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

OMB No. 1545-0052

2008**Note:** The foundation may be able to use a copy of this return to satisfy state reporting requirements.**For calendar year 2008, or tax year beginning** 11/01 , **2008, and ending** 10/31 , **2009****G** Check all that apply: ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name changeUse the
IRS label.
Otherwise,
print
or type.
See Specific
Instructions.ARTHUR W. HILL FOUNDATION
c/o ROBERT W. GILLET
1133 WILLOW LANE
NORTHBROOK, IL 60062**A** Employer identification number

36-6050191

B Telephone number (see the instructions)

(847) 498-3309

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: ☒ 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, column (c), line 16)

▶ \$ 1,445,454.

J Accounting method: ☒ 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) (see the instructions).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE

1 Contributions, gifts, grants, etc., received (att sch)**2** Ck ☒ if the foundn is not req to att Sch B**3** Interest on savings and temporary cash investments**4** Dividends and interest from securities**5a** Gross rents**b** Net rental income or (loss)**6a** Net gain/(loss) from sale of assets not on line 10**b** Gross sales price for all assets on line 6a 2,983,038**7** Capital gain net income (from Part IV, line 2)**8** Net short-term capital gain**9** Income modifications**10a** Gross sales less returns and allowances**b** Less: Cost of goods sold**c** Gross profit/(loss) (att sch)**11** Other income (attach schedule) See Statement 2**12 Total.** Add lines 1 through 11**13** Compensation of officers, directors, trustees, etc.**14** Other employee salaries and wages**15** Pension plans, employee benefits**16a** Legal fees (attach schedule)**b** Accounting fees (attach sch) See St. 3**c** Other prof fees (attach sch)**17** Interest**18** Depreciation (attach schedule) See Stmt. 4**19** Depreciation (attach sch) and depletion**20** Occupancy**21** Travel, conferences, and meetings**22** Printing and publications**23** Other expenses (attach schedule) See Statement 5**24 Total operating and administrative expenses.** Add lines 13 through 23**25** Contributions, gifts, grants paid Part XV**26 Total expenses and disbursements.** Add lines 24 and 25**27** Subtract line 26 from line 12:**a Excess of revenue over expenses and disbursements****b Net investment income** (if negative, enter -0-)**c Adjusted net income** (if negative, enter -0-)

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Beginning of year

End of year

		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing	1,620.		
	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 (attach schedule) (see the instructions).			
	7 Other notes and loans receivable (attach sch.)			
	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 (attach schedule)			
	b Investments – corporate stock (attach schedule) Statement 6	949,004.	482,802.	534,814.
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment: basis			
Less: accumulated depreciation (attach schedule)				
12 Investments – mortgage loans				
13 Investments – other (attach schedule) Statement 7.		823,270.	910,640.	
14 Land, buildings, and equipment: basis	1,051.			
Less: accumulated depreciation (attach schedule) See Stmt. 8	1,051.			
15 Other assets (describe)				
16 Total assets (to be completed by all filers – see instructions. Also, see page 1, item I).	950,624.	1,306,072.	1,445,454.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe See Statement 9)		711,555.	
	23 Total liabilities (add lines 17 through 22)	0.	711,555.	
NET FUND ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	950,624.	594,517.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	950,624.	594,517.	
31 Total liabilities and net assets/fund balances (see the instructions)	950,624.	1,306,072.		

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	950,624.
2 Enter amount from Part I, line 27a	2	-356,107.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	594,517.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	594,517.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a N/A				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss). If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8		3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2007	58,770.	1,138,233.	0.051633
2006	60,315.	1,394,789.	0.043243
2005	59,274.	1,303,846.	0.045461
2004	52,045.	1,200,457.	0.043354
2003	52,436.	1,094,189.	0.047922
2 Total of line 1, column (d)			2 0.231613
3 Average distribution ratio for the 5-year base period— divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.046323
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 816,854.
5 Multiply line 4 by line 3			5 37,839.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 327.
7 Add lines 5 and 6			7 38,166.
8 Enter qualifying distributions from Part XII, line 4			8 56,960.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary – see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	327.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2.		3	327.
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	327.
6 Credits/Payments:			
a 2008 estimated tax prmts and 2007 overpayment credited to 2008	6a	753.	
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	753.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed .	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid .	10	426.	
11 Enter the amount of line 10 to be: Credited to 2009 estimated tax 426. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		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?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XIV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions) IL		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses.		X

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Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions).	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>ROBERT W. GILLET</u> Telephone no. <u>847 498-3309</u> Located at <u>1133 WILLOW LANE NORTHBROOK IL</u> ZIP + 4 <u>60062</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year. <u>15</u>			N/A

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

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

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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

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

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

5b N/A

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? ☐ Yes ☐ No N/A

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? ☐ Yes ☒ No

6b X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

7b N/A

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

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT W. GILLETT 1133 WILLOW LANE NORTHBROOK, IL 60062	President 0	11,000.	0.	0.
NANCY TEFFT 1271 N. LAKE PLEASANT ROAD HILLSDALE, MI 49242	Vice Preside 0	0.	0.	0.
MARY H. GILLETT 1133 WILLOW LANE NORTHBROOK, IL 60062	Vice Preside 0	3,500.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see instructions). If none, enter 'NONE.'

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

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

0

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	826,134.
b Average of monthly cash balances	1b	3,159.
c Fair market value of all other assets (see instructions).	1c	
d Total (add lines 1a, b, and c)	1d	829,293.
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	829,293.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	12,439.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	816,854.
6 Minimum investment return. Enter 5% of line 5	6	40,843.

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	40,843.
2a Tax on investment income for 2008 from Part VI, line 5.	2a	327.
b Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	327.
3 Distributable amount before adjustments. Subtract line 2c from line 1.	3	40,516.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	40,516.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	40,516.

