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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn 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 DEC 1, 2008, and ending NOV 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
THE KOHL FOUNDATION (FKA THE NICOLE F. & ATLEE M. KOHL FOUNDATION)

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
4400 STATE HIGHWAY 360

City or town, state, and ZIP code
GRAPEVINE, TX 76051

A Employer identification number
36-3214720

B Telephone number
817-756-6991

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, col. (c), line 16)
\$ **21724701.**

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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	154605.		N/A	
2	Check <input type="checkbox"/> If the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	188216.	188216.		Statement 2
4	Dividends and interest from securities	976070.	976070.		Statement 3
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-1231486.			Statement 1
b	Gross sales price for all assets on line 6a	2898326.			
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	87405.	1164286.		
13	Compensation of officers, directors, trustees, etc.	204692.	10466.		194226
14	Other employee salaries and wages	114290.	14989.		99301
15	Pension plans, employee benefits	69929.	5580.		64349.
16a	Legal fees Stmt 4	3635.	290.		3345.
b	Accounting fees Stmt 5	9215.	735.		8480.
c	Other professional fees Stmt 6	64307.	64307.		0.
17	Interest				
18	Taxes Stmt 7	89423.	43237.		0.
19	Depreciation and depletion	3089.	0.		
20	Occupancy				
21	Travel, conferences, and meetings	2215.	177.		2038.
22	Printing and publications	4429.	353.		4076.
23	Other expenses Stmt 8	17704.	1412.		16292.
24	Total operating and administrative expenses. Add lines 13 through 23	582928.	141546.		392107.
25	Contributions, gifts, grants paid	807253.			807253.
26	Total expenses and disbursements. Add lines 24 and 25	1390181.	141546.		1199360.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-1302776.			
b	Net investment income (if negative, enter -0-)		1022740.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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

Form 990-PF (2008)

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**THE KOHL FOUNDATION (FKA THE NICOLE F. &
ATLEE M. KOHL FOUNDATION)**

36-3214720

Page 2

Part II: Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1 Cash - non-interest-bearing		28714.	21196.	21196.		
	2 Savings and temporary cash investments		249779.	1479880.	1479880.		
	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 11	19845865.	17449657.	17235471.			
	c Investments - corporate bonds Stmt 12	3100459.	3009410.	2979437.			
Assets	11 Investments - land, buildings, and equipment basis						
	Less: accumulated depreciation						
	12 Investments - mortgage loans						
	13 Investments - other						
	14 Land, buildings, and equipment basis 25369.						
	Less: accumulated depreciation Stmt 13 16652.	11806.	8717.	8717.			
	15 Other assets (describe)						
	16 Total assets (to be completed by all filers)	23236623.	21968860.	21724701.			
	Liabilities	17 Accounts payable and accrued expenses	7812.	8167.			
		18 Grants payable					
19 Deferred revenue							
20 Loans from officers, directors, trustees, and other disqualified persons							
21 Mortgages and other notes payable							
22 Other liabilities (describe)							
23 Total liabilities (add lines 17 through 22)		7812.	8167.				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>						
	24 Unrestricted						
	25 Temporarily restricted						
	26 Permanently restricted						
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>						
	27 Capital stock, trust principal, or current funds	426856.	426856.				
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.				
29 Retained earnings, accumulated income, endowment, or other funds	22801955.	21533837.					
30 Total net assets or fund balances	23228811.	21960693.					
31 Total liabilities and net assets/fund balances	23236623.	21968860.					

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	23228811.
2 Enter amount from Part I, line 27a	2	-1302776.
3 Other increases not included in line 2 (itemize) See Statement 10	3	34658.
4 Add lines 1, 2, and 3	4	21960693.
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	21960693.

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 2898326.		4129812.	-1231486.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(l) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (l) over col. (j), if any	
a			
b			
c			
d			
e			-1231486.

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	-1231486.
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	1223901.	23538407.	.051996
2006	969892.	20176560.	.048070
2005	2175742.	17029238.	.127765
2004	260445.	5911967.	.044054
2003	386099.	8040948.	.048017

2 Total of line 1, column (d)	2	.319902
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	.063980
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	18049390.
5 Multiply line 4 by line 3	5	1154800.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10227.
7 Add lines 5 and 6	7	1165027.
8 Enter qualifying distributions from Part XII, line 4	8	1199360.

