Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

**2009**

For calendar year 2009, or tax year beginning , and ending

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Use the IRS label Otherwise, print or type. See Specific Instructions.

Name of foundation
GEORGE AND AMANDA HANLEY FOUNDATION
(F/K/A HANLEY FOUNDATION)

Number and street (or P O box number if mail is not delivered to street address): 141 W. JACKSON BOULEVARD — Room/suite: 1880

City or town, state, and ZIP code: CHICAGO, IL 60604-3878

A Employer identification number: 02-0631312

B Telephone number: 312-939-3715

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 ☐

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 5,234,453.

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

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

**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) |
|---|---|---|---|---|---|
| Revenue | 1 Contributions, gifts, grants, etc., received | 1,689,099. | | N/A | |
| | 2 Check ▶ ☐ if the foundation is not required to attach Sch B | | | | |
| | 3 Interest on savings and temporary cash investments | 40,043. | 40,043. | | STATEMENT 1 |
| | 4 Dividends and interest from securities | 59,249. | 59,249. | | STATEMENT 2 |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | <81,840.> | | | |
| | b Gross sales price for all assets on line 6a 3,388,855. | | | | |
| | 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 | 1,076,167. | <51,205.> | | STATEMENT 3 |
| | 12 **Total** Add lines 1 through 11 | 2,782,718. | 48,087. | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc | 0. | 0. | | 0. |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | | | | |
| | 16a Legal fees | | | | |
| | b Accounting fees STMT 4 | 18,810. | 18,810. | | 0. |
| | c Other professional fees | | | | |
| | 17 Interest | 168. | 168. | | 0. |
| | 18 Taxes STMT 5 | 724. | 724. | | 0. |
| | 19 Depreciation and depletion | | | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | | | | |
| | 22 Printing and publications | | | | |
| | 23 Other expenses STMT 6 | 14,096. | 14,086. | | 0. |
| | 24 **Total operating and administrative expenses** Add lines 13 through 23 | 33,798. | 33,788. | | 0. |
| | 25 Contributions, gifts, grants paid | 115,227. | | | 115,227. |
| | 26 **Total expenses and disbursements** Add lines 24 and 25 | 149,025. | 33,788. | | 115,227. |
| | 27 Subtract line 26 from line 12 | | | | |
| | a Excess of revenue over expenses and disbursements | 2,633,693. | | | |
| | b **Net investment income** (if negative, enter -0-) | | 14,299. | | |
| | c **Adjusted net income** (if negative, enter -0-) | | | N/A | |

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13481111 756887 HANLEYFOUND 2009.04020 GEORGE AND AMANDA HANLEY FO HANLEYF1

**Part II Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only

| | | Beginning of year (a) Book Value | End of year (b) Book Value | End of year (c) Fair Market Value |
|---|---|---|---|---|
| Assets | 1 Cash - non-interest-bearing | 806,929. | 284,325. | 284,325. |
| | 2 Savings and temporary cash investments | | | |
| | 3 Accounts receivable ▶ 3,869. | | | |
| | Less allowance for doubtful accounts ▶ | 3,869. | 3,869. | 3,869. |
| | 4 Pledges receivable ▶ | | | |
| | Less allowance for doubtful accounts ▶ | | | |
| | 5 Grants receivable | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons | | | |
| | 7 Other notes and loans receivable ▶ | | | |
| | Less allowance for doubtful accounts ▶ | | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10a Investments - U S and state government obligations | | | |
| | b Investments - corporate stock STMT 7 | 712,448. | 2,730,626. | 2,730,626. |
| | c Investments - corporate bonds | | | |
| | 11 Investments - land, buildings, and equipment basis ▶ | | | |
| | Less accumulated depreciation ▶ | | | |
| | 12 Investments - mortgage loans | | | |
| | 13 Investments - other STMT 8 | 1,148,497. | 2,215,633. | 2,215,633. |
| | 14 Land, buildings, and equipment basis ▶ | | | |
| | Less accumulated depreciation ▶ | | | |
| | 15 Other assets (describe ▶ ) | | | |
| | 16 **Total assets** (to be completed by all filers) | 2,671,743. | 5,234,453. | 5,234,453. |
| Liabilities | 17 Accounts payable and accrued expenses | 81,005. | | |
| | 18 Grants payable | | 10,022. | |
| | 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) | 81,005. | 10,022. | |
| Net 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** | | | |
| | 27 Capital stock, trust principal, or current funds | 0. | 0. | |
| | 28 Paid-in or capital surplus, or land, bldg , and equipment fund | 0. | 0. | |
| | 29 Retained earnings, accumulated income, endowment, or other funds | 2,590,738. | 5,224,431. | |
| | 30 **Total net assets or fund balances** | 2,590,738. | 5,224,431. | |
| | 31 **Total liabilities and net assets/fund balances** | 2,671,743. | 5,234,453. | |

**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 | 2,590,738. |
| 2 | Enter amount from Part I, line 27a | 2 | 2,633,693. |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | 0. |
| 4 | Add lines 1, 2, and 3 | 4 | 5,224,431. |
| 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 | 5,224,431. |

## 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 | 3,388,855. | | 3,470,695. | <81,840.> |

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

| | (i) F M V as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any | (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) |
|---|---|---|---|---|
| a | | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | <81,840.> |

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 — <81,840.>

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)) |
|---|---|---|---|
| 2008 | 281,485. | 2,872,733. | .097985 |
| 2007 | 165,368. | 3,137,905. | .052700 |
| 2006 | 109,886. | 3,202,496. | .034313 |
| 2005 | 8,363. | 2,788,119. | .003000 |
| 2004 | 250. | 398,989. | .000627 |

| | | | |
|---|---|---|---|
| 2 | Total of line 1, column (d) | 2 | .188625 |
| 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 | .037725 |
| 4 | Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 | 4 | 3,064,749. |
| 5 | Multiply line 4 by line 3 | 5 | 115,618. |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 143. |
| 7 | Add lines 5 and 6 | 7 | 115,761. |
| 8 | Enter qualifying distributions from Part XII, line 4 | 8 | 115,227. |

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

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

| | | | | |
|---|---|---|---|---|
| 1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary-see instructions) | | | | |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b | | | 1 | 286. |
| 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 | 286. |
| 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 | 286. |
| 6 Credits/Payments | | | | |
| a 2009 estimated tax payments and 2008 overpayment credited to 2009 | 6a | 5,810. | | |
| 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 | 5,810. |
| 8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached | | | 8 | |
| 9 **Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶ | | | 9 | |
| 10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶ | | | 10 | 5,524. |
| 11 Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ | 5,524. | 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? | 1a | | X |
| b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? | 1b | | X |
| *If the answer is "Yes" to* **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities* | | | |
| c Did the foundation file **Form 1120-POL** for this year? | 1c | | X |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0. | | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0. | | | |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities* | 2 | | X |
| 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes* | 3 | | X |
| 4a Did the foundation have unrelated business gross income of $1,000 or more during the year? | 4a | | X |
| b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A | 4b | | |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T* | 5 | | X |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either<br>● By language in the governing instrument, or<br>● 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) ▶ 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 2009 or the taxable year beginning in 2009 (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 |

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

| | | | Yes | No |
|---|---|---|---|---|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) | 11 | | X |
| 12 | Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | 13 | X | |

Website address ▶ N/A

14 The books are in care of ▶ GEORGE P. HANLEY Telephone no ▶312-939-3715

Located at ▶141 W. JACKSON BOULEVARD, STE. 1880, CHICAGO, IL ZIP+4 ▶60604-3383

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

| | | | Yes | No |
|---|---|---|---|---|
| | **File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.** | | | |
| 1a | During the year did the foundation (either directly or indirectly) | | | |
| | **(1)** Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No | | | |
| | **(2)** Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No | | | |
| | **(3)** Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No | | | |
| | **(4)** Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No | | | |
| | **(5)** Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No | | | |
| | **(6)** Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ) ☐ Yes ☒ No | | | |
| b | If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? N/A | 1b | | |
| | Organizations relying on a current notice regarding disaster assistance check here ▶ ☐ | | | |
| c | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? | 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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No | | | |
| | If "Yes," list the years ▶ ______ , ______ , ______ , ______ | | | |
| b | Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions ) N/A | 2b | | |
| c | If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______ , ______ , ______ , ______ | | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No | | | |
| b | If "Yes," did it have excess business holdings in 2009 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 2009 )* 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 2009? | 4b | | X |

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** *(continued)*

| | | | |
|---|---|---|---|
| **5a** During the year did the foundation pay or incur any amount to | | | |
| (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? | ☐ Yes ☒ No | | |
| (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? | ☐ Yes ☒ No | | |
| (3) Provide a grant to an individual for travel, study, or other similar purposes? | ☐ Yes ☒ No | | |
| (4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? | ☐ Yes ☒ No | | |
| (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? | ☐ Yes ☒ No | | |
| **b** If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? | N/A | **5b** | |
| Organizations relying on a current notice regarding disaster assistance check here | ▶ ☐ | | |
| **c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A | ☐ Yes ☐ No | | |
| *If "Yes," attach the statement required by Regulations section 53 4945-5(d)* | | | |
| **6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? | ☐ Yes ☒ No | | |
| **b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | | **6b** | X |
| *If "Yes" to 6b, 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 9 | | 0. | 0. | 0. |
| | | | | |
| | | | | |
| | | | | |

**2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."**

| (a) Name and address of each employee paid more than $50,000 | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|---|---|---|
| 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 | | |
| | | |
| | | |
| | | |
| | | |

**Total** number of others receiving over $50,000 for professional services ▶ 0

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

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

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

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|---|---|
| 1 N/A | |
| 2 | |
| All other program-related investments See instructions<br>3 | |
| **Total.** Add lines 1 through 3 ▶ | 0. |

Form **990-PF** (2009)

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## Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

| | | | | |
|---|---|---|---|---|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes | | | |
| a | Average monthly fair market value of securities | | 1a | 393,820. |
| b | Average of monthly cash balances | | 1b | 1,462,674. |
| c | Fair market value of all other assets | | 1c | 1,254,926. |
| d | **Total** (add lines 1a, b, and c) | | 1d | 3,111,420. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e 0. | | |
| 2 | Acquisition indebtedness applicable to line 1 assets | | 2 | 0. |
| 3 | Subtract line 2 from line 1d | | 3 | 3,111,420. |
| 4 | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions) | | 4 | 46,671. |
| 5 | **Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4 | | 5 | 3,064,749. |
| 6 | **Minimum investment return** Enter 5% of line 5 | | 6 | 153,237. |

## 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 | 153,237. |
| 2a | Tax on investment income for 2009 from Part VI, line 5 | 2a 286. | | |
| b | Income tax for 2009 (This does not include the tax from Part VI.) | 2b | | |
| c | Add lines 2a and 2b | | 2c | 286. |
| 3 | Distributable amount before adjustments Subtract line 2c from line 1 | | 3 | 152,951. |
| 4 | Recoveries of amounts treated as qualifying distributions | | 4 | 0. |
| 5 | Add lines 3 and 4 | | 5 | 152,951. |
| 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 | 152,951. |

## 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 | 115,227. |
| 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 | 115,227. |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b | 5 | 0. |
| 6 | **Adjusted qualifying distributions** Subtract line 5 from line 4 | 6 | 115,227. |

**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 2008 | (c) 2008 | (d) 2009 |
|---|---|---|---|---|
| 1 Distributable amount for 2009 from Part XI, line 7 | | | | 152,951. |
| 2 Undistributed income, if any, as of the end of 2009 | | | | |
| a Enter amount for 2008 only | | | 3,311. | |
| b Total for prior years ______ , ______ , ______ | | 0. | | |
| 3 Excess distributions carryover, if any, to 2009 | | | | |
| a From 2004 | | | | |
| b From 2005 | | | | |
| c From 2006 | | | | |
| d From 2007 | | | | |
| e From 2008 | | | | |
| f Total of lines 3a through e | 0. | | | |
| 4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 115,227. | | | | |
| a Applied to 2008, but not more than line 2a | | | 3,311. | |
| 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 2009 distributable amount | | | | 111,916. |
| e Remaining amount distributed out of corpus | 0. | | | |
| 5 Excess distributions carryover applied to 2009 (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 2008 Subtract line 4a from line 2a Taxable amount - see instr | | | 0. | |
| f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010 | | | | 41,035. |
| 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 2004 not applied on line 5 or line 7 | 0. | | | |
| 9 **Excess distributions carryover to 2010** Subtract lines 7 and 8 from line 6a | 0. | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2005 | | | | |
| b Excess from 2006 | | | | |
| c Excess from 2007 | | | | |
| d Excess from 2008 | | | | |
| e Excess from 2009 | | | | |