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	56,960.
b Program-related investments — total from Part IX-B	1b	
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	56,960.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	327.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	56,633.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				40,516.
2 Undistributed income, if any, as of the end of 2007:				
a Enter amount for 2007 only			55,841.	
b Total for prior years: 20__, 20__, 20__		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: \$ 56,960.				
a Applied to 2007, but not more than line 2a.			55,841.	
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				1,119.
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 instructions.			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				39,397.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

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

Recipient 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 10				
Total			3a	40,022.
b Approved for future payment				
Total			3b	

Statement 1
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	SEE SCHEDULE ATTACHED PAGE 24		
Date Acquired:	Various		
How Acquired:	Purchase		
Date Sold:	10/31/2009		
To Whom Sold:			
Gross Sales Price:	10,070.		
Cost or Other Basis:	0.		
Basis Method:	Cost		
		Gain (Loss)	10,070.
Description:	1,500.000 ALLIANCEBERSTEIN HOLDING L.P.		
Date Acquired:	2/23/2006		
How Acquired:	Purchase		
Date Sold:	12/12/2008		
To Whom Sold:			
Gross Sales Price:	28,584.		
Cost or Other Basis:	65,000.		
Basis Method:	Cost		
		Gain (Loss)	-36,416.
Description:	3,000.000 HERCULES TECH GROWTH CAP INC.		
Date Acquired:	6/20/2007		
How Acquired:	Purchase		
Date Sold:	12/12/2008		
To Whom Sold:			
Gross Sales Price:	21,442.		
Cost or Other Basis:	41,310.		
Basis Method:	Cost		
		Gain (Loss)	-19,868.
Description:	1,500.000 TEL OFFSHORE TRUST		
Date Acquired:	12/04/2007		
How Acquired:	Purchase		
Date Sold:	12/12/2008		
To Whom Sold:			
Gross Sales Price:	7,642.		
Cost or Other Basis:	43,921.		
Basis Method:	Cost		
		Gain (Loss)	-36,279.
Description:	1,500.000 PENGROWTH ENERGY TRUST		
Date Acquired:	1/12/2007		
How Acquired:	Purchase		
Date Sold:	12/16/2008		
To Whom Sold:			
Gross Sales Price:	12,128.		
Cost or Other Basis:	24,818.		
Basis Method:	Cost		
		Gain (Loss)	-12,690.

Statement 1 (continued)
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	1,000.000 AMERICAN CAPITAL STRATEGIES LTD		
Date Acquired:	6/20/2007		
How Acquired:	Purchase		
Date Sold:	12/16/2008		
To Whom Sold:			
Gross Sales Price:	3,043.		
Cost or Other Basis:	44,777.		
Basis Method:	Cost		
		Gain (Loss)	-41,734.
Description:	3,000.000 SOUTHERN COPPER CORP		
Date Acquired:	10/17/2005		
How Acquired:	Purchase		
Date Sold:	12/19/2008		
To Whom Sold:			
Gross Sales Price:	43,440.		
Cost or Other Basis:	26,642.		
Basis Method:	Cost		
		Gain (Loss)	16,798.
Description:	2,000.000 APOLLO INVT CORP.		
Date Acquired:	1/12/2007		
How Acquired:	Purchase		
Date Sold:	1/08/2009		
To Whom Sold:			
Gross Sales Price:	17,816.		
Cost or Other Basis:	45,849.		
Basis Method:	Cost		
		Gain (Loss)	-28,033.
Description:	2,000.000 EAGLE BULK SHIPPING INC.		
Date Acquired:	3/23/2007		
How Acquired:	Purchase		
Date Sold:	1/08/2009		
To Whom Sold:			
Gross Sales Price:	15,674.		
Cost or Other Basis:	41,956.		
Basis Method:	Cost		
		Gain (Loss)	-26,282.
Description:	3,000.000 SOUTHERN COPPER CORP		
Date Acquired:	10/17/2005		
How Acquired:	Purchase		
Date Sold:	1/08/2009		
To Whom Sold:			
Gross Sales Price:	52,429.		
Cost or Other Basis:	26,642.		
Basis Method:	Cost		
		Gain (Loss)	25,787.

Statement 1 (continued)
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	5,000.000 MEDICAL PROPERTY TRUST		
Date Acquired:	9/05/2006		
How Acquired:	Purchase		
Date Sold:	1/08/2009		
To Whom Sold:			
Gross Sales Price:	27,323.		
Cost or Other Basis:	67,524.		
Basis Method:	Cost		
		Gain (Loss)	-40,201.
Description:	1,500.000 AMERICAN CAPITAL AGENCY CORP		
Date Acquired:	1/08/2009		
How Acquired:	Purchase		
Date Sold:	4/14/2009		
To Whom Sold:			
Gross Sales Price:	25,497.		
Cost or Other Basis:	31,640.		
Basis Method:	Cost		
		Gain (Loss)	-6,143.
Description:	3,000.000 HARTFORD FINL SVCS GROUP		
Date Acquired:	12/19/2008		
How Acquired:	Purchase		
Date Sold:	4/14/2009		
To Whom Sold:			
Gross Sales Price:	33,242.		
Cost or Other Basis:	52,067.		
Basis Method:	Cost		
		Gain (Loss)	-18,825.
Description:	385.000 JER INVS TRUST INC.		
Date Acquired:	6/20/2007		
How Acquired:	Purchase		
Date Sold:	4/14/2009		
To Whom Sold:			
Gross Sales Price:	107.		
Cost or Other Basis:	36,237.		
Basis Method:	Cost		
		Gain (Loss)	-36,130.
Description:	1,500.000 NEWCASTLE INVESTMENT CORP.		
Date Acquired:	7/26/2006		
How Acquired:	Purchase		
Date Sold:	4/14/2009		
To Whom Sold:			
Gross Sales Price:	1,161.		
Cost or Other Basis:	38,488.		
Basis Method:	Cost		
		Gain (Loss)	-37,327.

Statement 1 (continued)
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	1,500.000 LINN ENERGY LLC		
Date Acquired:	1/08/2009		
How Acquired:	Purchase		
Date Sold:	4/14/2009		
To Whom Sold:			
Gross Sales Price:	22,798.		
Cost or Other Basis:	23,408.		
Basis Method:	Cost		
		Gain (Loss)	-610.
Description:	1,000.000 BAYTEX ENERGY TRUST		
Date Acquired:	6/19/2008		
How Acquired:	Purchase		
Date Sold:	4/14/2009		
To Whom Sold:			
Gross Sales Price:	12,873.		
Cost or Other Basis:	32,334.		
Basis Method:	Cost		
		Gain (Loss)	-19,461.
Description:	1,000.000 ENERGY TRANSFER PARTNERS LP		
Date Acquired:	7/10/2006		
How Acquired:	Purchase		
Date Sold:	4/14/2009		
To Whom Sold:			
Gross Sales Price:	40,788.		
Cost or Other Basis:	33,358.		
Basis Method:	Cost		
		Gain (Loss)	7,430.
Description:	2,000.000 CRYSTAL RIVER CAP INC.		
Date Acquired:	3/23/2007		
How Acquired:	Purchase		
Date Sold:	4/14/2009		
To Whom Sold:			
Gross Sales Price:	2,632.		
Cost or Other Basis:	55,549.		
Basis Method:	Cost		
		Gain (Loss)	-52,917.
Description:	4,000.000 BREITBURN ENERGY PARTNERS LP		
Date Acquired:	4/14/2009		
How Acquired:	Purchase		
Date Sold:	5/04/2009		
To Whom Sold:			
Gross Sales Price:	28,992.		
Cost or Other Basis:	35,758.		
Basis Method:	Cost		
		Gain (Loss)	-6,766.