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.

**THE KOHL FOUNDATION (FKA THE NICOLE F. &
ATLEE M. KOHL FOUNDATION)**

36-3214720

Page 4

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	10227.
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	10227.
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	10227.
6 Credits/Payments:			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	20662.	
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	20662.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	10435.	
11 Enter the amount of line 10 to be: Credited to 2009 estimated tax <input checked="" type="checkbox"/> 10435. Refunded <input type="checkbox"/> 0.	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
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 checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" 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 checked="" 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.	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?	4b	X
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) <input checked="" type="checkbox"/> TX, 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	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

Form 990-PF (2008)

**THE KOHL FOUNDATION (FKA THE NICOLE F. &
ATLEE M. KOHL FOUNDATION)**

36-3214720

Page 5

Part VII-A Statements Regarding Activities (continued)

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

Website address ► **N/A**

14 The books are in care of ► **WOODLAND INVESTMENT CO.** Telephone no. ► **817-756-6991**
 Located at ► **4400 STATE HIGHWAY 360, GRAPEVINE, TX** ZIP+4 ► **76051**

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

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fall 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 <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? N/A	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ► N/A	2b	
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		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. N/A		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b	X

Form 990-PF (2008)

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(a))? ☐ 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

6b

X

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

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 14		204642	8590.	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				

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

0

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 PAID MORE THAN \$50,000		

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.

1	N/A	
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.

1	N/A	
2		
3	All other program-related investments. See instructions.	
Total. Add lines 1 through 3		0

Form 990-PF (2008)

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	14589114.
b	Average of monthly cash balances	1b	876077.
c	Fair market value of all other assets	1c	2859063.
d	Total (add lines 1a, b, and c)	1d	18324254.
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	18324254.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	274864.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	18049390.
6	Minimum investment return. Enter 5% of line 5	6	902470.

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	902470.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	10227.
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	1689.
c	Add lines 2a and 2b	2c	11916.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	890554.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	890554.
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	890554.

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	1199360.
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	1199360.
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	10227.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1189133.

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				890554.
2 Undistributed income, if any, as of the end of 2007:				
a Enter amount for 2007 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003				
b From 2004				
c From 2005	1313513.			
d From 2006	33982.			
e From 2007	74332.			
f Total of lines 3a through e	1421827.			
4 Qualifying distributions for 2008 from Part XII, line 4: ► \$	1199360.			
a Applied to 2007, but not more than line 2a			0.	
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				890554.
e Remaining amount distributed out of corpus	308806.			
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	1730633.			
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				0.
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	1730633.			
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005	1313513.			
c Excess from 2006	33982.			
d Excess from 2007	74332.			
e Excess from 2008	308806.			

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)

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

Tax year	Prior 3 years			(e) Total	
(a) 2008	(b) 2007	(c) 2006	(d) 2005		
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:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

**THE KOHL FOUNDATION (FKA THE NICOLE F. &
ATLEE M. KOHL FOUNDATION)**

36-3214720 Page 11

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 ATTACHED LIST	NONE	501(C)(3)	GENERAL	807253.
Total				807253.
b Approved for future payment None				
Total				0

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, and 990-PF.

OMB No. 1545-0047

2008

Name of the organization

THE KOHL FOUNDATION (FKA THE NICOLE F. &
ATLEE M. KOHL FOUNDATION)

Employer identification number

36-3214720

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**. (Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.)

General Rule

- ☒ For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.) ▶ \$ _____

Caution. Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they must answer "No" on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990. These instructions will be issued separately.