## 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 2009, enter the date of the ruling ▶

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

| | Tax year | Prior 3 years | | | |
|---|---|---|---|---|---|
| | (a) 2009 | (b) 2008 | (c) 2007 | (d) 2006 | (e) Total |
| 2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed | | | | | |
| b 85% of line 2a | | | | | |
| c Qualifying distributions from Part XII, line 4 for each year listed | | | | | |
| d Amounts included in line 2c not used directly for active conduct of exempt activities | | | | | |
| e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c | | | | | |
| 3 Complete 3a, b, or c for the alternative test relied upon | | | | | |
| a "Assets" alternative test - enter (1) Value of all assets | | | | | |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i) | | | | | |
| b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed | | | | | |
| c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) | | | | | |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) | | | | | |
| (3) Largest amount of support from an exempt organization | | | | | |
| (4) Gross investment income | | | | | |

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

1 **Information Regarding Foundation Managers:**

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

GEORGE P. HANLEY

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 ▶ [X] 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

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

c Any submission deadlines

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

**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 | 115,227. |
| *b Approved for future payment* | | | | |
| NONE | | | | |
| Total | | | ▶ 3b | 0. |

**Part XVI-A Analysis of Income-Producing Activities**

| Enter gross amounts unless otherwise indicated | Unrelated business income (a) Business code | Unrelated business income (b) Amount | Excluded by section 512, 513, or 514 (c) Exclusion code | Excluded by section 512, 513, or 514 (d) Amount | (e) Related or exempt function income |
|---|---|---|---|---|---|
| 1 Program service revenue | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | 14 | 40,043. | |
| 4 Dividends and interest from securities | | | 14 | 59,249. | |
| 5 Net rental income or (loss) from real estate | | | | | |
| a Debt-financed property | | | | | |
| b Not debt-financed property | | | | | |
| 6 Net rental income or (loss) from personal property | | | | | |
| 7 Other investment income | | | 01 | 1,127,372. | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | <81,840.> | |
| 9 Net income or (loss) from special events | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue | | | | | |
| a SEE STATEMENT 11 | | | | <51,205.> | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| 12 Subtotal Add columns (b), (d), and (e) | | 0. | | 1,093,619. | 0. |

13 Total. Add line 12, columns (b), (d), and (e) 13 1,093,619.

(See worksheet in line 13 instructions to verify calculations )

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

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

923621 02-02-10

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

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

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

| (a) Line no | (b) Amount involved | (c) Name of noncharitable exempt organization | (d) Description of transfers, transactions, and sharing arrangements |
|---|---|---|---|
| | | N/A | |

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

**Sign Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Signature of officer or trustee | Date 11/15/10 | Title PRESIDENT

**Paid Preparer's Use Only**

| | | |
|---|---|---|
| Preparer's signature | Date 11/11/10 | Check if self-employed ☐ / Preparer's identifying number 332-42-0868 |
| Firm's name (or yours if self-employed), address and ZIP code | JOHN K. FLAHERTY & ASSOCIATES, LTD. 111 W. JACKSON BLVD., SUITE 1300 CHICAGO, IL 60604-3383 | EIN 36-3745114 / Phone no (312) 341-0615 |

Form **990-PF** (2009)

923622 02-02-10

**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, or 990-PF.

OMB No 1545-0047

**2009**

| Name of the organization | Employer identification number |
|---|---|
| GEORGE AND AMANDA HANLEY FOUNDATION (F/K/A HANLEY FOUNDATION) | 02-0631312 |

**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 an organization 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 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 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 (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions 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 990-EZ that received from any one contributor, during the year, 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.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization
GEORGE AND AMANDA HANLEY FOUNDATION
(F/K/A HANLEY FOUNDATION)

Employer identification number
02-0631312

**Part I Contributors** (see instructions)

| (a) No. | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | (d) Type of contribution |
|---|---|---|---|
| 1 | GEORGE HANLEY VIA TFH PARTNERS LTD. PARTNERSHIP<br>141 W. JACKSON BLVD., #1880<br>CHICAGO, IL 606042987 | $ 1,300,000. | Person [X]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II if there is a noncash contribution.) |
| 2 | GEORGE HANLEY VIA TFH PARTNERS LTD. PARTNERSHIP<br>141 W. JACKSON BLVD., #1880<br>CHICAGO, IL 606042987 | $ 389,099. | Person [ ]<br>Payroll [ ]<br>Noncash [X]<br>(Complete Part II if there is a noncash contribution.) |
| | | $ | Person [ ]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II if there is a noncash contribution.) |
| | | $ | Person [ ]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II if there is a noncash contribution.) |
| | | $ | Person [ ]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II if there is a noncash contribution.) |
| | | $ | Person [ ]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II if there is a noncash contribution.) |

Name of organization

GEORGE AND AMANDA HANLEY FOUNDATION
(F/K/A HANLEY FOUNDATION)

Employer identification number

02-0631312

**Part II Noncash Property** (see instructions)

| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
|---|---|---|---|
| 2 | SEE ATTACHED. | $ 389,099. | VARIOUS |
| | | $ | |
| | | $ | |
| | | $ | |
| | | $ | |
| | | $ | |

are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

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 |
|---|---|---|
| | GEORGE AND AMANDA HANLEY FOUNDATION (F/K/A THE HANLEY FOUNDATION) | 02-0631312 |
| File by the extended due date for filing the return. See instructions. | Number, street, and room or suite no. If a P.O. box, see instructions. 141 W. JACKSON BOULEVARD, NO. 1880 | For IRS use only |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHICAGO, IL 60604 | |

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

☐ Form 990 ☐ Form 990-EZ ☐ Form 990-T (sec. 401(a) or 408(a) trust) ☐ Form 1041-A ☐ Form 5227 ☐ Form 8870
☐ Form 990-BL [X] Form 990-PF ☐ Form 990-T (trust other than above) ☐ Form 4720 ☐ Form 6069

**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 the care of ▶ GEORGE P. HANLEY - 141 W. JACKSON BOULEVARD, STE. 1880 - CHICAGO, IL 60604-3383

Telephone No. ▶ 312-939-3715 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 NOVEMBER 15, 2010.

5 For calendar year 2009, or other tax year beginning ______, and ending ______.

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

| | | | |
|---|---|---|---|
| 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 | $ 0. |
| 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 | $ 0. |
| 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 instructions. | 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 ▶

Form 8868 (Rev. 4-2009)

CPA
8-13-10

Flaherty & Associates, Ltd.
Certified Public Accountants
111 W. Jackson Blvd., Suite 1300
Chicago, IL 60604
(312) 341-0615

923832
05-26-09

Form **8868**
(Rev. April 2009)
Department of the Treasury
Internal Revenue Service

# Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- 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** | Name of Exempt Organization<br>GEORGE AND AMANDA HANLEY FOUNDATION<br>(F/K/A THE HANLEY FOUNDATION) | **Employer identification number**<br>02-0631312 |
|---|---|---|
| File by the due date for filing your return. See instructions | Number, street, and room or suite no. If a P.O. box, see instructions.<br>141 W. JACKSON BOULEVARD, NO. 1880 | |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions.<br>CHICAGO, IL 60604 | |

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

| | | |
|---|---|---|
| [ ] Form 990 | [ ] Form 990-T (corporation) | [ ] Form 4720 |
| [ ] Form 990-BL | [ ] Form 990-T (sec. 401(a) or 408(a) trust) | [ ] Form 5227 |
| [ ] Form 990-EZ | [ ] Form 990-T (trust other than above) | [ ] Form 6069 |
| [X] Form 990-PF | [ ] Form 1041-A | [ ] Form 8870 |

- The books are in the care of ▶ GEORGE P. HANLEY - 141 W. JACKSON BOULEVARD, STE. 1880 - CHICAGO, IL 60604-3383

Telephone No. ▶ 312-939-3715 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 AUGUST 15, 2010 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] calendar year 2009 or
▶ [ ] tax year beginning ______________, and ending ______________.

**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 | $ 0. |
| **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 | $ 5,810. |
| **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.



John K. Flaherty & Associates, Ltd.
Certified Public Accountants
111 W. Jackson Blvd., Suite 1300
Chicago, IL 60604
(312) 341-0615

CPA
4-22-10



11280422 756887 HANLCEO 02 2009.03040 GEORGE AND AMANDA HANLEY FO HANLCE21

GEORGE AND AMANDA HANLEY FOUNDATION

FEIN: 02-0631312

FORM 990-PF SCHEDULE B ATTACHEMENT

SCHEDULE OF CONTRIBUTORS - TFH PARTNERS LTD. PARTNERSHIP

| Security | Symbol/CUSI | Quantity | Term | Trade Date | Unit Cost | Total Cost | Unit FMV | Total FMV |
|---|---|---|---|---|---|---|---|---|
| APPLE INC COM | AAPL | 100 | L | 8/15/2007 | 124 07 | 12,407 99 | 165 665 | 16,566 50 |
| APPLE INC COM | AAPL | 150 | L | 11/17/2004 | 27 34 | 4,101 60 | 165 665 | 24,849 75 |
| | | 250 | | | | 16,509 59 | | 41,416 25 |
| ABBOTT LABS COM | ABT | 100 | L | 10/14/2005 | 42 54 | 4,254 00 | 45 13 | 4,513 00 |
| ABBOTT LABS COM | ABT | 500 | L | 4/8/2003 | 37 78 | 18,891 00 | 45 13 | 22,565 00 |
| | | 600 | | | | 23,145 00 | | 27,078 00 |
| ACE LIMITED SHS ISIN#CH0044328745 | ACE | 500 | L | 6/2/2004 | 41 8 | 20,900 00 | 50 495 | 25,247 50 |
| APACHE CORP | APA | 400 | L | 3/6/2003 | 31 35 | 12,542 00 | 86 615 | 34,646 00 |
| BAXTER INTERNATIONAL INC ISIN#U: | BAX | 100 | L | 10/14/2005 | 37 3 | 3,730 00 | 56 015 | 5,601 50 |
| BAXTER INTERNATIONAL INC ISIN#U: | BAX | 600 | L | 6/24/2005 | 37 06 | 22,236 00 | 56 015 | 33,609 00 |
| | | 700 | | | | 25,966 00 | | 39,210 50 |
| CISCO SYSTEMS INC | CSCO | 600 | L | 10/14/2005 | 17 31 | 10,386 00 | 21 58 | 12,948 00 |
| CISCO SYSTEMS INC | CSCO | 1,000 | L | 11/17/2004 | 19 54 | 19,540.00 | 21 58 | 21,580 00 |
| | | 1,600 | | | | 29,926 00 | | 34,528 00 |
| DIAMOND OFFSHORE DRILLING INC ( | DO | 400 | L | 11/29/2006 | 78 42 | 31,368 00 | 87 4205 | 34,968 20 |
| INTERNATIONAL BUSINESS MACHS C | IBM | 100 | L | 8/15/2007 | 111 78 | 11,178 00 | 118 755 | 11,875 50 |
| INTERNATIONAL BUSINESS MACHS C | IBM | 200 | L | 7/27/2006 | 77 04 | 15,408 00 | 118 755 | 23,751 00 |
| INTERNATIONAL BUSINESS MACHS C | IBM | 200 | L | 7/27/2006 | 77 04 | 15,408 00 | 118 755 | 23,751.00 |
| | | 500 | | | | 41,994 00 | | 59,377 50 |
| ORACLE CORP COM | ORCL | 400 | L | 8/15/2007 | 19 58 | 7,832 00 | 21 83 | 8,732 00 |
| ORACLE CORP COM | ORCL | 400 | L | 10/14/2005 | 12 16 | 4,864 00 | 21 83 | 8,732 00 |
| ORACLE CORP COM | ORCL | 1,500 | L | 6/28/2005 | 12 75 | 19,125 00 | 21 83 | 32,745 00 |
| | | 2,300 | | | | 31,821.00 | | 50,209 00 |
| TRANSOCEAN LTD ZUG NAMEN AKT I | RIG | 70 | L | 10/14/2005 | 54 15 | 3,791 13 | 75 375 | 5,276 25 |
| TRANSOCEAN LTD ZUG NAMEN AKT I | RIG | 209 | L | 6/20/2005 | 46 36 | 9,690 85 | 75 375 | 15,753 38 |
| | | 279 | | | | 13,481 98 | | 21,029 63 |
| SCHLUMBERGER LTD COM ISIN#AN8( | SLB | 200 | L | 11/17/2004 | 32 28 | 6,457 00 | 53 47 | 10,694 00 |
| SCHLUMBERGER LTD COM ISIN#AN8( | SLB | 200 | L | 11/17/2004 | 32 28 | 6,457 00 | 53 47 | 10,694 00 |
| | | 400 | | | | 12,914 00 | | 21,388 00 |
| GRAND TOTAL | | | | | | 260,567.57 | | 389,098.58 |