Statement 1 (continued)
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	1,500.000 WESTERN GAS PARTNERS		
Date Acquired:	1/08/2009		
How Acquired:	Purchase		
Date Sold:	5/04/2009		
To Whom Sold:			
Gross Sales Price:	22,963.		
Cost or Other Basis:	21,534.		
Basis Method:	Cost	Gain (Loss)	1,429.
Description:	1,000.000 MESA ROYALTY TRUST		
Date Acquired:	12/04/2007		
How Acquired:	Purchase		
Date Sold:	5/04/2009		
To Whom Sold:			
Gross Sales Price:	27,492.		
Cost or Other Basis:	47,987.		
Basis Method:	Cost	Gain (Loss)	-20,495.
Description:	1,000.000 HATTERAS FINL CORP.		
Date Acquired:	12/12/2008		
How Acquired:	Purchase		
Date Sold:	5/04/2009		
To Whom Sold:			
Gross Sales Price:	23,063.		
Cost or Other Basis:	23,436.		
Basis Method:	Cost	Gain (Loss)	-373.
Description:	2,000.000 GETTY REALTY CORP.		
Date Acquired:	4/14/2009		
How Acquired:	Purchase		
Date Sold:	5/04/2009		
To Whom Sold:			
Gross Sales Price:	37,675.		
Cost or Other Basis:	39,128.		
Basis Method:	Cost	Gain (Loss)	-1,453.
Description:	1,000.000 ENTERTAINMENT PPTYS TRUST		
Date Acquired:	10/15/2003		
How Acquired:	Purchase		
Date Sold:	5/04/2009		
To Whom Sold:			
Gross Sales Price:	23,130.		
Cost or Other Basis:	32,391.		
Basis Method:	Cost	Gain (Loss)	-9,261.

Statement 1 (continued)
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	1,000.000 NATURAL RESOURCE PARTNERS LP		
Date Acquired:	12/16/2008		
How Acquired:	Purchase		
Date Sold:	5/11/2009		
To Whom Sold:			
Gross Sales Price:	22,633.		
Cost or Other Basis:	18,300.		
Basis Method:	Cost	Gain (Loss)	4,333.
Description:	1,200.000 HOLLY ENERGY PARTNERS LP		
Date Acquired:	5/04/2009		
How Acquired:	Purchase		
Date Sold:	5/11/2009		
To Whom Sold:			
Gross Sales Price:	32,715.		
Cost or Other Basis:	35,891.		
Basis Method:	Cost	Gain (Loss)	-3,176.
Description:	2,000.000 PROSPECT CAP CORP.		
Date Acquired:	5/11/2009		
How Acquired:	Purchase		
Date Sold:	5/18/2009		
To Whom Sold:			
Gross Sales Price:	19,677.		
Cost or Other Basis:	20,716.		
Basis Method:	Cost	Gain (Loss)	-1,039.
Description:	3,000.000 EXTERRAN PARTNERS LP		
Date Acquired:	5/04/2009		
How Acquired:	Purchase		
Date Sold:	5/19/2009		
To Whom Sold:			
Gross Sales Price:	39,529.		
Cost or Other Basis:	42,654.		
Basis Method:	Cost	Gain (Loss)	-3,125.
Description:	3,000.000 PENN VA RESOURCE PARTNERS LP		
Date Acquired:	5/18/2009		
How Acquired:	Purchase		
Date Sold:	6/15/2009		
To Whom Sold:			
Gross Sales Price:	42,165.		
Cost or Other Basis:	41,703.		
Basis Method:	Cost	Gain (Loss)	462.

Statement 1 (continued)
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	2,000.000 BUCKEYE GP HOLDINGS LP		
Date Acquired:	5/04/2009		
How Acquired:	Purchase		
Date Sold:	6/19/2009		
To Whom Sold:			
Gross Sales Price:	37,406.		
Cost or Other Basis:	35,589.		
Basis Method:	Cost	Gain (Loss)	1,817.
Description:	2,000.000 EV ENERGY PARTNERS LP		
Date Acquired:	5/04/2009		
How Acquired:	Purchase		
Date Sold:	6/19/2009		
To Whom Sold:			
Gross Sales Price:	36,639.		
Cost or Other Basis:	37,924.		
Basis Method:	Cost	Gain (Loss)	-1,285.
Description:	1,000.000 ALLIANCE RESOURCE PARTNERS LP		
Date Acquired:	1/08/2009		
How Acquired:	Purchase		
Date Sold:	6/26/2009		
To Whom Sold:			
Gross Sales Price:	32,033.		
Cost or Other Basis:	29,793.		
Basis Method:	Cost	Gain (Loss)	2,240.
Description:	2,000.000 ENERGY TRANSFER EQUITY LP		
Date Acquired:	4/14/2009		
How Acquired:	Purchase		
Date Sold:	6/26/2009		
To Whom Sold:			
Gross Sales Price:	50,159.		
Cost or Other Basis:	46,100.		
Basis Method:	Cost	Gain (Loss)	4,059.
Description:	3,000.000 ANNALY CAPITAL MGMT INC.		
Date Acquired:	12/12/2008		
How Acquired:	Purchase		
Date Sold:	6/26/2009		
To Whom Sold:			
Gross Sales Price:	44,634.		
Cost or Other Basis:	42,339.		
Basis Method:	Cost	Gain (Loss)	2,295.

Statement 1 (continued)
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	3,000.000 GENESIS ENERGY LP		
Date Acquired:	4/14/2009		
How Acquired:	Purchase		
Date Sold:	6/29/2009		
To Whom Sold:			
Gross Sales Price:	36,733.		
Cost or Other Basis:	35,515.		
Basis Method:	Cost	Gain (Loss)	1,218.
Description:	2,000.000 AMERICAN CAPITAL AGENCY CORP		
Date Acquired:	6/25/2009		
How Acquired:	Purchase		
Date Sold:	7/06/2009		
To Whom Sold:			
Gross Sales Price:	43,763.		
Cost or Other Basis:	46,958.		
Basis Method:	Cost	Gain (Loss)	-3,195.
Description:	4,000.000 B&G FOODS HLDGS CORP.		
Date Acquired:	6/29/2009		
How Acquired:	Purchase		
Date Sold:	7/10/2009		
To Whom Sold:			
Gross Sales Price:	29,684.		
Cost or Other Basis:	34,390.		
Basis Method:	Cost	Gain (Loss)	-4,706.
Description:	1,000.000 PROCTER & GAMBLE CO.		
Date Acquired:	7/28/1992		
How Acquired:	Purchase		
Date Sold:	7/10/2009		
To Whom Sold:			
Gross Sales Price:	52,173.		
Cost or Other Basis:	23,596.		
Basis Method:	Cost	Gain (Loss)	28,577.
Description:	4,000.000 PDL BIOPHARMA INC.		
Date Acquired:	7/10/2009		
How Acquired:	Purchase		
Date Sold:	7/15/2009		
To Whom Sold:			
Gross Sales Price:	31,632.		
Cost or Other Basis:	31,324.		
Basis Method:	Cost	Gain (Loss)	308.