Schedule B (Form 990, 990-EZ, or 990-PF) (2008)

Name of organization THE KOHL FOUNDATION (FKA THE NICOLE F. & ATLEE M. KOHL FOUNDATION)	Employer identification number 36-3214720
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Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ATLEE AND NICOLE KOHL 4400 STATE HIGHWAY 360 GRAPEVINE, TX, 76051	\$ 80000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	CLAYTON AND BARBARA KOHL 4400 STATE HIGHWAY 360 GRAPEVINE, TX, 76051	\$ 5153.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	ESTATE OF CAROL FULLINWIDER 4400 STATE HIGHWAY 360 GRAPEVINE, TX, 76051	\$ 69452.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

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 summary attached	P	Various	Various
b Settlement fund from Royal Dutch/Shell Transport	P	Various	Various
c Arrow Finl Corp - cash in lieu	P	Various	09/25/09
d Chesapeake Utilities - cash in lieu	P	Various	10/30/09
e Companhia Ener De Minas Gerais - cash in lieu	P	Various	Various
f HSBC Holdings - cash in lieu	P	Various	04/08/09
g Itau Unibanco Banco Multiplo - cash in lieu	P	Various	04/03/09
h Itau Unibanco Banco Multiplo - cash in lieu	P	Various	09/08/09
i Zenith Nat Insurance Corp - cash in lieu	P	Various	11/27/09
j Reinet Investments SCA - cash in lieu	P	Various	Various
k Rights on Singapore Food Industries	P	Various	Various
l Rights on Capitamall Trust	P	Various	Various
m Rights on Singamas Cont	P	Various	Various
n Rights on Marshalls	P	Various	Various
o Rights on CSM NV	P	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 2886190.		4105636.	-1219446.
b 50.			50.
c 8.			8.
d 22.			22.
e 3.			3.
f 3.			3.
g 9.			9.
h 2.			2.
i 7.			7.
j 2.			2.
k		2760.	-2760.
l 6520.			6520.
m		9448.	-9448.
n 920.			920.
o 9.			9.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-1219446.
b			50.
c			8.
d			22.
e			3.
f			3.
g			9.
h			2.
i			7.
j			2.
k			-2760.
l			6520.
m			-9448.
n			920.
o			9.

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 Rights on Beffimo		P	Various	Various
b Rights on Cambell Bros		P	Various	Various
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
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		11968.	-11968.
b 4581.			4581.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-11968.
b			4581.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
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	-1231486.
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

REPORT
Form 990-PF Page 1

990-066

[illegible]

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

Form 990-PF

Gain or (Loss) from Sale of Assets

Statement 1

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
summary attached					
	2886190.	4105636.	0.	0.	-1219446.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Settlement fund from Royal Dutch/Shell Transport					
	50.	0.	0.	0.	50.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Arrow Finl Corp - cash in lieu					
	8.	0.	0.	0.	8.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired	Date Acquired	Date Sold
Cheseapeake Utilities - cash in lieu	22.	0.	0.	Purchased	Various	10/30/09
				(e) Deprec.	(f) Gain or Loss	
						22.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired	Date Acquired	Date Sold
Companhia Ener De Minas Gerais - cash in lieu	3.	0.	0.	Purchased	Various	Various
				(e) Deprec.	(f) Gain or Loss	
						3.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired	Date Acquired	Date Sold
HSBC Holdings - cash in lieu	3.	0.	0.	Purchased	Various	04/08/09
				(e) Deprec.	(f) Gain or Loss	
						3.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired	Date Acquired	Date Sold
Itau Unibanco Banco Multiplo - cash in lieu	9.	0.	0.	Purchased	Various	04/03/09
				(e) Deprec.	(f) Gain or Loss	
						9.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
Itau Unibanco Banco Multiplo - cash in lieu	Purchased	Various	09/08/09	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
2.	0.	0.	0.	2.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
Zenith Nat Insurance Corp - cash in lieu	Purchased	Various	11/27/09

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
7.	0.	0.	0.	7.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
Reinet Investments SCA - cash in lieu	Purchased	Various	Various	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
2.	0.	0.	0.	2.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
Rights on Singapore Food Industries	Purchased	Various	Various	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
0.	2760.	0.	0.	-2760.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired Purchased	Date Acquired Various	Date Sold Various
Rights on Capitamall Trust	6520.	0.	0.			6520.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Rights on Singamas Cont	0.	9448.	0.	0.	-9448.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired Purchased	Date Acquired Various	Date Sold Various
Rights on Marshalls	920.	0.	0.			920.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired Purchased	Date Acquired Various	Date Sold Various
Rights on CSM NV	9.	0.	0.			9.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired Purchased	Date Acquired Various	Date Sold Various
Rights on Beffimo	0.	11968.	0.			
				(e) Deprec.	(f) Gain or Loss	
						-11968.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired Purchased	Date Acquired Various	Date Sold Various
Rights on Cambell Bros	4581.	0.	0.			
				(e) Deprec.	(f) Gain or Loss	
						4581.

