
Genuine Parts Company	1,450	70,950
Genzyme Corporation	1,261	78,040
Gilead Sciences, Inc.	2,598	106,516
Google, Inc. Class A	209	70,349
Halliburton Company	1,300	57,609
Harris Corporation	1,200	60,576
Helmerich & Payne, Inc.	875	20,761
Hewlett-Packard Company	3,000	106,717
Holly Corp.	925	43,614
Honeywell International, Inc.	600	26,080
Intel Corp.	2,500	60,350
Intercontinentalexchange	586	86,699
International Business Machines Corp.	750	59,768
Intuitive Surgical, Inc.	326	92,910
Johnson & Johnson	1,050	53,309
Kroger Company	1,200	35,743
Linear Technology Corp.	2,225	68,275
Marvel Entertainment, Inc.	950	32,351
Marvell Technology Group, Ltd.	2,434	41,896
Mastercard, Inc.	110	26,678
McCormick & Company, Inc.	1,950	73,137
McGraw-Hill Companies	1,475	63,618
Medco Health Solutions, Inc.	2,000	61,217
Meredith Corp.	1,375	63,705
Microsoft Corp.	1,500	40,327
Monsanto Co.	540	61,253
National Oilwell Varco	450	32,653
NetApp, Inc.	821	18,331
News Corp., Ltd. Class A	1,800	41,766
Northern Trust Corp.	1,075	64,316
Oceaneering International, Inc.	585	40,104
Oracle Corporation	3,100	69,000
Pepsico Incorporated	1,650	101,938
Praxair, Inc.	300	28,419
Proctor & Gamble Co.	2,286	148,550
Progressive Corp.	1,083	26,269

JOHN P. & DOROTHY S. ILLGES FOUNDATION, INC.
ATTACHMENT TO FORM 990-PF, ID# 58-0691476
PAGE 2, PART II, LINE 10B, COLUMN A
SEPTEMBER 30, 2009

MARKETABLE EQUITY SECURITIES	NUMBER OF SHARES	BOOK VALUE
Qualcomm, Inc.	2,109	80,258
Research In Motion, Ltd.	437	43,027
Salesforce.com	1,266	52,160
Schlumberger, Ltd.	931	56,891
Smith International, Inc.	1,100	20,029
Stryker Corp.	975	57,305
Stryker Corp.	1,000	62,878
Sysco Corporation	1,850	56,765
T. Rowe Price Group, Inc.	1,300	68,059
Teradyne Incorporated	2,000	26,549
The Charles Schwab Corp.	3,200	63,657
Thermo Fisher Scientific, Inc.	1,800	54,652
TJX Companies, Inc.	1,100	35,607
United Technologies Corp.	600	29,907
Urban Outfitters, Inc.	1,000	31,597
US Bancorp	1,000	33,887
Valspar Corporation	2,750	71,310
Varian Medical Systems, Inc.	1,108	52,588
Verisign, Inc.	1,542	42,206
Visa, Inc. Class A	871	55,469
W.W. Grainger, Inc.	1,000	63,181
Walgreen Company	1,550	63,472
Wolverine World Wide, Inc.	2,700	60,414
Xerox Corp.	3,600	57,228
Yum Brands, Inc.	1,526	58,764
Total marketable securities		$ 5,442,839

John P. & Dorothy S. Illges Foundation
Attachment to Form 990-PF, ID# 58-0691476
Page 2, Part II, Line 10b, Columns b & c
As of September 30, 2009