Statement 1 (continued)
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	4,000.000 PROSPECT CAP CORP.		
Date Acquired:	6/25/2009		
How Acquired:	Purchase		
Date Sold:	7/15/2009		
To Whom Sold:			
Gross Sales Price:	37,810.		
Cost or Other Basis:	39,144.		
Basis Method:	Cost		
		Gain (Loss)	-1,334.
Description:	3,000.000 LEGACY RESERVES LP		
Date Acquired:	6/26/2009		
How Acquired:	Purchase		
Date Sold:	7/15/2009		
To Whom Sold:			
Gross Sales Price:	37,581.		
Cost or Other Basis:	39,488.		
Basis Method:	Cost		
		Gain (Loss)	-1,907.
Description:	1,000.000 INERGY HLDGS LP		
Date Acquired:	5/04/2009		
How Acquired:	Purchase		
Date Sold:	7/15/2009		
To Whom Sold:			
Gross Sales Price:	41,236.		
Cost or Other Basis:	37,847.		
Basis Method:	Cost		
		Gain (Loss)	3,389.
Description:	2,500.000 LIFE PARTNERS HOLDINGS INC.		
Date Acquired:	7/15/2009		
How Acquired:	Purchase		
Date Sold:	7/27/2009		
To Whom Sold:			
Gross Sales Price:	46,216.		
Cost or Other Basis:	40,962.		
Basis Method:	Cost		
		Gain (Loss)	5,254.
Description:	2,000.000 SPECTRA ENERGY PARTNERS LP		
Date Acquired:	7/10/2009		
How Acquired:	Purchase		
Date Sold:	7/27/2009		
To Whom Sold:			
Gross Sales Price:	44,571.		
Cost or Other Basis:	44,018.		
Basis Method:	Cost		
		Gain (Loss)	553.

Statement 1 (continued)
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	1,000.000 ALLIANCE RESOURCE PARTNERS LP		
Date Acquired:	7/15/2009		
How Acquired:	Purchase		
Date Sold:	7/28/2009		
To Whom Sold:			
Gross Sales Price:	35,240.		
Cost or Other Basis:	34,906.		
Basis Method:	Cost		
		Gain (Loss)	334.
Description:	1,500.000 INTEGRYS ENERGY GROUP INC.		
Date Acquired:	6/19/2009		
How Acquired:	Purchase		
Date Sold:	8/03/2009		
To Whom Sold:			
Gross Sales Price:	50,574.		
Cost or Other Basis:	42,973.		
Basis Method:	Cost		
		Gain (Loss)	7,601.
Description:	3,000.000 CALUMET SPECIALTY PRODUCTS		
Date Acquired:	6/26/2009		
How Acquired:	Purchase		
Date Sold:	8/05/2009		
To Whom Sold:			
Gross Sales Price:	41,195.		
Cost or Other Basis:	45,094.		
Basis Method:	Cost		
		Gain (Loss)	-3,899.
Description:	2,000.000 ENERGY TRANSFER PARTNERS LP		
Date Acquired:	7/20/2009		
How Acquired:	Purchase		
Date Sold:	8/21/2009		
To Whom Sold:			
Gross Sales Price:	41,999.		
Cost or Other Basis:	42,513.		
Basis Method:	Cost		
		Gain (Loss)	-514.
Description:	2,000.000 INERGY LP		
Date Acquired:	7/20/2009		
How Acquired:	Purchase		
Date Sold:	8/21/2009		
To Whom Sold:			
Gross Sales Price:	55,373.		
Cost or Other Basis:	57,856.		
Basis Method:	Cost		
		Gain (Loss)	-2,483.

Statement 1 (continued)
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	2,000.000 NUSTAR GP HOLDINGS LLC		
Date Acquired:	7/20/2009		
How Acquired:	Purchase		
Date Sold:	8/21/2009		
To Whom Sold:			
Gross Sales Price:	48,308.		
Cost or Other Basis:	52,562.		
Basis Method:	Cost		
		Gain (Loss)	-4,254.
Description:	3,000.000 MARTIN MIDSTREAM PARTNERS LP		
Date Acquired:	7/06/2009		
How Acquired:	Purchase		
Date Sold:	8/26/2009		
To Whom Sold:			
Gross Sales Price:	71,301.		
Cost or Other Basis:	62,994.		
Basis Method:	Cost		
		Gain (Loss)	8,307.
Description:	4,000.000 REGENCY ENERGY PARTNERS LP		
Date Acquired:	7/06/2009		
How Acquired:	Purchase		
Date Sold:	8/26/2009		
To Whom Sold:			
Gross Sales Price:	64,039.		
Cost or Other Basis:	56,806.		
Basis Method:	Cost		
		Gain (Loss)	7,233.
Description:	2,000.000 BUCKEYE GP HOLDINGS LP		
Date Acquired:	8/21/2009		
How Acquired:	Purchase		
Date Sold:	8/31/2009		
To Whom Sold:			
Gross Sales Price:	43,287.		
Cost or Other Basis:	46,815.		
Basis Method:	Cost		
		Gain (Loss)	-3,528.
Description:	3,000.000 CONS COMMUNICATIONS HLDGS INC.		
Date Acquired:	8/21/2009		
How Acquired:	Purchase		
Date Sold:	8/31/2009		
To Whom Sold:			
Gross Sales Price:	41,574.		
Cost or Other Basis:	42,749.		
Basis Method:	Cost		
		Gain (Loss)	-1,175.