Capital Gains Dividends from Part IV 0.

Total to Form 990-PF, Part I, line 6a -1231486.

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 2

Source	Amount
INTEREST	188216.
Total to Form 990-PF, Part I, line 3, Column A	188216.

Form 990-PF Dividends and Interest from Securities Statement 3

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
DIVIDENDS	976070.	0.	976070.
Total to Fm 990-PF, Part I, ln 4	976070.	0.	976070.

Form 990-PF	Legal Fees	Statement	4
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LEGAL FEES	3635.	290.		3345.
To Fm 990-PF, Pg 1, ln 16a	3635.	290.		3345.

Form 990-PF	Accounting Fees	Statement	5
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	9215.	735.		8480.
To Form 990-PF, Pg 1, ln 16b	9215.	735.		8480.

Form 990-PF	Other Professional Fees	Statement	6
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT MANAGEMENT FEES	24727.	24727.		0.
CUSTODY FEES	39580.	39580.		0.
To Form 990-PF, Pg 1, ln 16c	64307.	64307.		0.

Form 990-PF	Taxes	Statement	7
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FOREIGN TAXES	43237.	43237.		0.
FEDERAL INCOME TAXES	46186.	0.		0.
To Form 990-PF, Pg 1, ln 18	89423.	43237.		0.

048.003

Statement(s) 4, 5, 6, 7

Form 990-PF	Other Expenses	Statement	8
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
BANK CHARGES	522.	42.		480.
COMPUTER SERVICES & SUPPLIES	2451.	196.		2255.
DUES, SUBSCRIPTIONS &				
MEMBERSHIPS	5376.	429.		4947.
FEES & ASSESSMENTS	965.	77.		888.
INSURANCE	1370.	109.		1261.
OFFICE EXPENSE	432.	34.		398.
SEMINARS	713.	57.		656.
TELEPHONE	1020.	81.		939.
utilities	1588.	127.		1461.
RENT	2722.	217.		2505.
security services	545.	43.		502.
To Form 990-PF, Pg 1, ln 23	17704.	1412.		16292.

Footnotes

Statement 9

THE AMENDED RETURN IS BEING FILED SOLELY TO PROVIDE
 ADDITIONAL DISCLOSURE INFORMATION IN PART VIII
 (PLEASE SEE STATEMENT 14)

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement 10
-------------	--	--------------

Description	Amount
INCOME FROM PASS-THROUGH PARTNERSHIP LESS FOR BOOK THAN TAX	34658.
Total to Form 990-PF, Part III, line 3	34658.

Form 990-PF	Corporate Stock	Statement 11
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Description	Book Value	Fair Market Value
CORPORATE STOCKS	17449657.	17235471.
Total to Form 990-PF, Part II, line 10b	17449657.	17235471.

Form 990-PF	Corporate Bonds	Statement 12
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Description	Book Value	Fair Market Value
BONDS	3009410.	2979437.
Total to Form 990-PF, Part II, line 10c	3009410.	2979437.

Form 990-PF	Depreciation of Assets Not Held for Investment	Statement 13
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Description	Cost or Other Basis	Accumulated Depreciation	Book Value
Other	25369.	16652.	8717.
Total To Fm 990-PF, Part II, ln 14	25369.	16652.	8717.