**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 | CREDIT SUISSE 201-290202 SHORT TERM (SEE ATTACHED | P | VARIOUS | VARIOUS |
| b | CREDIT SUISSE 201-290202 LONG TERM (SEE ATTACHED) | P | VARIOUS | VARIOUS |
| c | CREDIT SUISSE 201-290210 SHORT TERM (SEE ATTACHED | P | VARIOUS | VARIOUS |
| d | CREDIT SUISSE 201-290210 SHORT OPTION PUTS | P | VARIOUS | VARIOUS |
| e | CREDIT SUISSE 2N1-002722 SHORT TERM (SEE ATTACHED | P | VARIOUS | VARIOUS |
| f | CREDIT SUISSE 2N1-002722 LONG TERM (SEE ATTACHED) | P | VARIOUS | VARIOUS |
| g | CREDIT SUISSE 2N1-006285 SHORT TERM (SEE ATTACHED | P | VARIOUS | VARIOUS |
| h | CREDIT SUISSE 2N1-006285 LONG TERM (SEE ATTACHED) | P | VARIOUS | VARIOUS |
| i | PUBLICLY TRADED PARTNERSHIPS DISPOSITION ADJUSTME | P | VARIOUS | VARIOUS |
| 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 | 954,766. | | 932,680. | 22,086. |
| b | 394,682. | | 260,567. | 134,115. |
| c | 204,211. | | 256,427. | <52,216.> |
| d | 3,842. | | | 3,842. |
| e | 233,568. | | 288,940. | <55,372.> |
| f | 134,800. | | 150,699. | <15,899.> |
| g | 1,447,040. | | 1,571,215. | <124,175.> |
| h | 15,657. | | 10,167. | 5,490. |
| i | 289. | | | 289. |
| j | | | | |
| k | | | | |
| l | | | | |
| m | | | | |
| n | | | | |
| o | | | | |

| | Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-") |
|---|---|---|---|---|
| | (i) F M V as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any | |
| a | | | | 22,086. |
| b | | | | 134,115. |
| c | | | | <52,216.> |
| d | | | | 3,842. |
| e | | | | <55,372.> |
| f | | | | <15,899.> |
| g | | | | <124,175.> |
| h | | | | 5,490. |
| i | | | | 289. |
| 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 | <81,840.> |
| 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 |

923591
04-24-09

GEORGE AND AMANDA HANLEY FOUNDATION - 2009 PTP DISPOSITIONS FEIN· 02-0631312

| # Units | Date Acquired | Date Sold | Gross Proceeds | Purchase Price | Net Gain per broker | Cumulative Adjustments to Basis | Revised Gain w/ Ptrship Basis | Ordinary | ST Cap Gain |
|---|---|---|---|---|---|---|---|---|---|
| THE BLACKSTONE GROUP, L P. | | | | | | | | | |
| 2,000 | 08/07/08 | 03/24/09 | 13,140 | 20,026 | -6,886 | -414 | -6,472 | 0 | -6,472 |
| 800 | 08/13/08 | 03/24/09 | 5,256 | 8,010 | -2,754 | -166 | -2,588 | 0 | -2,588 |
| 800 | 02/02/09 | 03/24/09 | 5,256 | 8,010 | -2,754 | 29 | -2,783 | 0 | -2,783 |
| 2,000 | 02/02/09 | 03/24/09 | 13,140 | 20,026 | -6,886 | 69 | -6,955 | 0 | -6,955 |
| 400 | 02/19/09 | 03/24/09 | 2,628 | 4,005 | -1,377 | 16 | -1,393 | 0 | -1,393 |
| 112 | 02/19/09 | 06/05/09 | 736 | 1,121 | -386 | -18 | -368 | 0 | -368 |
| 388 | 02/23/09 | 06/05/09 | 2,549 | 3,885 | -1,336 | -63 | -1,273 | 0 | -1,273 |
| **6,500** | | | **42,705** | **65,084** | **-22,379** | **-547** | **-21,832** | **0** | **-21,832** |
| FORTRESS INVESTMENT GROUP | | | | | | | | | |
| 2,525 | 05/01/09 | 08/11/09 | 12,915 | 7,064 | 5,851 | 61 | 5,790 | 0 | 5,790 |
| 2,475 | 05/01/09 | 10/15/09 | 13,874 | 6,924 | 6,950 | 193 | 6,757 | 0 | 6,757 |
| 50 | 05/04/09 | 10/15/09 | 280 | 149 | 131 | 4 | 127 | 0 | 127 |
| **5,050** | | | **27,069** | **14,137** | **12,932** | **258** | **12,674** | **0** | **12,674** |
| TOTALS | | | **69,774** | **79,221** | **-9,447** | **-289** | **-9,158** | **0** | **-9,158** |

PTP DISPOSITION ADJUSTMENT **289**

George and Amanda Hanley Foundation 02-631312

STATEMENT D SUMMARY OF SCHEDULE D GAIN(LOSS) ATTACHMENTS - 2009

| Account: | | | Sec | Pages | Date Acquired | Sale DATE | Gross Proceeds | Cost | Gain(Loss) |
|---|---|---|---|---|---|---|---|---|---|
| **SHORT TERM** | | | | | | | | | |
| 1 Credit Suisse | 201-290202 | see Attached ... | A | 1-3 | 06/04/09 | various | 954,766 | 932,680 | 22,086 |
| 2 Credit Suisse | 201-290210 | see Attached | B | 1-2 | various | various | 204,211 | 256,427 | (52,216) |
| 3 Credit Suisse | 2N1-002722 | see Attached ... | C | 1-8 | various | various | 233,568 | 288,940 | (55,372) |
| 4 Credit Suisse | 2N-006285 | see Attached ... | D | 1-8 | various | various | 1,447,040 | 1,571,215 | (124,175) |
| | | **TOTAL SHORT TERM GAIN (LOSS)** | | | | | **2,839,585** | **3,049,262** | **(209,677)** |
| **LONG TERM** | | | | | | | | | |
| 1 Credit Suisse | 201-290202 | see Attached | A | 3-4 | various | various | 394,682 | 260,567 | 134,115 |
| 2 Credit Suisse | 201-290210 | see Attached | B | 2 | various | various | 3,842 | - | 3,842 |
| 3 Credit Suisse | 2N1-002722 | see Attached | C | 8-9 | various | various | 134,800 | 150,699 | (15,899) |
| 4 Credit Suisse | 2N-006285 | see Attached .. | D | 8 | | | 15,657 | 10,167 | 5,490 |
| | | **TOTAL LONG TERM GAIN (LOSS)** | | | | | **548,981** | **421,433** | **127,548** |
| | | **COMBINED** | | | | | **3,388,566** | **3,470,695** | **(82,129)** |

Recipient's Name and Address:

GEORGE AND AMANDA HANLEY
FOUNDATION

**Account Number: 201-290202**

Recipient's Identification
Number: 02-0631312

# 2009 TAX and YEAR-END STATEMENT
## Revised Statement as of 03/09/2010

## TRANSACTIONS WE DO NOT REPORT TO THE IRS *(Continued)*

### SECURITIES PURCHASED *(Continued)*

| Description | CUSIP | Trade/Process Date | Quantity | Net Cost | Accrued Interest Purchased Amount | Security Type |
|---|---|---|---|---|---|---|
| POWERSHARES DB U S DLR INDEX TR POWERSHARES DV US$ INDEX BULLISH FD COM UNIT | 73936D107 | 12/11/2009 | 5,000 | 113,650.00 | | |
| SG STRUCTURED PRODS INC LEVERAGED PARTN NT PMT AT MAT LKD DJUBS COMMODITY NT 0.000% 06/24/13 B/E DTD 06/23/09 | 78423AVE9 | 06/17/2009 | 200,000 | 200,000.00 | | |
| THIRD AVENUE FOCUS CREDIT FUND | 884116708 | 09/29/2009 | 14,807.50200 | 150,100.00 | | |
| UNITED STS NAT GAS FD LP UNIT | 912318102 | 01/12/2009 | 1,500 | 34,057.55 | | |
| | | 04/14/2009 | 500 | 7,360.00 | | |
| | | | | ------------ | | |
| | | | | 41,417.55 | | |
| **Total** | | | | **1,715,754.29** | **0.00** | |

**Securities Purchased.** Securities purchased through your account during 2009 are displayed in this section We provide this information to you because you will need it to calculate a gain or loss upon disposition of the securities. The net cost displayed includes commissions and fees If the security purchased is a debt instrument, the net cost does not include accrued interest purchased. Accrued interest purchased is reported separately in this section of your Tax Information Statement. The cost of securities purchased during 2009 should be reported on your tax return in the year in which the securities are sold or redeemed on IRS Form 1040, Schedule D

## SCHEDULE of REALIZED GAINS and LOSSES

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| **Short Term** | | | | | | | | |
| 01/26/09 | 01/13/09 | SELL | BARCLAYS BK PLC IPATH INDEX LKD TO | OIL | 1,000.000 | 20,876.40 | 21,324.98 | 448.58 |
| 02/11/09 | 01/06/09 | SELL | PIMCO EMERGING MARKETS BOND FUND | PEBCX | 5,827.506 | 50,000.00 | 49,242.42 | (757.58) |
| 02/11/09 | 01/30/09 | SELL | PIMCO EMERGING MARKETS BOND FUND | PEBCX | 28.982 | 246.06 | 244.90 | (1.16) |
| 03/19/09 | 03/18/09 | SELL | ALCOA INC COM | AA | 2,100.000 | 11,025.00 | 13,483.50 | 2,458.50 |
| 03/23/09 | 03/18/09 | SELL | ALCOA INC COM | AA | 2,100.000 | 11,025.00 | 13,982.92 | 2,957.92 |
| 04/03/09 | 04/01/09 | SELL | AMERICAN ELECTRIC POWER CO | AEP | 1,000.000 | 24,500.00 | 25,969.35 | 1,469.35 |

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Recipient's Name and Address:
GEORGE AND AMANDA HANLEY
FOUNDATION