Statement 1 (continued)
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	1,500.000 ENTERPRISE GP HLDGS LP		
Date Acquired:	8/03/2009		
How Acquired:	Purchase		
Date Sold:	9/01/2009		
To Whom Sold:			
Gross Sales Price:	41,253.		
Cost or Other Basis:	42,513.		
Basis Method:	Cost		
		Gain (Loss)	-1,260.
Description:	4,000.000 COMPASS DIVERSIFIED HLDGS INC.		
Date Acquired:	8/21/2009		
How Acquired:	Purchase		
Date Sold:	9/08/2009		
To Whom Sold:			
Gross Sales Price:	38,666.		
Cost or Other Basis:	40,340.		
Basis Method:	Cost		
		Gain (Loss)	-1,674.
Description:	1,000.000 PROCTER & GAMBLE CO.		
Date Acquired:	7/28/1992		
How Acquired:	Purchase		
Date Sold:	9/08/2009		
To Whom Sold:			
Gross Sales Price:	53,243.		
Cost or Other Basis:	23,596.		
Basis Method:	Cost		
		Gain (Loss)	29,647.
Description:	3,000.000 PROSPECT CAP CORP.		
Date Acquired:	8/26/2009		
How Acquired:	Purchase		
Date Sold:	9/08/2009		
To Whom Sold:			
Gross Sales Price:	29,817.		
Cost or Other Basis:	30,959.		
Basis Method:	Cost		
		Gain (Loss)	-1,142.
Description:	2,000.000 AT&T INC.		
Date Acquired:	7/26/2006		
How Acquired:	Purchase		
Date Sold:	9/08/2009		
To Whom Sold:			
Gross Sales Price:	51,534.		
Cost or Other Basis:	58,508.		
Basis Method:	Cost		
		Gain (Loss)	-6,974.

Statement 1 (continued)
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	1,000.000 ENBRIDGE ENERGY PARTNERS LP		
Date Acquired:	7/27/2009		
How Acquired:	Purchase		
Date Sold:	9/10/2009		
To Whom Sold:			
Gross Sales Price:	43,487.		
Cost or Other Basis:	45,463.		
Basis Method:	Cost		
		Gain (Loss)	-1,976.
Description:	1,500.000 FERRELLGAS PARTNERS LP		
Date Acquired:	8/26/2009		
How Acquired:	Purchase		
Date Sold:	9/11/2009		
To Whom Sold:			
Gross Sales Price:	29,861.		
Cost or Other Basis:	30,157.		
Basis Method:	Cost		
		Gain (Loss)	-296.
Description:	1,500.000 TRANSMONTAIGNE PARTNERS LP		
Date Acquired:	8/20/2009		
How Acquired:	Purchase		
Date Sold:	9/14/2009		
To Whom Sold:			
Gross Sales Price:	40,944.		
Cost or Other Basis:	41,946.		
Basis Method:	Cost		
		Gain (Loss)	-1,002.
Description:	3,000.000 CONS COMMUNICATIONS HLDGS INC.		
Date Acquired:	8/21/2009		
How Acquired:	Purchase		
Date Sold:	9/15/2009		
To Whom Sold:			
Gross Sales Price:	44,608.		
Cost or Other Basis:	43,138.		
Basis Method:	Cost		
		Gain (Loss)	1,470.
Description:	2,000.000 DUNCAN ENERGY PARTNERS LP		
Date Acquired:	7/10/2009		
How Acquired:	Purchase		
Date Sold:	9/22/2009		
To Whom Sold:			
Gross Sales Price:	38,691.		
Cost or Other Basis:	33,508.		
Basis Method:	Cost		
		Gain (Loss)	5,183.

Statement 1 (continued)
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	1,000.000 TEPPCO PARTNERS LP		
Date Acquired:	8/26/2009		
How Acquired:	Purchase		
Date Sold:	9/22/2009		
To Whom Sold:			
Gross Sales Price:	34,168.		
Cost or Other Basis:	34,803.		
Basis Method:	Cost		
		Gain (Loss)	-635.
Description:	1,500.000 ALLIANCE RESOURCE PARTNERS LP		
Date Acquired:	9/15/2009		
How Acquired:	Purchase		
Date Sold:	9/21/2009		
To Whom Sold:			
Gross Sales Price:	53,996.		
Cost or Other Basis:	52,953.		
Basis Method:	Cost		
		Gain (Loss)	1,043.
Description:	2,000.000 NATURAL RESOURCE PARTNERS LP		
Date Acquired:	9/22/2009		
How Acquired:	Purchase		
Date Sold:	9/25/2009		
To Whom Sold:			
Gross Sales Price:	40,251.		
Cost or Other Basis:	43,688.		
Basis Method:	Cost		
		Gain (Loss)	-3,437.
Description:	4,000.000 BROADPOINT GLEACHER SEC GRP		
Date Acquired:	9/09/2009		
How Acquired:	Purchase		
Date Sold:	9/25/2009		
To Whom Sold:			
Gross Sales Price:	31,668.		
Cost or Other Basis:	34,401.		
Basis Method:	Cost		
		Gain (Loss)	-2,733.
Description:	500.000 RESEARCH IN MOTION		
Date Acquired:	9/08/2009		
How Acquired:	Purchase		
Date Sold:	9/25/2009		
To Whom Sold:			
Gross Sales Price:	34,487.		
Cost or Other Basis:	39,226.		
Basis Method:	Cost		
		Gain (Loss)	-4,739.

Statement 1 (continued)
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	1,000.000 STEC INC.		
Date Acquired:	8/31/2009		
How Acquired:	Purchase		
Date Sold:	9/25/2009		
To Whom Sold:			
Gross Sales Price:	29,733.		
Cost or Other Basis:	39,846.		
Basis Method:	Cost		
		Gain (Loss)	-10,113.
Description:	500.000 SCHWEITZER-MAUDUIT INTL INC.		
Date Acquired:	9/21/2009		
How Acquired:	Purchase		
Date Sold:	9/25/2009		
To Whom Sold:			
Gross Sales Price:	25,364.		
Cost or Other Basis:	26,733.		
Basis Method:	Cost		
		Gain (Loss)	-1,369.
Description:	1,500.000 NEUTRAL TANDEM INC.		
Date Acquired:	9/01/2009		
How Acquired:	Purchase		
Date Sold:	9/25/2009		
To Whom Sold:			
Gross Sales Price:	34,044.		
Cost or Other Basis:	37,883.		
Basis Method:	Cost		
		Gain (Loss)	-3,839.
Description:	1,500.000 LINN ENERGY LLC		
Date Acquired:	9/11/2009		
How Acquired:	Purchase		
Date Sold:	9/28/2009		
To Whom Sold:			
Gross Sales Price:	34,332.		
Cost or Other Basis:	34,146.		
Basis Method:	Cost		
		Gain (Loss)	186.
Description:	3,000.000 GENESIS ENERGY LP		
Date Acquired:	7/27/2009		
How Acquired:	Purchase		
Date Sold:	10/01/2009		
To Whom Sold:			
Gross Sales Price:	47,092.		
Cost or Other Basis:	46,090.		
Basis Method:	Cost		
		Gain (Loss)	1,002.