648.653

Statement(s) 10, 11, 12, 13

THE KOHL FOUNDATION
FORM 990-PF

PART III-LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

36-3214720
STATEMENT 14

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVG HOURS/WK</u>	<u>COMPEN- SATION</u>	<u>E3MPLOYEE BEN PLAN CONTRIB</u>	<u>EXPENSE ACCOUNT</u>
NICOLE F. KOHL 4400 STATE HIGHWAY 360 GRAPEVINE, TX 76051	PRESIDENT 2.00	0	0	0
ATLEE KOHL 4400 STATE HIGHWAY 360 GRAPEVINE, TX 76051	TREASURER/DIRECTOR 8.00	0	0	0
CLAYTON KOHL 4400 STATE HIGHWAY 360 GRAPEVINE, TX 76051	VICE/PRESIDENT/DIRECTOR 10.00	24,727	0	0
CAROLINE KOHL 4400 STATE HIGHWAY 360 GRAPEVINE, TX 76051	SECRETARY 30.00	69,300	4,158	0
MARIAN BRISCOE 4400 STATE HIGHWAY 360 GRAPEVINE, TX 76051	VICE PRESIDENT 18.00	36,800	0	0
D.M. CORBITT 4400 STATE HIGHWAY 360 GRAPEVINE, TX 76051	ASST. TREASURER 18.75	73,865	4,432	0
TOTALS INCLUDED ON 990-PF, PART VIII		204,692	8,590	0