Account Number: 201-290202

Recipient's Identification
Number: 02-0631312

**2009 TAX and**
**YEAR-END STATEMENT**
**Revised Statement as of 03/09/2010**

## TRANSACTIONS WE DO NOT REPORT TO THE IRS *(Continued)*

## SCHEDULE of REALIZED GAINS and LOSSES *(Continued)*

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| **Short Term** *(continued)* | | | | | | | | |
| 04/30/09 | 02/11/09 | SELL | ISHARES TR IBOXX USD INVT GRADE | LQD | 250.000 | 24,964.98 | 23,963.20 | (1,001.78) |
| 05/07/09 | 01/26/09 | SELL | POWERSHARES DB MULTI SECTOR COMMODITY TR | DBO | 100.000 | 1,966.92 | 2,121.23 | 154.31 |
| 05/19/09 | 01/26/09 | SELL | POWERSHARES DB MULTI SECTOR COMMODITY TR | DBO | 1,000.000 | 19,669.21 | 22,356.12 | 2,686.91 |
| 06/24/09 | 01/12/09 | SELL | UNITED STS NAT GAS FD LP UNIT | UNG | 1,500.000 | 34,057.55 | 21,231.95 | (12,825.60) |
| 06/24/09 | 04/14/09 | SELL | UNITED STS NAT GAS FD LP UNIT | UNG | 500.000 | 7,360.00 | 7,077.31 | (282.69) |
| 06/29/09 | 06/04/09 | SELL | CAL DIVE INTL INC DEL COM | DVR | 2,000.000 | 17,000.00 | 16,943.56 | (56.44) |
| 07/02/09 | 02/11/09 | SELL | PIMCO EMERGING LOCAL BOND FUND | PELCX | 1,109.878 | 8,534.96 | 9,928.27 | 1,393.31 |
| 08/31/09 | 08/25/09 | SELL | CURRENCYSHARES JAPANESE YEN TR | FXY | 500.000 | 52,864.95 | 53,478.62 | 613.67 |
| 09/01/09 | 08/25/09 | SELL | CURRENCYSHARES JAPANESE YEN TR | FXY | 1,000.000 | 105,729.90 | 106,717.25 | 987.35 |
| 09/28/09 | 02/11/09 | SELL | PIMCO EMERGING LOCAL BOND FUND | PELCX | 1,024.590 | 7,879.10 | 9,923.63 | 2,044.53 |
| 10/01/09 | 10/01/09 | SELL | ENERGY TRANSFER PART LP UNIT LTD | ETP | 1,000.000 | 41,270.00 | 41,178.93 | (91.07) |
| 10/07/09 | 10/07/09 | SELL | LINN ENERGY LLC UNIT REPSTG LTD | LINE | 1,000.000 | 21,900.00 | 22,210.52 | 310.52 |
| 11/10/09 | 11/10/09 | SELL | NUSTAR ENERGY LP COM UNIT | NS | 1,000.000 | 52,450.00 | 52,398.65 | (51.35) |
| 11/18/09 | 11/06/09 | SELL | ISHARES TR BARCLAYS 20+ TREAS BD FD | TLT | 1,000.000 | 93,116.00 | 95,057.75 | 1,941.75 |
| 11/19/09 | 11/17/09 | SELL | AMERICAN WTR WKS CO INC NEW COM | AWK | 1,000.000 | 21,630.00 | 21,299.45 | (330.55) |
| 11/30/09 | 01/06/09 | SELL | LORD ABBETT FLOATING RATE FUND | LFRAX | 13,140.604 | 100,000.00 | 118,223.09 | 18,223.09 |
| 11/30/09 | 01/30/09 | SELL | LORD ABBETT FLOATING RATE FUND | LFRAX | 46.246 | 363.49 | 416.06 | 52.57 |

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Seq # (201 020349)

Recipient's Name and Address:

GEORGE AND AMANDA HANLEY
FOUNDATION

**Account Number: 201-290202**

Recipient's Identification
Number: 02-0631312

**2009 TAX and**
**YEAR-END STATEMENT**
**Revised Statement as of 03/09/2010**

## TRANSACTIONS WE DO NOT REPORT TO THE IRS *(Continued)*

## SCHEDULE of REALIZED GAINS and LOSSES *(Continued)*

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| **Short Term** *(continued)* | | | | | | | | |
| 11/30/09 | 02/27/09 | SELL | LORD ABBETT FLOATING RATE FUND | LFRAX | 57.394 | 452.84 | 516.36 | 63.52 |
| 11/30/09 | 03/31/09 | SELL | LORD ABBETT FLOATING RATE FUND | LFRAX | 65.441 | 519.60 | 588.76 | 69.16 |
| 11/30/09 | 04/30/09 | SELL | LORD ABBETT FLOATING RATE FUND | LFRAX | 59.941 | 496.91 | 539.28 | 42.37 |
| 11/30/09 | 05/29/09 | SELL | LORD ABBETT FLOATING RATE FUND | LFRAX | 65.931 | 561.73 | 593.17 | 31.44 |
| 11/30/09 | 06/30/09 | SELL | LORD ABBETT FLOATING RATE FUND | LFRAX | 70.873 | 618.72 | 637.63 | 18.91 |
| 11/30/09 | 07/31/09 | SELL | LORD ABBETT FLOATING RATE FUND | LFRAX | 73.637 | 659.05 | 662.50 | 3.45 |
| 11/30/09 | 08/31/09 | SELL | LORD ABBETT FLOATING RATE FUND | LFRAX | 76.839 | 691.55 | 691.29 | (0.26) |
| 12/09/09 | 12/07/09 | SELL | NEW YORK CMNTY BANCORP INC COM | NYB | 2,500.000 | 32,500.00 | 32,149.16 | (350.84) |
| 12/10/09 | 12/09/09 | SELL | AMERICAN AXLE & MFG HLDGS INC COM | AXL | 3,000.000 | 21,600.00 | 21,693.33 | 93.33 |
| 12/11/09 | 12/07/09 | SELL | NEW YORK CMNTY BANCORP INC COM | NYB | 2,500.000 | 32,500.00 | 32,724.15 | 224.15 |
| 12/21/09 | 12/11/09 | SELL | POWERSHARES DB U S DLR INDEX TR | UUP | 5,000.000 | 113,650.00 | 115,197.03 | 1,547.03 |
| **Total Short Term** | | | | | | **932,679.92** | **954,766.32** | **22,086.40** |
| **Long Term** | | | | | | | | |
| 08/21/09 | 06/02/04 | SELL | ACE LIMITED SHS | ACE | 500.000 | 20,900.00 | 25,295.34 | 4,395.34 |
| 08/21/09 | 06/20/05 | SELL | TRANSOCEAN LTD ZUG NAMEN AKT | RIG | 209.000 | 9,690.85 | 16,122.59 | 6,431.74 |
| 08/21/09 | 10/14/05 | SELL | TRANSOCEAN LTD ZUG NAMEN AKT | RIG | 70.000 | 3,791.13 | 5,399.91 | 1,608.78 |
| 08/21/09 | 04/08/03 | SELL | ABBOTT LABS COM | ABT | 500.000 | 18,891.00 | 22,747.07 | 3,856.07 |
| 08/21/09 | 10/14/05 | SELL | ABBOTT LABS COM | ABT | 100.000 | 4,254.00 | 4,549.42 | 295.42 |

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Recipient's Name and Address:
GEORGE AND AMANDA HANLEY
FOUNDATION

Account Number: 201-290202

Recipient's Identification
Number: 02-0631312

**2009 TAX and
YEAR-END STATEMENT
Revised Statement as of 03/09/2010**

## TRANSACTIONS WE DO NOT REPORT TO THE IRS *(Continued)*

## SCHEDULE of REALIZED GAINS and LOSSES *(Continued)*

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| **Long Term** *(continued)* | | | | | | | | |
| 08/21/09 | 03/06/03 | SELL | APACHE CORP | APA | 400.000 | 12,542.00 | 35,419.88 | 22,877.88 |
| 08/21/09 | 11/17/04 | SELL | APPLE INC COM | AAPL | 150.000 | 4,101.60 | 25,231.15 | 21,129.55 |
| 08/21/09 | 08/15/07 | SELL | APPLE INC COM | AAPL | 100.000 | 12,407.01 | 16,820.76 | 4,413.75 |
| 08/21/09 | 06/24/05 | SELL | BAXTER INTERNATIONAL INC | BAX | 600.000 | 22,236.00 | 33,688.61 | 11,452.61 |
| 08/21/09 | 10/14/05 | SELL | BAXTER INTERNATIONAL INC | BAX | 100.000 | 3,730.00 | 5,614.77 | 1,884.77 |
| 08/21/09 | 11/17/04 | SELL | CISCO SYSTEMS INC | CSCO | 1,000.000 | 19,540.00 | 22,069.93 | 2,529.93 |
| 08/21/09 | 10/14/05 | SELL | CISCO SYSTEMS INC | CSCO | 600.000 | 10,386.00 | 13,241.95 | 2,855.95 |
| 08/21/09 | 11/29/06 | SELL | DIAMOND OFFSHORE DRILLING INC COM | DO | 400.000 | 31,368.00 | 35,735.87 | 4,367.87 |
| 08/21/09 | 07/27/06 | SELL | INTERNATIONAL BUSINESS MACHS CORP | IBM | 200.000 | 15,408.00 | 23,931.78 | 8,523.78 |
| 08/21/09 | 07/27/06 | SELL | INTERNATIONAL BUSINESS MACHS CORP | IBM | 200.000 | 15,408.00 | 23,931.78 | 8,523.78 |
| 08/21/09 | 08/15/07 | SELL | INTERNATIONAL BUSINESS MACHS CORP | IBM | 100.000 | 11,178.00 | 11,965.89 | 787.89 |
| 08/21/09 | 06/28/05 | SELL | ORACLE CORP COM | ORCL | 1,500.000 | 19,125.00 | 32,902.63 | 13,777.63 |
| 08/21/09 | 10/14/05 | SELL | ORACLE CORP COM | ORCL | 400.000 | 4,864.00 | 8,774.03 | 3,910.03 |
| 08/21/09 | 08/15/07 | SELL | ORACLE CORP COM | ORCL | 400.000 | 7,832.00 | 8,774.04 | 942.04 |
| 08/21/09 | 11/17/04 | SELL | SCHLUMBERGER LTD COM ISIN#AN8068571086 | SLB | 200.000 | 6,457.00 | 11,232.39 | 4,775.39 |
| 08/21/09 | 11/17/04 | SELL | SCHLUMBERGER LTD COM ISIN#AN8068571086 | SLB | 200.000 | 6,457.00 | 11,232.39 | 4,775.39 |
| **Total Long Term** | | | | | | **260,566.59** | **394,682.18** | **134,115.59** |
| **Total Short Term and Long Term** | | | | | | **1,193,246.51** | **1,349,448.50** | **156,201.99** |

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Recipient's Name and Address:

GEORGE AND AMANDA HANLEY
FOUNDATION

Account Number: 201-290210

Recipient's Identification
Number. 02-0631312

# 2009 TAX and YEAR-END STATEMENT

## TRANSACTIONS WE DO NOT REPORT TO THE IRS (Continued)

### SECURITIES PURCHASED (Continued)

| Description | CUSIP | Trade/Process Date | Quantity | Net Cost | Accrued Interest Purchased Amount | Security Type |
|---|---|---|---|---|---|---|
| CB RICHARD ELLIS GROUP INC CL A SHS | 12497T101 | 02/23/2009 | 8,200 | 27,469.96 | | |
| CONOCOPHILLIPS COM | 20825C104 | 03/04/2009 | 1,100 | 40,226.68 | | |
| GENERAL ELECTRIC CO COM | 369604103 | 02/18/2009 | 1,300 | 14,424.00 | | |
| | | 02/24/2009 | 7,000 | 63,051.70 | | |
| | | | | 77,475.70 | | |
| ISHARES TR DOW JONES U S REAL ESTATE INDEX FD | 464287739 | 01/26/2009 | 1,000 | 32,397.00 | | |
| KINDER MORGAN ENERGY PARTNERS L.P. COM UNITS REPSTG LTD PARTNER INTERESTS | 494550106 | 02/26/2009 | 900 | 42,255 00 | | |
| MEAD JOHNSON NUTRITION CO COM | 582839106 | 02/10/2009 | 1,000 | 24,000.00 | | |
| STEEL DYNAMICS INC COM | 858119100 | 03/12/2009 | 3,100 | 21,138.64 | | |
| **Total** | | | | 319,688.78 | 0.00 | |

**Securities Purchased.** Securities purchased through your account during 2009 are displayed in this section We provide this information to you because you will need it to calculate a gain or loss upon disposition of the securities The net cost displayed includes commissions and fees If the security purchased is a debt instrument, the net cost does not include accrued interest purchased Accrued interest purchased is reported separately in this section of your Tax Information Statement. The cost of securities purchased during 2009 should be reported on your tax return in the year in which the securities are sold or redeemed on IRS Form 1040, Schedule D.