Statement 1 (continued)
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	4,000.000 LEGACY RESERVES LP		
Date Acquired:	8/03/2009		
How Acquired:	Purchase		
Date Sold:	10/05/2009		
To Whom Sold:			
Gross Sales Price:	64,110.		
Cost or Other Basis:	52,650.		
Basis Method:	Cost		
		Gain (Loss)	11,460.
Description:	2,500.000 ANNALY CAPIPTAL MGMT INC.		
Date Acquired:	9/22/2009		
How Acquired:	Purchase		
Date Sold:	10/07/2009		
To Whom Sold:			
Gross Sales Price:	44,145.		
Cost or Other Basis:	48,655.		
Basis Method:	Cost		
		Gain (Loss)	-4,510.
Description:	1,000.000 HATTERAS FINL CORP.		
Date Acquired:	9/25/2009		
How Acquired:	Purchase		
Date Sold:	10/08/2009		
To Whom Sold:			
Gross Sales Price:	28,622.		
Cost or Other Basis:	32,637.		
Basis Method:	Cost		
		Gain (Loss)	-4,015.
Description:	3,000.000 PROSPECT CAP CORP.		
Date Acquired:	10/01/2009		
How Acquired:	Purchase		
Date Sold:	10/13/2009		
To Whom Sold:			
Gross Sales Price:	30,625.		
Cost or Other Basis:	32,515.		
Basis Method:	Cost		
		Gain (Loss)	-1,890.
Description:	1,500.000 E- HOUSE CHINA HOLDINGS LIMITED		
Date Acquired:	10/01/2009		
How Acquired:	Purchase		
Date Sold:	10/13/2009		
To Whom Sold:			
Gross Sales Price:	33,540.		
Cost or Other Basis:	33,176.		
Basis Method:	Cost		
		Gain (Loss)	364.

Statement 1 (continued)
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	1,000.000 BUCKLE INC.		
Date Acquired:	9/28/2009		
How Acquired:	Purchase		
Date Sold:	10/15/2009		
To Whom Sold:			
Gross Sales Price:	32,035.		
Cost or Other Basis:	34,075.		
Basis Method:	Cost		
		Gain (Loss)	-2,040.
Description:	3,000.000 CAPSTEAD MTG CORP.		
Date Acquired:	5/11/2009		
How Acquired:	Purchase		
Date Sold:	10/15/2009		
To Whom Sold:			
Gross Sales Price:	41,127.		
Cost or Other Basis:	36,379.		
Basis Method:	Cost		
		Gain (Loss)	4,748.
Description:	1,500.000 REGENCY ENERGY PARTNERS LP		
Date Acquired:	7/06/2009		
How Acquired:	Purchase		
Date Sold:	10/19/2009		
To Whom Sold:			
Gross Sales Price:	29,656.		
Cost or Other Basis:	21,302.		
Basis Method:	Cost		
		Gain (Loss)	8,354.
Description:	2,500.000 EXTERRAN PARTNERS LP		
Date Acquired:	9/14/2009		
How Acquired:	Purchase		
Date Sold:	10/19/2009		
To Whom Sold:			
Gross Sales Price:	46,871.		
Cost or Other Basis:	43,683.		
Basis Method:	Cost		
		Gain (Loss)	3,188.
Description:	1,000.000 ENERGY TRANSFER EQUITY LP		
Date Acquired:	10/07/2009		
How Acquired:	Purchase		
Date Sold:	10/21/2009		
To Whom Sold:			
Gross Sales Price:	30,444.		
Cost or Other Basis:	28,655.		
Basis Method:	Cost		
		Gain (Loss)	1,789.

Statement 1 (continued)
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	2,500.000 BREITBURN ENERGY PARTNERS LP		
Date Acquired:	10/07/2009		
How Acquired:	Purchase		
Date Sold:	10/26/2009		
To Whom Sold:			
Gross Sales Price:	30,741.		
Cost or Other Basis:	32,133.		
Basis Method:	Cost		
		Gain (Loss)	-1,392.
		Total	<u>\$ -333,992.</u>

Statement 2
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
PARTNERSHIP INCOME.....	\$ -7,712.		
PARTNERSHIP INCOME-GAINS.....	27,706.		
ROYALTY INCOME.....	2,885.		
Total	<u>\$ 22,879.</u>	<u>\$ 0.</u>	<u>0.</u>

Statement 3
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
WOLF, HOLLAND AND SOLOVY, LLP.	\$ 3,250.	\$ 1,000.		\$ 2,250.
Total	<u>\$ 3,250.</u>	<u>\$ 1,000.</u>	<u>\$ 0.</u>	<u>\$ 2,250.</u>

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FOREIGN	\$ 748.			
STATE	115.			
Total	<u>\$ 863.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
DEPELTION	\$ 17,801.			
FILING FEES	10.			
ROYALTY EXPENSES	58.			
SUBSCRIPTIONS	1,955.			
Total	\$ 19,824.	\$ 0.	\$ 0.	\$ 0.

Statement 6
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
1500 SHS ARCSIGHT INC.	Cost	\$ 35,284.	\$ 37,080.
1000 SHS CATALYST HEALTH SOLUTIONS INC	Cost	30,466.	31,370.
1200 SHS COGNIZANT TECH SOLUTIONS CORP	Cost	42,697.	46,380.
1000 SHS COINSTAR INC	Cost	32,381.	31,740.
1000 SHS EBIX INC	Cost	48,531.	61,600.
2000 SHS EVERCORE PARTNERS INC	Cost	43,619.	48,960.
1000 SHS MERCADOLIBRE INC	Cost	33,893.	35,790.
1500 SHS RACKSPACE HOSTING INC	Cost	28,415.	25,125.
500 SHS SXC HEALTH SOLUTIONS CORP	Cost	25,738.	22,840.
3000 SHS WARNER CHILCOTT PLC	Cost	61,319.	66,450.
6164.358 SHS FIDELITY EMERGING MARKETS	Cost	100,459.	127,479.
Total		\$ 482,802.	\$ 534,814.