Part IV Attachment

DESCRIPTIONS	DATE ACQUIRED	DATE SOLD	SHARES SOLD	PROCEEDS	COST BASIS	GAIN OR (LOSS)
Allied Capital Corp	VARIOUS	04/03/09	1,586.00	2,351.80	9,793.14	(7,441.34)
Allied Capital Corp	VARIOUS	11/20/09	5,000.00	17,376.35	31,268.30	(13,891.95)
Aluminum Corp China	VARIOUS	10/15/09	1,017.00	29,737.31	74,920.22	(45,182.91)
BB & T Corp	VARIOUS	10/15/09	3,184.00	87,722.42	99,717.72	(11,995.30)
Banco Santander Chile	VARIOUS	11/20/09	1,520.00	93,717.63	35,298.44	58,419.19
Biomed Realty	VARIOUS	11/20/09	1,608.51	23,098.50	41,031.29	(17,932.79)
Chemical Financial Corp	VARIOUS	02/17/09	1,477.00	33,894.44	40,031.54	(6,137.10)
Cousins Pptys Inc.	VARIOUS	10/22/09	7,445.00	57,510.81	187,472.13	(129,961.32)
Dana Holdings Corp	VARIOUS	VARIOUS	464.00	610.32	881.60	(271.28)
Dow Chemical	VARIOUS	10/15/09	4,723.00	124,151.16	164,814.56	(40,663.40)
Duke Realty Corp	VARIOUS	05/07/09	3,846.00	37,366.07	104,908.14	(67,542.07)
Enel Societa Per Azioni ADR	VARIOUS	12/10/08	1,340.00	43,840.28	56,293.99	(12,453.71)
First Financial	VARIOUS	11/20/09	1,196.00	60,645.92	21,941.79	38,704.13
Florida Public Utilities, Pfd.	VARIOUS	09/15/09	300.00	31,800.00	15,000.00	16,800.00
General Electric Co	VARIOUS	04/20/09	2,209.00	25,792.45	38,807.05	(13,014.60)
General Electric Co	VARIOUS	06/19/09	3,000.00	38,484.01	52,703.00	(14,218.99)
Horizon Finl Corp	VARIOUS	04/02/09	3,318.00	5,604.70	21,998.78	(16,394.08)
Hospitality Pptys Tr Com	VARIOUS	VARIOUS	1,720.00	16,782.50	52,981.35	(36,218.85)
Hubbel Inc	VARIOUS	09/03/09	2,150.00	59,575.45	33,185.00	26,390.45
IESI BFC Ltd	VARIOUS	11/20/09	2,415.00	114,568.73	62,086.34	52,482.39
Ishares TR	VARIOUS	01/07/09	1,327.64	112,147.37	106,309.18	5,838.19
Itau Unibanco Banco Multiple	VARIOUS	11/20/09	4,487.00	99,111.34	13,495.85	85,615.49
Kimco Realty Corp	VARIOUS	06/04/09	2,400.00	30,341.12	34,940.00	(4,598.88)
Kraft Foods	VARIOUS	11/18/09	558.17	15,040.99	287.04	14,753.95
Lloyds TSB Group	VARIOUS	06/17/09	1,538.33	8,102.17	49,679.77	(41,577.60)
Matthews Intl	VARIOUS	11/20/09	572.00	20,414.54	25,936.70	(5,522.16)
ML Macadamia Orchards LP CIA	VARIOUS	04/22/09	11,500.00	19,861.47	38,415.99	(18,554.52)
Medical Properties Trust Inc.	VARIOUS	06/04/09	21,109.58	140,170.96	282,446.09	(142,275.13)
Mesabi Trust	VARIOUS	08/03/09	3,634.39	36,619.33	65,650.31	(29,030.98)
National Westminster Bk Plc ADR Pfr	VARIOUS	11/20/09	2,000.00	34,679.09	51,030.00	(16,350.91)
Packaging Corp America	VARIOUS	03/10/09	1,739.86	17,721.28	40,096.80	(22,375.52)
Pamlico Bankcorp.	VARIOUS	06/17/09	1,886.03	18,982.56	40,890.75	(21,908.19)
Plum Creek Timber Co	VARIOUS	11/16/09	1,688.17	57,359.38	62,012.56	(4,653.18)
Royal Bankshares of PA	VARIOUS	04/02/09	1,534.00	2,829.88	36,140.68	(33,310.80)
Supertel Hospitality Inc.	VARIOUS	11/20/09	3,998.00	26,572.86	49,984.50	(23,411.64)
Timken	VARIOUS	05/19/09	2,069.00	32,898.53	35,007.48	(2,110.95)
Tomkins Plc	VARIOUS	11/20/09	5,783.82	71,368.68	110,428.23	(39,059.57)
Trustco Bank Corp	VARIOUS	06/17/09	6,176.00	36,367.59	62,622.98	(26,255.39)
US Bankcorp.	VARIOUS	03/19/09	3,152.72	44,130.89	96,773.60	(52,642.71)
UST Inc.	VARIOUS	01/06/09	1,504.96	104,594.93	63,058.81	41,536.12
Whitney Holding Corp	VARIOUS	04/22/09	1,995.00	28,253.30	34,879.10	(6,625.80)
Wilmington Trust Corp	VARIOUS	08/04/09	3,464.00	38,007.38	100,782.99	(62,785.63)
American Financial Group 7.125%	VARIOUS	04/15/09	100,000.00	100,000.00	100,200.00	(200.00)
Alesco Corp.	VARIOUS	09/07/09	9,460.00	32,279.41	67,035.55	(34,756.14)
Allianz Lebensversicherung	VARIOUS	12/15/08	55.00	58,075.88	61,680.22	(3,604.34)
Arctic Glacier Income Pfd	VARIOUS	06/15/09	4,660.00	6,897.47	60,173.22	(53,275.75)
Bank of East Asia	VARIOUS	09/03/09	20,900.00	89,655.64	67,560.47	2,095.17
Beijing North Star	VARIOUS	06/11/09	130,000.00	42,713.24	40,634.73	2,078.51
CDL Investments	VARIOUS	04/22/09	28,859.00	3,371.50	8,796.13	(5,424.63)
CDL Investments	VARIOUS	05/05/09	272,868.00	33,494.23	89,362.31	(55,868.08)
Centro Properties	VARIOUS	06/16/09	44,346.00	3,522.16	96,903.90	(93,381.74)
China Shipping Container	VARIOUS	06/15/09	136,400.00	41,080.06	30,143.75	10,936.31
Citic Pacific Ltd.	VARIOUS	06/18/09	15,000.00	29,891.59	46,492.22	(16,600.63)
Danske Bank	VARIOUS	08/15/09	2,483.00	43,373.91	89,917.94	(46,544.03)
Food Junction	VARIOUS	04/23/09	176,000.00	18,664.35	69,678.19	(51,013.84)
Home Invest Belgium	VARIOUS	06/11/09	1,400.00	90,600.33	93,146.12	(2,545.79)
JJB Sports Inc.	VARIOUS	09/04/09	20,100.00	8,867.87	65,168.06	(56,200.19)
LeasInvest Real Estate	VARIOUS	06/11/09	865.00	60,500.20	64,707.74	(4,207.54)
Lion Nathan Ltd.	VARIOUS	10/22/09	16,130.00	170,859.44	106,913.06	63,946.38
Metrovacesa SA	VARIOUS	06/12/09	680.00	15,402.11	80,567.19	(65,165.08)
Pirelli & C Real Estate	VARIOUS	04/20/09	1,215.00	6,979.39	60,419.06	(53,439.67)
Singapore Food Industries	VARIOUS	03/13/09	71,000.00	42,525.83	40,072.22	2,453.61
Spir Communications	VARIOUS	09/04/09	390.00	9,443.82	62,766.39	(53,322.57)
Westfield Group	VARIOUS	06/12/09	6,634.00	59,768.28	108,737.15	(48,968.87)
Westpac Banking Corp	VARIOUS	05/19/09	2,502.00	37,839.01	48,546.73	(10,607.72)
Total				2,886,190.17	4,105,636.14	(1,219,445.97)