MARKETABLE EQUITY SECURITIES	NUMBER OF SHARES	COST	MARKET VALUE
Abbott Laboratories	1,100	$ 46,464	$ 54,417
Ace Limited	517	27,447	27,639
Adobe Systems, Inc.	800	34,574	26,432
AFLAC, Inc.	750	45,369	32,055
Air Products & Chemicals, Inc.	430	21,767	33,359
Allergan, Inc.	1,478	59,030	83,892
Amazon.com, Inc.	886	34,724	82,717
American Tower Corp. Class A	500	15,318	18,200
Apple, Inc.	934	128,543	173,116
Arthur J. Gallagher & Co.	2,225	63,642	54,223
AT&T, Inc.	1,825	42,568	49,293
Baxter International, Inc.	450	22,189	25,655
Broadcom Corp. Class A	1,140	36,094	34,987
C.H. Robinson Worldwide, Inc.	1,966	104,891	113,536
Cephalon, Inc.	653	52,404	38,031
Cerner Corp.	769	34,922	57,521
Chevron Corporation	775	27,724	54,583
Cisco Sytems, Inc.	2,550	55,526	60,027
Coca-Cola Company	4,275	154,492	229,567
Cognizant Technology Solutions Class A	2,300	67,438	88,918
Corning, Inc.	1,800	39,385	27,558
Costco Wholesale Corporation	789	54,427	44,484
Cree, Inc.	730	17,540	26,828
Cullen Frost Bankers	600	28,100	30,984
CVS Caremark Corp.	1,840	64,019	65,762
Danaher Corp.	550	36,468	37,026
Davita, Inc.	300	16,343	16,992
Devon Energy Corp.	350	17,176	23,566
Devry, Inc.	475	26,642	26,277
Diamond Offshore Drilling, Inc.	450	32,620	42,984
EMC Corporation	2,440	41,411	41,578
Energizer Holding, Inc.	310	15,191	20,565
Expeditors International of Washington, Inc.	1,361	61,152	47,840
Exxon Mobil Corporation	700	25,293	48,027
Federated Investors Class B	1,350	32,824	35,600
Flowserve Corporation	569	42,465	56,069

John P. & Dorothy S. Illges Foundation
Attachment to Form 990-PF, ID# 58-0691476
Page 2, Part II, Lıne 10b, Columns b & c
As of September 30, 2009

MARKETABLE EQUITY SECURITIES	NUMBER OF SHARES	COST	MARKET VALUE
FMC Technologies, Inc.	680	25,626	35,523
Gamestop Corp. Class A	900	33,560	23,823
General Dynamics Corp.	875	27,199	56,525
Genuine Parts Company	1,450	70,950	55,187
Genzyme Corporation	934	57,881	52,986
Gilead Sciences, Inc.	1,661	73,116	77,236
Goldman Sachs Group, Inc.	245	23,119	45,166
Google, Inc. Class A	188	66,172	93,219
Halliburton Company	2,020	69,836	54,782
Helmerich & Payne, Inc.	875	20,761	34,589
Hewlett-Packard Company	1,100	39,129	51,931
Holly Corp.	925	43,614	23,699
Hologic, Inc.	1,500	22,113	24,510
Home Depot, Inc.	790	18,817	21,046
Honeywell International, Inc.	350	15,213	13,003
Hudson City Bancorp, Inc.	2,150	26,328	28,273
Illinois Toll Works, Inc.	1,175	43,709	50,184
Intel Corp.	2,050	49,487	40,119
Intercontinentalexchange	451	66,673	43,833
International Business Machines Corp.	700	64,264	83,726
Intuitive Surgical, Inc.	146	27,245	38,289
Johnson & Johnson	1,050	53,309	63,935
Lab Corp of America Holding	250	17,061	16,425
Life Technologies Corp.	881	28,881	41,011
Linear Technology Corp.	2,225	68,274	61,477
Lowes Companies, Inc.	2,175	51,223	45,545
Mastercard, Inc.	235	49,507	47,505
McCormick & Company, Inc.	1,600	60,010	54,304
McGraw-Hill Companies	1,475	63,618	37,082
Medco Health Solutions, Inc.	900	27,547	49,779
Merck & Co., Inc.	1,650	49,950	52,190
Microsoft Corp.	1,500	40,327	38,580
Monsanto Co.	939	91,287	72,678
Northern Trust Corp.	990	59,795	57,578
Occidental Pete Corp.	679	40,929	53,234
Oceaneering International, Inc.	1,104	49,289	62,652

John P. & Dorothy S. Illges Foundation
Attachment to Form 990-PF, ID# 58-0691476
Page 2, Part II, Line 10b, Columns b & c
As of September 30, 2009