Statement 7
Form 990-PF, Part II, Line 13
Investments - Other

Other Publicly Traded Securities	Valuation Method	Book Value	Fair Market Value
1000 SHS ALLIANCE RESOURCE PARTNERS LP	Cost	\$ 36,005.	\$ 37,460.
2000 SHS CALUMET SPECIALITY PRODUCTS PRT	Cost	31,993.	31,840.
2000 SHS COPANO ENERGY PARTNERS LP	Cost	35,248.	34,160.
3000 SHS DCP MIDSTREAM PARTNERS LP	Cost	43,164.	77,370.
1500 SHS DUNCAN ENERGY PARTNERS LP	Cost	30,490.	31,065.
2000 SHS EV ENERGY PARTNERS LP	Cost	42,304.	50,160.
1200 SHS ENTERPRISE GP HOLDINGS LP	Cost	37,284.	39,060.
2000 SHS GENESIS ENERGY LP	Cost	35,987.	32,400.
4500 SHS GLOBAL PARTNERS LP	Cost	79,699.	111,150.
1000 SHS HOLLY ENERGY PARTNERS LP	Cost	40,808.	38,300.
2000 SHS LEGACY RESERVES LP	Cost	33,788.	32,240.
3000 SHS MARKWEST ENERGY PARTNERS LP	Cost	39,758.	72,030.
1500 SHS NATURAL RESOURCE PARTNERS LP	Cost	34,650.	32,835.
2000 SHS PENN VA RESOURCE PARTNERS LP	Cost	33,708.	36,720.
2000 SHS QUICKSILVER GAS SVCS LP	Cost	38,990.	36,280.

Statement 7 (continued)
Form 990-PF, Part II, Line 13
Investments - Other

	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
<u>Other Publicly Traded Securities</u>			
4000 SHS TARGA RESOURCE PARTNERS LP	Cost	\$ 61,824.	\$ 79,240.
2000 SHS VANGUARD NAT RESOUC E LLC	Cost	35,939.	35,760.
3000 SHS WHITING USA TR 1	Cost	39,134.	51,570.
2000 SHS WILLIAMS PARTNERS LP	Cost	49,931.	51,000.
CURRENT YEAR PARTNERSHIP ACTIVITY	Cost	42,566.	0.
Total		<u>\$ 823,270.</u>	<u>\$ 910,640.</u>

Statement 8
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

<u>Category</u>	<u>Basis</u>	<u>Accum. Deprec.</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Machinery and Equipment	\$ 1,051.	\$ 1,051.	\$ 0.	\$ 0.
Total	<u>\$ 1,051.</u>	<u>\$ 1,051.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 9
Form 990-PF, Part II, Line 22
Other Liabilities

MARGIN LOAN	\$ 711,555.
Total	<u>\$ 711,555.</u>

Statement 10
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
AVON WALK FOR BREAST CANCER 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	NONE	PUBLIC	CHARITABLE	\$ 100.
BOYS AND GIRLS CLUB OF TUCSON P.O. BOX 40217 TUCSON, AZ 85717	NONE	PUBLIC	CHARITABLE	300.

Statement 10 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
ARIZONA PUBLIC RADIO P.O. BOX 21067 TUCSON, AZ 85721	NONE	PUBLIC	CHARITABLE	\$ 100.
GIFT OF HOPE 660 N. INDUSTRIAL DRIVE ELMHURST, IL 60126	NONE	PUBLIC	CHARITABLE	250.
ARIZONA SONORA DESERT MUSEUM 2021 N. KINNEY ROAD TUCSON, AZ 85743	NONE	PUBLIC	CHARITABLE	150.
THE UNIVERSITY OF ARIZONA 1020 E. UNIVERSITY BLVD TUCSON, AZ 85721	NONE	PUBLIC	CHARITABLE	2,500.
SIMON YOUTH FOUNDATION 4200 PORTSMOUTH BOULEVARD CHESAPEAKE, VA 23321	NONE	PUBLIC	CHARITABLE	2,500.
COLUMBIA COLLEGE 600 SOUTH MICHIGAN AVENUE CHICAGO, IL 60605	NONE	PUBLIC	CHARITABLE	14,100.
ARIZONA THEATRE COMPANY 343 S. SCOTT TUCSON, AZ 85701	NONE	PUBLIC	CHARITABLE	622.
DRIVE FOR CURE 3751 PEBBLE BEACH NORTHBROOK, IL 60062	NONE	PUBLIC	CHARITABLE	150.
UNIV OF MICHIGAN CANCER CENTER 301 E. LIBERTY, STE 400 ANN ARBOR, MI 48104	NONE	PUBLIC	CHARITABLE	1,500.
THE MANOR 115 EAST STREET, P.O. BOX 98 JONESVILLE, MI 49250	NONE	PUBLIC	CHARITABLE	500.
THE HILLSDALE ARTS CHORALE P.O. BOX 215 JONESVILLE, MI 49250	NONE	PUBLIC	CHARITABLE	500.
HOSPICE OF HILLSDALE COUNTY 124 S. HOWELL STREET HILLSDALE, MI 49242	NONE	PUBLIC	CHARITABLE	300.

Statement 10 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
GREATER HILLSDALE HUMANE SOC. P.O. BOX 307 HILLSDALE, MI 49242	NONE	PUBLIC	CHARITABLE	\$ 100.
FIRST PRESBYTERIAN CHURCH 31 NORTH STREET HILLSDALE, MI 49242	NONE	PUBLIC	CHARITABLE	500.
SIENA HEIGHTS UNIVERSITY 1247 E. SIENA HEIGHTS DRIVE ADRIAN, MI 49221	NONE	PUBLIC	CHARITABLE	1,000.
DOMESTIC HARMONY P.O. BOX 231 HILLSDALE, MI 49242	NONE	PUBLIC	CHARITABLE	150.
ST JUDE CHILDRENS HOSPITAL P.O. BOX 50 MEMPHIS, TN 38101	NONE	PUBLIC	CHARITABLE	100.
COVENANT HOUSE 346 WEST 17TH STREET NEW YORK, NY 10011	NONE	PUBLIC	CHARITABLE	100.
TEMPLE BETH ISRAEL 3601 W. DEMPSTER SKOKIE, IL 60076	NONE	PUBLIC	CHARITABLE	100.
DISABLED AMERICAN VETERANS P.O. BOX 14301 CINCINNATI, OH 45250	NONE	PUBLIC	CHARITABLE	100.
FEED THE CHILDREN P.O. BOX 36 OKLAHOMA CITY, OK 73101	NONE	PUBLIC	CHARITABLE	100.
VILLAGE PRESBYTERIAN CHURCH 1300 SHERMER ROAD NORTHBROOK, IL 60062	NONE	PUBLIC	CHARITABLE	2,820.
ALZHEIMER'S ASSOCIATION 8430 W. BRYN MAWR CHICAGO, IL 60631	NONE	PUBLIC	CHARITABLE	100.
CHICAGO BOTANIC GARDEN 1000 LAKE COOK ROAD GLENCOE, IL 60022	NONE	PUBLIC	CHARITABLE	130.
TUCSON SYMPHONY ORCHESTRA 2175 N. SIXTH AVENUE TUCSON, AZ 85705	NONE	PUBLIC	CHARITABLE	400.