KOHL FOUNDATION

List of Charitable Grantees

December 1, 2008 through November 30, 2009

Amon Carter Museum

P.O. Box 2365

Fort Worth, TX 76113

\$ 5,000

Austin Street Shelter

P.O. Box 710729

Dallas, TX 75371-0729

18,500

Baylor Health Care System

3600 Gaston Avenue, Ste. 100

Dallas, Texas 75246

22,000

Bread Basket Ministries

P.O. Box 244

Fort Worth, TX 76101

17,500

Center for Non Profit Management

2902 Floyd Street

Dallas, TX 78204-5910

1,000

Centrl Dallas Ministries

P.O. Box 710385

Dallas, TX 75371

5,000

Chi Alpha Ministries

University of Miami

Coral Gables, FL

7,500

Christ for the Nations

P.O. Box 769000

Dallas, TX 75376-9000

17,500

Christian Community Action

200 South Mill Street

Lewisville, TX 75057

12,000

KOHL FOUNDATION

List of Charitable Grantees

December 1, 2008 through November 30, 2009

Christian Freedom International
P.O. Box 535
Front Royal, VA 22630-0535

12,500

Crystal Charity Ball
30 Highland Park Vlg.
Dallas, TX 75205

5,000

Covenant Church
2644 E Trinity Mills Rd Monthly
Carrollton, TX 75006 Annual

28,000

75,600

Cowboys for Christ
7027-A Lake Country Drive
Fort Worth, TX 76179

12,000

Dallas Arboretum
8617 Garland Road
Dallas, Tx 75218-4332

12,500

Dallas Museum of Art
1717 North Harwood
Dallas, TX 75201

16,000

Dallas Museum of Natural History
P.O. Box 150349
Dallas, TX 75315

5,000

Dallas Pregnancy Resource Center
12959 Jupiter Road, Suite 260
Dallas, TX 75238

5,000

Dallas Symphony Orchestra
2301 Flora St., Ste 300
Dallas, TX 75201-2497

17,500

KOHL FOUNDATION

List of Charitable Grantees

December 1, 2008 through November 30, 2009

Dallas Zoological Society
650 South R.L. Thornton Frwy
Dallas, TX 75203-2996 10,000

East Texas Arboretum & Botanical Society
P.O. Box 2231
1601 Patterson Road
Athens, TX 75751 5,000

East Texas Food Bank
P.O. Box 6974
Tyler, TX 75711 12,500

Echo
17430 Durrance Road
North Ft. Myers, FL 33917-2200 17,500

Focus on Family
8605 Explorer Drive
Colorado Springs, CO 80920 12,500

Fort Worth Zoo
1989 Colonial Drive
Fort Worth, TX 76110 5,000

Free Market Foundation
903 East 18th St, Ste 230
Plano, TX 75074 12,000

Genesis Women's Shelter
Drawer G
Dallas, TX 75208 17,500

Gospel for Asia
1800 Gold Trail Court
Carrollton, TX 75010 10,000

KOHL FOUNDATION

List of Charitable Grantees

December 1, 2008 through November 30, 2009

Grapevine Relief and Community Exchange (GRACE)