MARKETABLE EQUITY SECURITIES	NUMBER OF SHARES	COST	MARKET VALUE
Oracle Corporation	1,300	28,411	27,092
Partnerre, Ltd.	725	47,215	55,782
Pepsico Incorporated	1,400	86,924	82,123
Philip Morris International, Inc.	400	15,094	19,496
Praxair, Inc.	300	28,419	24,507
Proctor & Gamble Co.	2,336	149,955	135,300
Progress Energy, Inc.	775	30,464	30,272
Qualcomm, Inc.	2,852	111,120	128,282
Quanta Services, Inc.	2,675	57,302	59,197
Questar Corporation	925	29,975	34,743
Research In Motion, Ltd.	481	46,085	32,530
Rockwell Automation, Inc.	808	28,638	34,421
Salesforce.com	564	23,414	32,109
Schlumberger, Ltd.	741	45,328	44,164
Stryker Corp.	1,675	102,550	76,094
T. Rowe Price Group, Inc.	1,300	68,059	59,410
Teradyne Incorporated	1,700	22,567	15,725
The Charles Schwab Corp.	800	15,914	15,320
Thermo Fisher Scientific, Inc.	620	18,132	27,075
TJX Companies, Inc.	750	24,278	27,863
UnitedHealth Group, Inc.	650	17,819	16,276
United Parcel Service B	750	43,077	42,353
United Therapeutics Corp.	500	21,503	24,495
Valspar Corporation	2,750	71,310	75,652
Varian Medical Systems, Inc.	1,528	68,082	64,374
Verizon Communications	875	28,460	26,486
Visa, Inc. Class A	787	50,279	54,390
W.W. Grainger, Inc.	575	36,329	51,382
Walgreen Company	1,550	63,471	58,079
Wolverine World Wide, Inc.	2,700	60,413	67,067
Yum Brands, Inc.	1,388	53,485	46,859
Total marketable securities		$ 4,756,072	$ 5,120,850

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOHN P. ILLGES, III 43 SPRING HARBOR CIRCLE COLUMBUS, GA 31904	PRESIDENT 0.00	0.	0.	0.
PHILIP A. BADCOCK P.O. BOX 120 COLUMBUS, GA 31902	VICE-PRES. 0.00	0.	0.	0.
RICHARD ILLGES 6001 RIVER ROAD, SUITE 300 COLUMBUS, GA 31904	TREASURER 0.00	0.	0.	0.
MARY S. BOYD 2857 CROMWELL DRIVE COLUMBUS, GA 31906	SECRETARY 5.00	6,614.	0.	0.
MRS. BRUCE LANIER 1606 TANYARD ROAD LANETT, AL 36863	DIRECTOR 0.00	0.	0.	0.
MR. JOHN MAYHER, JR. 430 LONGVIEW DRIVE HAMILTON, GA 31811	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		6,614.	0.	0.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AMERICAN RED CROSS, 3940 ROSEMONT DRIVE, COLUMBUS, GA 31904	NONE GENERAL PURPOSE OF DONEE	501(C)(3) CHARITABLE ORGANIZAT	10,000.
BRIDGES LEARNING CENTER, P.O. BOX 4446, COLUMBUS, GA 31914	NONE GENERAL PURPOSE OF DONEE	501(C)(3) EDUCATIONAL ORGANIZA	25,000.
CAMP LAUGHING CHILD INTERNATIONAL, P.O. BOX 1111, COLUMBUS, GA 31902	NONE GENERAL PURPOSE OF DONEE	501(C)(3) CHARITABLE ORGANIZAT	10,000.
CHATTAHOOCHEE VALLEY EDUCATION FOUNDATION P.O. BOX 1030, LANETT, AL 36863	NONE GENERAL PURPOSE OF DONEE	501(C)(3) CHARITABLE ORGANIZAT	35,581.
GEORGIA METH PROJECT, 3625 CUMBERLAND BOULEVARD, SUITE 980, ATLANTA, GA 303	NONE GENERAL PURPOSE OF DONEE	501(C)(3) CHARITABLE ORGANIZAT	6,000.
NATIONAL INFANTRY FOUNDATION, P.O. BOX 2823, COLUMBUS, GA 31902	NONE GENERAL PURPOSE OF DONEE	501(C)(3) CHARITABLE ORGANIZAT	75,000.
PASTORAL INSTITUTE, 2022 FIFTEENTH AVENUE, COLUMBUS, GA 31901	NONE GENERAL PURPOSE OF DONEE	501(C)(3) CHARITABLE ORGANIZAT	150,000.

TWIN CEDARS YOUTH SERVICES, 18 NINTH STREET, SUITE 104, COLUMBUS, GA 31901	NONE GENERAL PURPOSE OF DONEE	501(C)(3) CHARITABLE ORGANIZAT	10,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			321,581.