2008

Federal Statements
ARTHUR W. HILL FOUNDATION
c/o ROBERT W. GILLET

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Statement 10 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
DORYCE L. MAHER SCHOLARSHIP HILLSDALE COLLEGE HILLSDALE, MI 49242	NONE	PUBLIC	CHARITABLE	\$ 5,000.
ARTHUR W. HILL SCHOLARSHIP HILLSDALE COLLEGE HILLSDALE, MI 49242	NONE	PUBLIC	CHARITABLE	2,000.
BESS HAGAMAN TEFFT SCHOLARSHIP HILLSDALE COLLEGE HILLSDALE, MI 49242	NONE	PUBLIC	CHARITABLE	3,000.
CHILD ABUSE PREVENTION AND AWARENESS 20 CARE DRIVE HILLSDALE, MI 49242	NONE	PUBLIC	CHARITABLE	200.
EBEID HOSPICE 383 W. DUSSELL DRIVE MAUMEE, OH 43537	NONE	PUBLIC	CHARITABLE	100.
ADRIAN COLLEGE 110 S. MADISON ADRIAN, MI 49221	NONE	PUBLIC	CHARITABLE	250.
SPECIAL GIFTS THEATRE P.O. BOX 2231 NORTHBROOK, IL 60062	NONE	PUBLIC	CHARITABLE	200.
Total				\$ <u>40,022.</u>

ARTHUR W. HILL FOUNDATION
SUPPLEMENT TO PARTNERSHIP GAIN/LOSS
10/31/2009

PAGE 24

<u>PARTNERSHIP</u>	<u>BASIS ADJUSTMENT</u>	<u>ORDINARY GAIN</u>	<u>CAPITAL GAIN</u>
ALLIANCE BERNSTEIN HOLDING L.P.	(16,194.00)	0.00	16,194.00
ALLIANCE RESOURCE PARTNERS, L.P.	(1,734.00)	28.00	1,706.00
BUCKEYE GP HOLDINGS, L.P.	(983.00)	240.00	743.00
BREITBURN ENERGY PARTNERS, L.P.	(117.00)	982.00	(865.00)
CALUMET SPECIALTY PRODUCTS PARTNERS, L.P.	(1,596.00)	1,751.00	(155.00)
COMPASS DIVERSIFIED HOLDINGS	(98.00)	0.00	98.00
DUNCAN ENERGY PARTNERS, L.P.	(1,216.00)	829.00	387.00
ENBRIDGE ENERGY PARTNERS, L.P.	(1,728.00)	1,229.00	499.00
ENERGY TRANSFER EQUITY, L.P.	(1,708.00)	1,243.00	465.00
ENERGY TRANSFER PARTNERS, L.P.	(10,326.00)	6,074.00	4,252.00
ENTERPRISE GP HOLDINGS L.P.	(806.00)	1,061.00	(255.00)
EV ENERGY PARTNERS, L.P.	(1,029.00)		1,029.00
EXTERRAN PARTNERS, L.P.	(2,141.00)	1,413.00	728.00
GENESIS ENERGY, L.P.	(594.00)	848.00	(254.00)
INERGY, L.P.	(1,995.00)	1,142.00	853.00
INERGY HOLDINGS, L.P.	(606.00)	372.00	234.00
LEGACY RESERVES LP	280.00	1,583.00	(1,863.00)
MARTIN MIDSTEAM PARTNERS, L.P.	(3,974.00)	3,647.00	327.00
NATURAL RESOURCE PARTNERS, L.P.	(968.00)	88.00	880.00
NUSTAR GP HOLDINGS, LLC	(1,154.00)	586.00	568.00
PENN VIRGINIA RESOURCE PARTNERS, L.P.	(220.00)	350.00	(130.00)
REGENCY ENERGY PARTNERS, L.P.	(2,795.00)	1,434.00	1,361.00
TRANSMONTAIGNE PARTNERS L.P.	(895.00)	1,444.00	(549.00)
WESTERN GAS PARTNERS, LP	(1,373.00)	1,362.00	11.00
TOTAL	(37,776.00)	27,706.00	10,070.00

TO PART 1 TO STMT I
LINE 11

Form **8868**

(Rev April 2009)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension — check this box and complete Part I only ☐*All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns.***Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization		Employer Identification number
	ARTHUR W. HILL FOUNDATION c/o ROBERT W. GILLETT		36-6050191
	Number, street, and room or suite number. If a P.O. box, see instructions		
	1133 WILLOW LANE		
City, town or post office, state, and ZIP code For a foreign address, see instructions.			
NORTHBROOK, IL 60062			

Check type of return to be filed (file a separate application for each return):

<input type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T (corporation)	<input type="checkbox"/> Form 4720
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (section 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870

- The books are in the care of ► ROBERT W. GILLETT

Telephone No. ► 847 498-3309 FAX No. ► _____

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box. ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 6/15, 20 10, to file the exempt organization return for the organization named above.
The extension is for the organization's return for:

- ☐ calendar year 20__ or
- ☒ tax year beginning 11/01, 20 08, and ending 10/31, 20 09.

2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a \$	753.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b \$	753.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c \$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.**BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.**Form **8868** (Rev. 4-2009)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print	Name of Exempt Organization	Employer identification number
	ARTHUR W. HILL FOUNDATION c/o ROBERT W. GILLETT	36-6050191
	Number, street, and room or suite number. If a P.O. box, see instructions	For IRS use only
File by the extended due date for filing the return. See instructions.	WOLF HOLLAND & SOLOVY, LLP 26-0728130	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	NORTHBROOK, IL 60062	

Check type of return to be filed (File a separate application for each return):

<input type="checkbox"/> Form 990	<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (section 401(a) or 408(a) trust)	<input type="checkbox"/> Form 4720	<input type="checkbox"/> Form 8870
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in care of. ▶ ROBERT W. GILLETT
Telephone No. ▶ 847 498-3309 FAX No. ▶ _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until 9/15, 20 10.
- 5 For calendar year _____, or other tax year beginning 11/01, 20 08, and ending 10/31, 20 09.
- 6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension. Taxpayer respectfully requests additional time to gather information necessary to file a complete and accurate tax return.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	327.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	753.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instrs.	8c \$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶

Title ▶

Date ▶