P.O. Box 412

Grapevine, TX 76099

10,000

Greater Dallas Youth

3630 Harry Hines Blvd

Dallas, TX 75219

4,000

Interfaith Housing Coalition

P.O. Box 720206

Dallas, TX 75372-0206

16,000

International Justice Mission

P.O. Box 58147

Washington, D.C. 20037-8147

10,000

Irving Cares, Inc

P.O. Box 177425

Irving, TX 75017-7425

10,000

Irving Symphony Orchestra

235 E John Carpenter Frwy, Ste 120

Irving, TX 75062

6,000

Jonathan's Place

P.O. box 140085

Dallas, TX 75214

10,000

Junior Achievement of Dallas, Inc/

1201 Executive Drive West

Dallas, TX 75081

5,000

Junior League of Dallas

8003 Inwood Rd.

Dallas, TX 75208

50,000

KOHL FOUNDATION

List of Charitable Grantees

December 1, 2008 through November 30, 2009

The Leadership Institute 1101 North Highland Street Arlington, VA 22201	7,500
Mercy Ships P.O. Box 2020 Garden Valley, TX 75771-2020	7,500
Messianic Jewish Bible P.O. Box 535185 Grand Prairie, TX 75053	7,500
Mission Arlington 210 W. South Street Arlington, TX 76010	12,500
Mission Aviation Fellowship P.O. Box 3202 Redlands, CA 92372-0998	15,000
Modern Art Museum of Fort Worth 3200 Darnell St Fort Worth, TX 76107	5,000
Nasher Sculpture Center 2001 Flora St Dallas, TX 75201	4,000
National Center for Policy Analysis 12655 N. Central Exprwy, Ste 720 Dallas, TX 75243-1739	15,000
North Dallas, Shared Ministries 2530 Glenda Lane, Ste 500 Dallas, TX 75229-4697	17,500

KOHL FOUNDATION

List of Charitable Grantees

December 1, 2008 through November 30, 2009

Our Friends Place 2501 Oak Lawn Ave, Ste 500 Dallas, TX 75219-4046	12,500
Promise House 224 W. Page Dallas, TX 78208	7,500
Psalms Of David 3411 Middleton Way Carrollton, TX 76034	5,000
Ravi Zecharias International Ministries 4725 Peachtree Corners Circle, Ste 250 Norcross, GA 30092	7,500
Shady Grove Church 1829 W. Shady Grove Road Grand Prairie, TX 75050	20,000
Society of St. Andrew P.O. Box 59348 Dallas, TX 75229-1348	12,500
Spirithorse Therapeutic 1960 Post Oak Dr Corinth, TX 76210	5,000
Stewpot Kitchen 408 Park Ave Dallas, TX 75201	18,500
St. John's Episcopal 848 Harter Road Dallas, TX 75218	5,000

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List of Charitable Grantees

December 1, 2008 through November 30, 2009

Summit Ministries Box 207 Manitou Springs, CO 80829	17,500
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TACA P.O. Box 12409 Newport Beach CA 92658-2409	10,000
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Tarrant Area Food Bank 2600 Cullen Street Fort Worth, TX 76107	15,000
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University of Miami Business School P.O. Box 248505 Coral Gables, FL 33124-6524	16,000
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University of Miami Hurricane Club Hect Athletic Center 5821 San Amaro Drive Coral Gables, FL 33124-6524	10,000
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Victorious Believers Ministries 624 S. Outer Drive Saginaw, MI 48601	5,153
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Wilkinson Center P.O. Box 720248 Dallas, TX 75372	7,500
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KOHL FOUNDATION

List of Charitable Grantees

December 1, 2008 through November 30, 2009

Women's Museum
3800 Parry Ave
Dallas, TX 75226

4,000

World Vision
P.O. Box 9716, Mail stop 355
Federal Way, Wa 98063-9716

5,000

Youth Believing in Change
10310 N Central Expy
Dallas, TX 75231

4,000

Zembra Children's Foundation
Zembra, Tunisia

10,000

\$ 807,253