## SCHEDULE of REALIZED GAINS and LOSSES

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| **Short Term** | | | | | | | | |
| 01/05/09 | 12/08/08 | SELL | ORACLE CORP COM | ORCL | 1,000.000 | 17,167.60 | 17,878.29 | 710.69 |
| 01/17/09 | 10/21/08 | XOPTS | CALL 100 JOY GLOBAL INC 01-17-09 @ 35.00 | JQY-AG | (14.000) | 0.00 | 2,979.98 | 2,979.98 |
| 01/26/09 | 12/02/08 | BUY | ISHARES TR DOW JONES U S REAL ESTATE | IYR | (1,000.000) | 32,397.00 | 29,325.03 | (3,071 97) |
| 01/28/09 | 12/05/08 | SELL | CELGENE CORP | CELG | 750.000 | 38,219 05 | 38,873.13 | 654.08 |

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Recipient's Name and Address:

GEORGE AND AMANDA HANLEY
FOUNDATION

Account Number: 201-290210

Recipient's Identification
Number 02-0631312

**2009 TAX and YEAR-END STATEMENT**

## TRANSACTIONS WE DO NOT REPORT TO THE IRS *(Continued)*

## SCHEDULE of REALIZED GAINS and LOSSES *(Continued)*

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| Short Term *(continued)* | | | | | | | | |
| 01/28/09 | 01/05/09 | BUY | CALL 100 CELGENE CORP 04-18-09 @ 60 00 | 1510209DL | (7.000) | 1,020.00 | 2,489.98 | 1,469 98 |
| 02/06/09 | 12/16/08 | SELL | PROSHARES ULTRA FINLS | UYG | 5,400.000 | 32,497.30 | 19,235.89 | (13,261.41) |
| 02/13/09 | 02/10/09 | SELL | MEAD JOHNSON NUTRITION CO COM | MJN | 1,000 000 | 24,000.00 | 26,899 84 | 2,899.84 |
| 03/03/09 | 02/26/09 | SELL | KINDER MORGAN ENERGY PARTNERS L.P. COM | KMP | 900.000 | 42,255 00 | 36,856.85 | (5,398.15) |
| 03/12/09 | 09/10/08 | SELL | ENERGY CONVERSION DEVICES INC | ENER | 1,200.000 | 64,963 96 | 19,209 77 | (45,754.19) |
| 03/12/09 | 11/03/08 | BUY | CALL 100 ENERGY CONVERSI 03-21-09 @ 50.00 | EQI-CJ | (12.000) | 65.08 | 6,619.96 | 6,554.88 |
| 03/18/09 | 03/16/09 | TOA | [2]CALL 100 INTERCONTINE 04-18-09 @ 75.00 | 45865V9DO | (4.000) | Please Provide | 1,404.99 | N/A |
| 03/18/09 | 01/27/09 | TOA | [2]CALL 100 JOY GLOBAL INC 07-18-09 @ 30 00 | JQY-GF | (14.000) | Please Provide | 2,437 06 | N/A |
| **Total Short Term** | | | | | | **252,584.99** | **204,210.77** | **(52,216.27)** |
| **Total Short Term and Long Term** | | | | | | **252,584.99** | **204,210.77** | **(52,216.27)** |

The Schedule of Realized Gains and Losses is not reported to the IRS. This Schedule may not reflect all cost basis adjustments necessary for tax reporting purposes, for example, it does not reflect disallowed losses from wash sale events. Adjustments to cost basis may have been made for prior income received and subsequently reclassified by the issuer as a return of capital. Typically these adjustments are received after year-end and there may be differences in cost basis reflected on your monthly client brokerage statement at year end versus any subsequent reports or online displays you may have available to you Return of capital information has been obtained from sources we believe to be reliable.

When you report your cost basis on your tax return, it should be verified with your own records In particular, there may be other adjustments which you need to make and you should consult with your tax advisor in order to properly report your gain or loss for tax purposes. Pershing shall not be responsible for and makes no representations or warranties with respect to the accuracy of any information that you report to the IRS or other taxing authorities, and, accordingly, disclaims any and all liability that may arise with respect to your use and reliance on the information provided herein for such reporting.

[2]Realized gains and losses are not reported for this closing transaction because the cost basis or proceeds is not available. As a result, Totals will not reflect information for this security.

**There may be differences between the Schedule of Realized Gains and Losses and 1099 reporting. Below are some of the reasons for these differences:**

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## TRANSACTIONS WE DO NOT REPORT TO THE IRS *(Continued)*

### SECURITIES PURCHASED *(Continued)*

| Description | CUSIP | Trade/Process Date | Quantity | Net Cost | Accrued Interest Purchased Amount | Security Type |
|---|---|---|---|---|---|---|
| WINTRUST FINL CORP COM | 97650W108 | 10/27/2009 | 560 | 16,292.02 | | |
| **Total** | | | | **202,952.00** | **0.00** | |

**Securities Purchased.** Securities purchased through your account during 2009 are displayed in this section We provide this information to you because you will need it to calculate a gain or loss upon disposition of the securities The net cost displayed includes commissions and fees. If the security purchased is a debt instrument, the net cost does not include accrued interest purchased. Accrued interest purchased is reported separately in this section of your Tax Information Statement. The cost of securities purchased during 2009 should be reported on your tax return in the year in which the securities are sold or redeemed on IRS Form 1040, Schedule D.

## SCHEDULE of REALIZED GAINS and LOSSES

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| Short Term | | | | | | | | |
| 01/14/09 | 12/02/08 | SELL | PUT 100 ISHARES TR MSCI 03-21-09 @ 35.00 | EFE-OI | 50.000 | 15,170.50 | 7,627.14 | (7,543.36) |
| 01/17/09 | 06/16/08 | XOPTS | 2CALL 100 BAXTER INTERNAT 01-17-09 @ 60.00 | BAX-AL | (3.000) | 0.00 | 0.00 | N/A |
| 01/17/09 | 07/14/08 | XOPTS | 2CALL 100 GENERAL ELEC CO 01-17-09 @ 45.00 | GE-AI | (4.000) | 0.00 | 0.00 | N/A |
| 01/17/09 | 04/15/08 | XOPTS | CALL 100 MICROSOFT CO 01-17-09 @ 32.50 | MSQ-AZ | (5.000) | 0.00 | 664.99 | 664.99 |
| 01/20/09 | 12/02/08 | SELL | PUT 100 ISHARES TR MSCI 03-21-09 @ 35.00 | EFE-OI | 25.000 | 7,585.25 | 5,000.00 | (2,585.25) |
| 01/20/09 | 12/04/08 | SELL | PUT 100 ISHARES TR MSCI 03-21-09 @ 35.00 | EFE-OI | 25.000 | 7,375.00 | 5,000.00 | (2,375.00) |
| 01/29/09 | 11/14/08 | BUY | CALL 100 DEVON ENERGY CO 01-16-10 @ 90.00 | YQ-AR | (2.000) | 1,041.84 | 2,397.14 | 1,355.30 |

## TRANSACTIONS WE DO NOT REPORT TO THE IRS (Continued)

## SCHEDULE of REALIZED GAINS and LOSSES (Continued)

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| **Short Term** *(continued)* | | | | | | | | |
| 01/29/09 | 11/17/08 | BUY | CALL 100 DIAMOND OFFSHOR 01-16-10 @ 90 00 | WFJ-AR | (2.000) | 1,160.00 | 2,300.00 | 1,140.00 |
| 01/29/09 | 08/14/08 | BUY | CALL 100 GENZYME CORP CO 01-16-10 @ 90.00 | 3719419AR | (2.000) | 676.74 | 2,060.00 | 1,383.26 |
| 01/29/09 | 09/26/08 | BUY | CALL 100 INTEL CORP 01-16-10 @ 25.00 | WNL-AE | (8.000) | 120.00 | 1,096.00 | 976.00 |
| 01/29/09 | 04/10/08 | SELL | METAVANTE HLDG CO COM STOCK MERGER EFF | 591407101 | 267.000 | 5,383.49 | 4,025.19 | (1,358.30) |
| 02/03/09 | 09/26/08 | BUY | CALL 100 CISCO SYSTEMS I 01-16-10 @ 30.00 | WCY-AF | (8.000) | 120.00 | 1,506.78 | 1,386.78 |
| 02/03/09 | 09/26/08 | BUY | CALL 100 COCA COLA CO 01-16-10 @ 60.00 | WKO-AL | (3.000) | 165.00 | 853.80 | 688.80 |
| 02/03/09 | 08/20/08 | BUY | CALL 100 FPL GROUP INC 01-16-10 @ 70.00 | YVL-AN | (3.000) | 345.00 | 1,170.00 | 825.00 |
| 02/13/09 | 02/03/09 | BUY | CALL 100 COCA COLA CO 01-16-10 @ 50.00 | WKO-AJ | (3.000) | 720.00 | 645.00 | (75.00) |
| 02/19/09 | 12/08/08 | SELL | PUT 100 ISHARES TR MSCI 03-21-09 @ 35 00 | EFE-OI | 50.000 | 12,500.00 | 4,500.00 | (8,000.00) |
| 02/19/09 | 12/10/08 | SELL | PUT 100 ISHARES TR MSCI 03-21-09 @ 35.00 | EFE-OI | 25.000 | 5,375.00 | 2,250.00 | (3,125.00) |
| 02/19/09 | 12/19/08 | SELL | PUT 100 ISHARES TR MSCI 03-21-09 @ 35.00 | EFE-OI | 25.000 | 3,750.00 | 2,250.00 | (1,500.00) |
| 02/20/09 | 01/30/09 | SELL | PUT 100 ISHARES TR MSCI 03-21-09 @ 35.00 | EFE-OI | 50.000 | 6,000.00 | 7,886.11 | 1,886.11 |

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Recipient's Name and Address:

GEORGE AND AMANDA HANLEY
FOUNDATION

**Account Number: 2N1-002722**

Recipient's Identification
Number: 02-0631312

# 2009 TAX and YEAR-END STATEMENT

## TRANSACTIONS WE DO NOT REPORT TO THE IRS *(Continued)*

## SCHEDULE of REALIZED GAINS and LOSSES *(Continued)*

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| **Short Term** *(continued)* | | | | | | | | |
| 02/20/09 | 02/11/09 | SELL | PUT 100 ISHARES TR MSCI 03-21-09 @ 35.00 | EFE-OI | 50.000 | 4,500.00 | 6,500.00 | 2,000.00 |
| 03/10/09 | 03/02/09 | SELL | CALL 100 STANDARD AND PO 03-21-09 @ 75.00 | SZC-CW | 125.000 | 19,298.21 | 10,625.00 | (8,673.21) |
| 03/17/09 | 02/03/09 | BUY | CALL 100 ACE LTD ORD 01-16-10 @ 60.00 | YJC-AL | (2.000) | 298.40 | 600.00 | 301.60 |
| 03/17/09 | 01/29/09 | BUY | CALL 100 METLIFE INC COM 01-16-10 @ 50.00 | YDL-AJ | (3 000) | 330.00 | 986.73 | 656.73 |
| 03/17/09 | 12/01/08 | BUY | CALL 100 PNC FINL SVCS G 01-16-10 @ 60.00 | WYL-AL | (3.000) | 375.00 | 2,310.00 | 1,935.00 |
| 03/23/09 | 08/21/08 | BUY | CALL 100 BLACKSTONE G 01-16-10 @ 25.00 | KJL-AE | (8.000) | 120.00 | 1,080.00 | 960.00 |
| 04/24/09 | 12/01/08 | BUY | CALL 100 TRANSOCEAN I 01-16-10 @ 80.00 | WVX-AP | (2.000) | 1,480.00 | 2,180.00 | 700.00 |
| 04/24/09 | 11/17/08 | BUY | CALL 100 APACHE CORP 01-16-10 @ 95.00 | KXE-AS | (2.000) | 520.00 | 2,660.00 | 2,140.00 |
| 04/24/09 | 01/29/09 | BUY | CALL 100 DEVON ENERGY CO 01-16-10 @ 70.00 | YQ-AN | (2.000) | 590.00 | 2,260.00 | 1,670.00 |
| 04/24/09 | 12/11/08 | BUY | CALL 100 FLUOR CORP NEW 01-16-10 @ 65.00 | LLF-AM | (2.000) | 340.00 | 2,276.76 | 1,936.76 |
| 04/24/09 | 12/01/08 | BUY | CALL 100 METTLER TOLEDO 07-18-09 @ 85.00 | MTD-GQ | (2.000) | 47.35 | 1,420.00 | 1,372.65 |

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Recipient's Name and Address:

GEORGE AND AMANDA HANLEY
FOUNDATION

Account Number: 2N1-002722

Recipient's Identification
Number: 02-0631312

# 2009 TAX and YEAR-END STATEMENT

## TRANSACTIONS WE DO NOT REPORT TO THE IRS (Continued)

## SCHEDULE of REALIZED GAINS and LOSSES (Continued)

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| **Short Term** *(continued)* | | | | | | | | |
| 04/24/09 | 11/19/08 | BUY | CALL 100 PROCTER & GAMBL 01-16-10 @ 70.00 | WPG-AN | (2.000) | 60.00 | 1,320.00 | 1,260.00 |
| 05/07/09 | 04/06/09 | SELL | PUT 100 ISHARES TR MSCI 05-16-09 @ 39.00 | 4642C89QM | 60.000 | 12,300.00 | 180.00 | (12,120.00) |
| 05/20/09 | 09/11/08 | SELL | GENERAL ELECTRIC CO COM | GE | 300.000 | 8,154.33 | 4,209.00 | (3,945.33) |
| 05/20/09 | 12/11/08 | SELL | GENERAL ELECTRIC CO COM | GE | 100.000 | 1,749.92 | 1,403.00 | (346.92) |
| 06/02/09 | 08/08/08 | SELL | BLACKSTONE GROUP L P COM UNIT REPSTG LTD | BX | 500.000 | 9,298.45 | 5,261.60 | (4,036.85) |
| 06/02/09 | 03/23/09 | BUY | CALL 100 BLACKSTONE G 01-16-10 @ 15 00 | XJM-AC | (5.000) | 850.00 | 678.24 | (171.76) |
| 06/05/09 | 05/18/09 | SELL | PUT 100 ISHARES TR MSCI 07-18-09 @ 44.00 | 4642C89SR | 25.000 | 6,000.00 | 2,502.45 | (3,497.55) |
| 06/05/09 | 05/26/09 | SELL | PUT 100 ISHARES TR MSCI 07-18-09 @ 44.00 | 4642C89SR | 35.000 | 5,038.25 | 3,503.42 | (1,534.83) |
| 07/08/09 | 05/26/09 | SELL | PUT 100 ISHARES TR MSCI 07-18-09 @ 44.00 | 4642C89SR | 15.000 | 2,159 25 | 1,350.00 | (809.25) |
| 07/08/09 | 06/03/09 | SELL | PUT 100 ISHARES TR MSCI 07-18-09 @ 44.00 | 4642C89SR | 35.000 | 3,850.00 | 3,150.00 | (700.00) |
| 07/09/09 | 06/03/09 | SELL | PUT 100 ISHARES TR MSCI 07-18-09 @ 44.00 | 4642C89SR | 50.000 | 5,500.00 | 2,750.00 | (2,750.00) |
| 07/17/09 | 11/17/08 | BUY | CALL 100 APPLE INC COM 01-16-10 @ 110.00 | QAA-AB | (1.000) | 4,448.00 | 1,745.00 | (2,703.00) |

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**Recipient's Name and Address:**

GEORGE AND AMANDA HANLEY
FOUNDATION

**Account Number: 2N1-002722**

Recipient's Identification
Number: 02-0631312

# 2009 TAX and YEAR-END STATEMENT

## TRANSACTIONS WE DO NOT REPORT TO THE IRS *(Continued)*

## SCHEDULE of REALIZED GAINS and LOSSES *(Continued)*

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| **Short Term** *(continued)* | | | | | | | | |
| 07/18/09 | 06/30/09 | XOPT | PUT 100<br>ISHARES TR MSCI<br>07-18-09 @ 44.00 | 4642C89SR | 100.000 | 4,500.00 | 0.00 | (4,500.00) |
| 07/20/09 | 09/18/08 | BUY | CALL 100<br>AMERICAN TOWER<br>01-16-10 @ 40.00 | AMT-AH | (5.000) | 375.00 | 2,200.00 | 1,825.00 |
| 07/20/09 | 02/03/09 | BUY | CALL 100<br>CISCO SYSTEMS I<br>01-16-10 @ 20.00 | CYQ-AD | (8.000) | 1,960.00 | 948.00 | (1,012.00) |
| 07/20/09 | 04/24/09 | BUY | CALL 100<br>METTLER TOLEDO<br>10-17-09 @ 60.00 | 5926889JL | (2.000) | 4,880.00 | 735.27 | (4,144.73) |
| 08/07/09 | 08/12/08 | SELL | GENZYME CORP COM<br>FORMERLY COM GEN DIV | GENZ | 200.000 | 15,899.18 | 9,592.26 | (6,306.92) |
| 08/07/09 | 05/20/09 | BUY | CALL 100<br>GENZYME CORP CO<br>01-16-10 @ 70.00 | GZQ-AN | (2.000) | 60.00 | 540.00 | 480.00 |
| 08/27/09 | 11/13/08 | BUY | CALL 100<br>ARCHER DANIELS<br>01-16-10 @ 35.00 | ADM-AG | (4.000) | 220.00 | 1,160.08 | 940.08 |
| 08/27/09 | 11/14/08 | BUY | CALL 100<br>CELGENE CORP<br>01-16-10 @ 70.00 | DXQ-AN | (2.000) | 146.81 | 1,987.88 | 1,841.07 |
| 08/27/09 | 09/09/08 | SELL | CONAGRA FOODS INC | CAG | 700.000 | 13,869.87 | 14,175.91 | 306.04 |
| 08/27/09 | 09/10/08 | BUY | CALL 100<br>CONAGRA FOODS I<br>01-16-10 @ 22.50 | CAG-AX | (7.000) | 280.00 | 805.00 | 525.00 |
| 08/27/09 | 02/03/09 | BUY | CALL 100<br>JOHNSON & JOHNS<br>01-16-10 @ 60.00 | JNJ-AL | (4.000) | 1,180.00 | 1,720.00 | 540.00 |
| 08/28/09 | 02/03/09 | BUY | CALL 100<br>ABBOTT LABS<br>01-16-10 @ 60.00 | IQ-AL | (3.000) | 30.00 | 1,320.00 | 1,290.00 |

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## TRANSACTIONS WE DO NOT REPORT TO THE IRS *(Continued)*

## SCHEDULE of REALIZED GAINS and LOSSES *(Continued)*

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| Short Term *(continued)* | | | | | | | | |
| 08/28/09 | 04/24/09 | BUY | CALL 100 APACHE CORP 01-16-10 @ 80.00 | OWF-AP | (2.000) | 3,739.90 | 2,522.07 | (1,217.83) |
| 08/28/09 | 02/03/09 | BUY | CALL 100 BAXTER INTERNAT 01-16-10 @ 65.00 | BAX-AM | (3.000) | 239.96 | 1,230.00 | 990.04 |
| 08/28/09 | 12/11/08 | BUY | CALL 100 CARDINAL HEALTH 01-16-10 @ 45.00 | 14149Y9AI | (3.000) | 60.00 | 600.12 | 540.12 |
| 08/28/09 | 11/18/08 | BUY | CALL 100 INTL BUSINESS M 01-16-10 @ 100.00 | IBM-AT | (2.000) | 4,074.20 | 1,520.00 | (2,554.20) |
| 08/28/09 | 11/19/08 | BUY | CALL 100 MONSANTO CO NEW 01-16-10 @ 90.00 | MON-AU | (1.000) | 450.00 | 1,543.79 | 1,093.79 |
| 08/28/09 | 11/19/08 | BUY | CALL 100 TARGET CORP COM 01-16-10 @ 35.00 | TGT-AG | (3.000) | 3,855.00 | 2,130.00 | (1,725.00) |
| 08/31/09 | 04/24/09 | BUY | CALL 100 TRANSOCEAN I 01-16-10 @ 75.00 | VOI-AO | (2.000) | 3,020.00 | 2,920.00 | (100.00) |
| 09/01/09 | 12/11/08 | BUY | CALL 100 FIRST SOLAR INC 01-16-10 @ 170.00 | HJQ-AN | (1.000) | 276.61 | 2,912.06 | 2,635.45 |
| 09/29/09 | 01/29/09 | BUY | CALL 100 EMC CORP MASS C 01-16-10 @ 15.00 | EMC-AC | (9.000) | 2,394.00 | 842.40 | (1,551.60) |
| 09/29/09 | 11/19/08 | BUY | CALL 100 XTO ENERGY INC 01-16-10 @ 40.00 | XJV-AH | (3.000) | 1,380.00 | 2,097.21 | 717.21 |
| 10/12/09 | 01/29/09 | BUY | CALL 100 DO DIST (100 DO 01-16-10 @ 70.00 | KWJ-AN | (2.000) | 7,460.00 | 2,100.00 | (5,360.00) |

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Recipient's Name and Address:
GEORGE AND AMANDA HANLEY
FOUNDATION

Account Number: 2N1-002722

Recipient's Identification
Number: 02-0631312

# 2009 TAX and YEAR-END STATEMENT

## TRANSACTIONS WE DO NOT REPORT TO THE IRS *(Continued)*

## SCHEDULE of REALIZED GAINS and LOSSES *(Continued)*

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| Short Term *(continued)* | | | | | | | | |
| 10/12/09 | 11/19/08 | BUY | CALL 100 SCHLUMBERGER LT 01-16-10 @ 60.00 | SLB-AL | (2.000) | 1,460.00 | 1,620.00 | 160.00 |
| 10/21/09 | 08/31/09 | BUY | CALL 100 TRANSOCEAN INC 01-22-11 @ 95.00 | VOI-AS | (2.000) | 2,960.41 | 1,400.00 | (1,560.41) |
| 10/23/09 | 07/20/09 | SELL | PRIVATEBANCORP INC COM | PVTB | 600.000 | 11,883.18 | 11,385.84 | (497.34) |
| 10/23/09 | 08/07/09 | BUY | CALL 100 PRIVATE BANCORP 03-20-10 @ 35.00 | PQW-CG | (6.000) | 87.49 | 990.00 | 902.51 |
| 11/09/09 | 03/23/09 | BUY | CALL 100 BLACKSTONE GROU 01-22-11 @ 15.00 | XJM-AC | (16.000) | 5,600.00 | 2,170.37 | (3,429.63) |
| 11/16/09 | 04/24/09 | BUY | CALL 100 BECTON DICKINSO 12-19-09 @ 70.00 | BDX-LN | (2.000) | 760.00 | 660.00 | (100.00) |
| 11/16/09 | 08/28/09 | BUY | CALL 100 CAH DIST (100 C 01-22-11 @ 40.00 | OCX-AH | (3.000) | 2,142.02 | 615.00 | (1,527.02) |
| 11/16/09 | 12/11/08 | SELL | CAREFUSION CORP COM | CFN | 150.000 | 2,831.09 | 3,822.12 | 991.03 |
| 11/16/09 | 07/20/09 | BUY | CALL 100 KOHLS CORPORATI 01-22-11 @ 60.00 | OSS-AL | (2.000) | 1,380.00 | 800.00 | (580.00) |
| 11/16/09 | 02/26/09 | SELL | QUALCOMM INC | QCOM | 300.000 | 10,544.28 | 13,749.45 | 3,205.17 |
| 11/17/09 | 08/28/09 | BUY | CALL 100 TARGET CORP COM 01-22-11 @ 50.00 | VDH-AJ | (3.000) | 1,875.00 | 1,860.00 | (15.00) |
| 11/24/09 | 02/26/09 | SELL | DEVON ENERGY CORP NEW COM | DVN | 100.000 | 4,758.80 | 6,712.85 | 1,954.05 |
| 11/24/09 | 04/24/09 | BUY | CALL 100 DEVON ENERGY CO 01-22-11 @ 60.00 | VVH-AL | (3.000) | 4,500.00 | 2,912.52 | (1,587.48) |

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**Recipient's Name and Address:**
GEORGE AND AMANDA HANLEY
FOUNDATION

**Account Number: 2N1-002722**

Recipient's Identification
Number: 02-0631312

## 2009 TAX and YEAR-END STATEMENT

**TRANSACTIONS WE DO NOT REPORT TO THE IRS** *(Continued)*

## SCHEDULE of REALIZED GAINS and LOSSES

*(Continued)*

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| **Short Term** *(continued)* | | | | | | | | |
| 11/24/09 | 12/11/08 | SELL | NORTHROP GRUMMAN CORP (PREVIOUSLY | NOC | 300.000 | 12,467.97 | 16,171.95 | 3,703.98 |
| 12/23/09 | 11/16/09 | BUY | CALL 100 GENERAL ELEC CO 01-22-11 @ 20.00 | VGE-AD | (8.000) | 544.00 | 912.99 | 368.99 |
| **Total Short Term** | | | | | | **288,939.75** | **233,568.49** | **(55,371.26)** |
| **Long Term** | | | | | | | | |
| 01/17/09 | 08/13/07 | XOPTS | CALL 100 JOHNSON & JOHNS 01-17-09 @ 65.00 | JNJ-AM | (3.000) | 0.00 | 1,447.32 | 1,447.32 |
| 01/17/09 | 08/21/07 | XOPTS | CALL 100 JOHNSON & JOHNS 01-17-09 @ 65.00 | JNJ-AM | (1.000) | 0.00 | 459.99 | 459.99 |
| 01/29/09 | 05/17/07 | SELL | CVS CAREMARK CORP | CVS | 400.000 | 15,204.00 | 11,112.24 | (4,091.76) |
| 01/29/09 | 08/16/07 | SELL | CVS CAREMARK CORP | CVS | 100.000 | 3,653.00 | 2,778.06 | (874.94) |
| 01/29/09 | 04/12/05 | SELL | INTEL CORP COM | INTC | 300.000 | 6,840.00 | 4,012.14 | (2,827.86) |
| 01/29/09 | 06/20/05 | SELL | INTEL CORP COM | INTC | 100.000 | 2,678.90 | 1,337.38 | (1,341.52) |
| 01/29/09 | 05/05/06 | SELL | INTEL CORP COM | INTC | 200.000 | 3,918.00 | 2,674.76 | (1,243.24) |
| 01/29/09 | 07/27/06 | SELL | INTEL CORP COM | INTC | 100.000 | 1,776.00 | 1,337.38 | (438.62) |
| 01/29/09 | 08/16/07 | SELL | INTEL CORP COM | INTC | 100.000 | 2,332.75 | 1,337.38 | (995.37) |
| 01/29/09 | 09/05/07 | SELL | METAVANTE HLDG CO COM STOCK MERGER EFF | 591407101 | 133.000 | 3,567.35 | 2,005.05 | (1,562.30) |
| 02/13/09 | 05/17/07 | SELL | COCA COLA COMPANY | KO | 300.000 | 15,657.00 | 13,179.90 | (2,477.10) |
| 05/20/09 | 04/12/05 | SELL | GENERAL ELECTRIC CO COM | GE | 200.000 | 7,134.01 | 2,806.00 | (4,328.01) |
| 05/20/09 | 06/20/05 | SELL | GENERAL ELECTRIC CO COM | GE | 100.000 | 3,627.00 | 1,403.00 | (2,224.00) |

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**Recipient's Name and Address:**

GEORGE AND AMANDA HANLEY
FOUNDATION

**Account Number: 2N1-002722**

Recipient's Identification
Number: 02-0631312

# 2009 TAX and YEAR-END STATEMENT

## TRANSACTIONS WE DO NOT REPORT TO THE IRS *(Continued)*

## SCHEDULE of REALIZED GAINS and LOSSES *(Continued)*

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| **Long Term** *(continued)* | | | | | | | | |
| 05/20/09 | 10/31/05 | SELL | GENERAL ELECTRIC CO COM | GE | 100.000 | 3,397.00 | 1,403.00 | (1,994.00) |
| 07/20/09 | 07/27/06 | SELL | AMERICAN TOWER CORP CL A | AMT | 400.000 | 12,762.48 | 12,968.36 | 205.88 |
| 07/20/09 | 08/16/07 | SELL | AMERICAN TOWER CORP CL A | AMT | 100.000 | 3,751.00 | 3,242.09 | (508.91) |
| 07/20/09 | 04/12/05 | SELL | METTLER TOLEDO INTL COM | MTD | 200.000 | 9,524.00 | 16,702.40 | 7,178.40 |
| 08/27/09 | 04/12/05 | SELL | JOHNSON & JOHNSON COM | JNJ | 100.000 | 6,793.00 | 6,045.66 | (747.34) |
| 08/27/09 | 06/20/05 | SELL | JOHNSON & JOHNSON COM | JNJ | 100.000 | 6,642.00 | 6,045.66 | (596.34) |
| 08/27/09 | 08/06/07 | SELL | JOHNSON & JOHNSON COM | JNJ | 100.000 | 6,195.00 | 6,045.66 | (149.34) |
| 08/27/09 | 08/16/07 | SELL | JOHNSON & JOHNSON COM | JNJ | 100.000 | 6,094.00 | 6,045.66 | (48.34) |
| 09/29/09 | 08/21/08 | BUY | CALL 100 JP MORGAN CHAS 01-16-10 @ 45.00 | JPM-AI | (4.000) | 1,420.00 | 1,680.00 | 260.00 |
| 11/16/09 | 08/20/08 | BUY | CALL 100 TOLL BROS YNC 01-16-10 @ 25.00 | TEP-AE | (7.000) | 315.00 | 3,010.00 | 2,695.00 |
| 11/24/09 | 11/13/08 | SELL | DEVON ENERGY CORP NEW COM | DVN | 200.000 | 13,417.86 | 13,425.70 | 7.84 |
| 12/23/09 | 12/11/08 | SELL | GENERAL ELECTRIC CO COM | GE | 800.000 | 13,999.36 | 12,295.68 | (1,703.68) |
| **Total Long Term** | | | | | | **150,698.71** | **134,800.47** | **(15,898.24)** |
| **Total Short Term and Long Term** | | | | | | **439,638.46** | **368,368.96** | **(71,269.50)** |

The Schedule of Realized Gains and Losses is not reported to the IRS. This Schedule may not reflect all cost basis adjustments necessary for tax reporting purposes; for example, it does not reflect disallowed losses from wash sale events. Adjustments to cost basis may have been made for prior income received and subsequently reclassified by the issuer as a return of capital. Typically these adjustments are received after year-end and there may be differences in cost basis reflected on your monthly client brokerage statement at year end versus any subsequent reports or online displays you may have available to you. Return of capital information has been obtained from sources we believe to be reliable.

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**Recipient's Name and Address:**
GEORGE AND AMANDA HANLEY FOUNDAT
ION

**Account Number: 2N1-006285**

Recipient's Identification
Number 02-0631312

# 2009 TAX and YEAR-END STATEMENT

## TRANSACTIONS WE DO NOT REPORT TO THE IRS *(Continued)*

### SECURITIES PURCHASED *(Continued)*

| Description | CUSIP | Trade/Process Date | Quantity | Net Cost | Accrued Interest Purchased Amount | Security Type |
|---|---|---|---|---|---|---|
| MICRON TECHNOLOGY INC | 595112103 | 09/09/2009<br>11/02/2009 | 3,100<br>3,400 | 23,936.65<br>23,317 54<br>------------<br>47,254.19 | | |
| PFIZER INC COM | 717081103 | 12/09/2009 | 2,600 | 47,177.52 | | |
| POWERSHARES DB U S DLR INDEX TR POWERSHARES DV US$ INDEX BULLISH FD COM UNIT | 73936D107 | 09/28/2009 | 4,200 | 96,180 00 | | |
| PROSHARES ULTRASHORT BASIC MATERIALS | 74347R651 | 05/07/2009 | 2,400 | 50,073.60 | | |
| STANDARD & POORS DEPOSITARY RECEIPTS (SPDR'S) UNITS OF UNDIVIDED BENEFICIAL INTEREST | 78462F103 | 11/27/2009 | 600 | 65,772.00 | | |
| UNITED STS NAT GAS FD LP UNIT | 912318102 | 09/03/2009 | 4,000 | 36,761.60 | | |
| **Total** | | | | **1,002,194.67** | **0.00** | |

**Securities Purchased.** Securities purchased through your account during 2009 are displayed in this section We provide this information to you because you will need it to calculate a gain or loss upon disposition of the securities The net cost displayed includes commissions and fees If the security purchased is a debt instrument, the net cost does not include accrued interest purchased Accrued interest purchased is reported separately in this section of your Tax Information Statement The cost of securities purchased during 2009 should be reported on your tax return in the year in which the securities are sold or redeemed on IRS Form 1040, Schedule D.

## SCHEDULE of REALIZED GAINS and LOSSES

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| **Short Term** | | | | | | | | |
| 03/19/09 | 08/04/08 | SELL | BLACKSTONE GROUP L P COM UNIT REPSTG LTD | BX | 2,000.000 | 36,630 00 | 12,480.80 | (24,149.20) |
| 03/19/09 | 01/28/09 | SELL | BLACKSTONE GROUP L P COM UNIT REPSTG LTD | BX | 2,000 000 | 10,102.60 | 12,480.80 | 2,378.20 |
| 03/19/09 | 02/18/09 | SELL | BLACKSTONE GROUP L P COM UNIT REPSTG LTD | BX | 2,000.000 | 9,053.20 | 12,480.80 | 3,427 60 |
| 03/23/09 | 10/17/08 | SELL | BB & T CORP COM | BBT | 500 000 | 17,580 20 | 8,804.85 | (8,775.35) |

Recipient's Name and Address:
GEORGE AND AMANDA HANLEY FOUNDAT
ION

Account Number: 2N1-006285

Recipient's Identification
Number 02-0631312

# 2009 TAX and YEAR-END STATEMENT

## TRANSACTIONS WE DO NOT REPORT TO THE IRS (Continued)

## SCHEDULE of REALIZED GAINS and LOSSES

(Continued)

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| **Short Term** *(continued)* | | | | | | | | |
| 03/23/09 | 12/08/08 | SELL | BB & T CORP COM | BBT | 500 000 | 15,070.00 | 8,804.85 | (6,265.15) |
| 03/23/09 | 02/18/09 | SELL | BB & T CORP COM | BBT | 1,000 000 | 14,520.00 | 17,609.70 | 3,089.70 |
| 04/01/09 | 03/03/09 | SELL | PUT 100 GENERAL ELEC CO 06-20-09 @ 5.00 | GEW-RE | 12.000 | 1,115.00 | 240.00 | (875 00) |
| 04/01/09 | 03/03/09 | SELL | PUT 100 GENERAL ELEC CO 06-20-09 @ 5.00 | GEW-RE | 138 000 | 12,520.00 | 2,760.00 | (9,760 00) |
| 04/17/09 | 12/16/08 | SELL | INTERCONTINENTAL EXCH ANGE INC COM | ICE | 400.000 | 31,692.48 | 31,404.99 | (287.49) |
| 05/04/09 | 04/23/09 | BUY | CALL 100 CB RICHARD ELL 06-20-09 @ 7.50 | CBG-FU | (75.000) | 13,500.00 | 2,625.00 | (10,875.00) |
| 05/04/09 | 03/23/09 | BUY | CALL 100 GENERAL ELEC CO 06-20-09 @ 13.00 | 3696029FM | (50.000) | 4,750.00 | 2,500.00 | (2,250.00) |
| 05/04/09 | 10/02/08 | SELL | GENERAL ELECTRIC CO COM | GE | 400.000 | 8,900 00 | 5,183.28 | (3,716.72) |
| 05/04/09 | 10/02/08 | SELL | GENERAL ELECTRIC CO COM | GE | 500.000 | 11,125.00 | 6,479.10 | (4,645.90) |
| 05/04/09 | 10/28/08 | SELL | GENERAL ELECTRIC CO COM | GE | 800 000 | 14,620.88 | 10,366.56 | (4,254.32) |
| 05/04/09 | 02/18/09 | SELL | GENERAL ELECTRIC CO COM | GE | 1,300 000 | 14,424.00 | 16,845.66 | 2,421.66 |
| 05/04/09 | 02/24/09 | SELL | GENERAL ELECTRIC CO COM | GE | 2,000 000 | 18,014.77 | 25,916.40 | 7,901.63 |
| 05/05/09 | 03/23/09 | BUY | CALL 100 GENERAL ELEC CO 06-20-09 @ 13 00 | 3696029FM | (42.000) | 5,040.00 | 2,100.00 | (2,940 00) |
| 05/05/09 | 03/23/09 | BUY | CALL 100 GENERAL ELEC CO 06-20-09 @ 13.00 | 3696029FM | (8 000) | 960 00 | 400.00 | (560 00) |

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**Recipient's Name and Address:**

GEORGE AND AMANDA HANLEY FOUNDAT
ION

**Account Number: 2N1-006285**

Recipient's Identification
Number 02-0631312

# 2009 TAX and YEAR-END STATEMENT

## TRANSACTIONS WE DO NOT REPORT TO THE IRS *(Continued)*

## SCHEDULE of REALIZED GAINS and LOSSES *(Continued)*

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| Short Term *(continued)* | | | | | | | | |
| 05/05/09 | 02/24/09 | SELL | GENERAL ELECTRIC CO COM | GE | 4,200.000 | 37,831 02 | 56,042.28 | 18,211 26 |
| 05/05/09 | 02/24/09 | SELL | GENERAL ELECTRIC CO COM | GE | 400 000 | 3,602.96 | 5,337.36 | 1,734.40 |
| 05/05/09 | 02/24/09 | SELL | GENERAL ELECTRIC CO COM | GE | 400.000 | 3,602.95 | 5,337.36 | 1,734 41 |
| 05/06/09 | 03/04/09 | SELL | CONOCOPHILLIPS COM | COP | 1,100.000 | 40,226.68 | 48,575.67 | 8,348 99 |
| 05/06/09 | 03/25/09 | BUY | CALL 100 CONOCOPHILLI 08-22-09 @ 45.00 | COP-HI | (11.000) | 3,190 00 | 2,838.00 | (352.00) |
| 05/07/09 | 04/06/09 | SELL | PUT 100 ISHARES TR MSCI 05-16-09 @ 39.00 | 4642C89QM | 75.000 | 15,375.00 | 225.00 | (15,150 00) |
| 05/07/09 | 04/27/09 | SELL | PUT 100 ISHARES TR MSCI 05-16-09 @ 39.00 | 4642C89QM | 75 000 | 4,875 00 | 225.00 | (4,650 00) |
| 05/07/09 | 01/27/09 | BUY | CALL 100 JOY GLOBAL INC 07-18-09 @ 30.00 | JQY-GF | (14.000) | 3,916.92 | 2,437.06 | (1,479.86) |
| 05/15/09 | 05/05/09 | BUY | CALL 100 FORTRESS INVT G 06-20-09 @ 7.50 | FIG-FU | (76.000) | 1,900.00 | 6,488.88 | 4,588.88 |
| 06/04/09 | 05/11/09 | SELL | PUT 100 RETAIL HOLDERS 07-18-09 @ 75.00 | RTH-SO | 30.000 | 8,250.00 | 5,100 00 | (3,150 00) |
| 06/05/09 | 06/03/09 | SELL | PUT 100 ISHARES TR MSCI 07-18-09 @ 45.00 | 4642C89SS | 150.000 | 21,000.00 | 19,505.85 | (1,494.15) |
| 06/09/09 | 05/07/09 | SELL | PROSHARES ULTRASHORT BASIC | SMN | 2,400 000 | 50,073 60 | 39,519.60 | (10,554 00) |
| 06/10/09 | 04/02/09 | BUY | CALL 100 CB RICHARD ELL 06-20-09 @ 5.00 | CBG-FA | (75 000) | 34,320.00 | 6,750.00 | (27,570.00) |

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Recipient's Name and Address:

GEORGE AND AMANDA HANLEY FOUNDAT
ION

Account Number: 2N1-006285

Recipient's Identification
Number 02-0631312

# 2009 TAX and YEAR-END STATEMENT

## TRANSACTIONS WE DO NOT REPORT TO THE IRS (Continued)

## SCHEDULE of REALIZED GAINS and LOSSES

*(Continued)*

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| Short Term *(continued)* | | | | | | | | |
| 06/20/09 | 04/30/09 | XOPT | PUT 100 STANDARD AND PO 06-20-09 @ 82.00 | SZC-RD | 80 000 | 17,200 00 | 0 00 | (17,200.00) |
| 06/20/09 | 05/04/09 | XOPT | PUT 100 STANDARD AND PO 06-20-09 @ 82.00 | SZC-RD | 70.000 | 11,830.00 | 0.00 | (11,830 00) |
| 06/24/09 | 05/19/09 | BUY | CONWAY INC COM | CNW | (1,600.000) | 54,500.48 | 48,721.44 | (5,779.04) |
| 06/29/09 | 03/05/09 | SELL | ALLIED CAP CORP NEW NT 6.875% 4/15/47 | AFC | 5,000.000 | 21,050 00 | 49,078.00 | 28,028.00 |
| 06/29/09 | 06/04/09 | SELL | ISHARES TR BARCLAYS 7 10 YR TRES INDEX | IEF | 1,000 000 | 89,919.90 | 90,872.90 | 953 00 |
| 07/06/09 | 06/01/09 | BUY | CALL 100 NRG ENERGY INC 07-18-09 @ 25.00 | 6293789GE | (20.000) | 840.00 | 1,500 00 | 660.00 |
| 07/08/09 | 07/02/09 | SELL | PUT 100 ISHARES TR MSCI 07-18-09 @ 44.00 | 4642C89SR | 50.000 | 3,150.00 | 4,500.00 | 1,350 00 |
| 07/09/09 | 07/02/09 | SELL | PUT 100 ISHARES TR MSCI 07-18-09 @ 44.00 | 4642C89SR | 50.000 | 3,150.00 | 2,750.00 | (400.00) |
| 07/10/09 | 05/04/09 | BUY | CALL 100 CB RICHARD ELL 01-16-10 @ 10.00 | WLC-AB | (75.000) | 9,000.00 | 15,000.00 | 6,000.00 |
| 07/18/09 | 07/02/09 | XOPT | PUT 100 ISHARES TR MSCI 07-18-09 @ 44.00 | 4642C89SR | 100.000 | 6,300.00 | 0.00 | (6,300.00) |
| 07/28/09 | 06/25/09 | SELL | PUT 100 STEEL DYNAMICS 01-16-10 @ 10.00 | RQL-MB | 31 000 | 3,875.00 | 1,240.00 | (2,635.00) |
| 08/03/09 | 08/12/08 | SELL | NRG ENERGY INC COM NEW | NRG | 1,500.000 | 51,180.00 | 42,580 65 | (8,599.35) |
| 08/03/09 | 10/14/08 | SELL | NRG ENERGY INC COM NEW | NRG | 500.000 | 9,685 30 | 14,193.55 | 4,508.25 |

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Seq # (2N1 118006)

Recipient's Name and Address:

GEORGE AND AMANDA HANLEY FOUNDAT
ION

**Account Number: 2N1-006285**

Recipient's Identification
Number 02-0631312

# 2009 TAX and YEAR-END STATEMENT

## TRANSACTIONS WE DO NOT REPORT TO THE IRS *(Continued)*

## SCHEDULE of REALIZED GAINS and LOSSES *(Continued)*

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| Short Term *(continued)* | | | | | | | | |
| 08/03/09 | 07/06/09 | BUY | CALL 100 NRG ENERGY INC 09-19-09 @ 27.50 | NRG-IY | (20.000) | 4,400 00 | 1,140.00 | (3,260 00) |
| 08/05/09 | 09/17/08 | SELL | JOY GLOBAL INC COM | JOYG | 700.000 | 35,569.77 | 28,699.37 | (6,870.40) |
| 08/05/09 | 10/10/08 | SELL | JOY GLOBAL INC COM | JOYG | 700.000 | 20,080.87 | 28,699.37 | 8,618.50 |
| 08/05/09 | 05/07/09 | BUY | CALL 100 JOY GLOBAL INC 01-16-10 @ 40 00 | JQY-AH | (14.000) | 8,960.00 | 3,237.36 | (5,722.64) |
| 08/06/09 | 04/28/09 | SELL | FORTRESS INVT GROUP LLC DEL CL A | FIG | 2,525.000 | 7,063.69 | 12,914.61 | 5,850 92 |
| 09/09/09 | 07/13/09 | SELL | INTERCONTINENTAL EXCH ANGE INC COM | ICE | 300.000 | 26,419.32 | 26,606.19 | 186.87 |
| 09/09/09 | 07/28/09 | SELL | INTERCONTINENTAL EXCH ANGE INC COM | ICE | 300 000 | 27,068.76 | 26,606.19 | (462.57) |
| 09/09/09 | 07/28/09 | BUY | CALL 100 INTERCONTINE 01-16-10 @ 100.00 | IHH-AT | (3.000) | 2,070.00 | 2,700.00 | 630.00 |
| 09/14/09 | 09/03/09 | SELL | UNITED STS NAT GAS FD LP UNIT | UNG | 4,000.000 | 36,761.60 | 42,625.60 | 5,864.00 |
| 09/17/09 | 08/07/09 | SELL | PUT 100 ISHARES TR MSCI 12-19-09 @ 46.00 | EFE-XT | 150.000 | 24,000.00 | 7,500.00 | (16,500.00) |
| 09/19/09 | 07/16/09 | XOPT | PUT 100 CONWAY INC 09-19-09 @ 30.00 | CNW-UF | 150.000 | 22,478 85 | 0.00 | (22,478.85) |
| 09/19/09 | 07/29/09 | XOPT | PUT 100 ISHARES TR MSCI 09-19-09 @ 45.00 | 4642C89US | 200.000 | 17,000.00 | 0.00 | (17,000.00) |
| 09/19/09 | 08/05/09 | XOPT | PUT 100 ISHARES TR MSCI 09-19-09 @ 45 00 | 4642C89US | 120 000 | 5,100.00 | 0.00 | (5,100 00) |

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## TRANSACTIONS WE DO NOT REPORT TO THE IRS *(Continued)*

## SCHEDULE of REALIZED GAINS and LOSSES *(Continued)*

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| Short Term *(continued)* | | | | | | | | |
| 10/01/09 | 07/27/09 | BUY | CALL 100 CB RICHARD ELL 01-16-10 @ 10.00 | CBG-AB | (48.000) | 10,080 00 | 9,600.00 | (480 00) |
| 10/01/09 | 09/17/09 | SELL | PUT 100 ISHARES TR MSCI 10-17-09 @ 53.00 | 46428R9VA | 150.000 | 10,500.00 | 15,750.00 | 5,250 00 |
| 10/02/09 | 07/27/09 | BUY | CALL 100 CB RICHARD ELL 01-16-10 @ 10.00 | CBG-AB | (27.000) | 5,130.00 | 5,400.00 | 270.00 |
| 10/02/09 | 09/17/09 | SELL | PUT 100 ISHARES TR MSCI 10-17-09 @ 53.00 | 46428R9VA | 50.000 | 3,500 00 | 7,000.00 | 3,500 00 |
| 10/02/09 | 09/24/09 | SELL | PUT 100 ISHARES TR MSCI 10-17-09 @ 53.00 | 46428R9VA | 20 000 | 1,100.00 | 2,800.00 | 1,700 00 |
| 10/12/09 | 04/28/09 | SELL | FORTRESS INVT GROUP LLC DEL CL A | FIG | 2,475.000 | 6,923 81 | 13,873 86 | 6,950 05 |
| 10/12/09 | 04/29/09 | SELL | FORTRESS INVT GROUP LLC DEL CL A | FIG | 50.000 | 149.42 | 280.28 | 130.86 |
| 10/12/09 | 09/28/09 | SELL | POWERSHARES DB U S DLR INDEX TR | UUP | 4,200 000 | 96,180 00 | 94,848.60 | (1,331 40) |
| 10/15/09 | 10/12/09 | SELL | ISHARES TR DOW JONES US | IAI | 1,600.000 | 47,919.36 | 48,633.28 | 713.92 |
| 10/15/09 | 10/02/09 | SELL | CALL 100 UNITED STS NAT 01-16-10 @ 12.00 | UNY-AL | 75.000 | 7,500 00 | 5,250 00 | (2,250 00) |
| 10/16/09 | 10/02/09 | SELL | CALL 100 UNITED STS NAT 01-16-10 @ 12.00 | UNY-AL | 75.000 | 7,500 00 | 6,000.00 | (1,500.00) |
| 10/17/09 | 09/24/09 | XOPT | PUT 100 ISHARES TR MSCI 10-17-09 @ 53.00 | 46428R9VA | 80.000 | 4,400.00 | 0 00 | (4,400.00) |
| 10/28/09 | 10/13/09 | SELL | PUT 100 ISHARES TR MSCI 11-21-09 @ 54 00 | 46428R9WB | 100 000 | 12,989.90 | 15,500.00 | 2,510 10 |

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## TRANSACTIONS WE DO NOT REPORT TO THE IRS *(Continued)*

## SCHEDULE of REALIZED GAINS and LOSSES *(Continued)*

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| **Short Term** *(continued)* | | | | | | | | |
| 10/28/09 | 07/28/09 | SELL | PUT 100 STEEL DYNAMICS 02-20-10 @ 15.00 | RQL-NC | 31.000 | 6,355.00 | 7,595.00 | 1,240 00 |
| 10/30/09 | 10/13/09 | SELL | PUT 100 ISHARES TR MSCI 11-21-09 @ 54.00 | 46428R9WB | 50.000 | 6,494 95 | 8,750.00 | 2,255.05 |
| 11/02/09 | 11/04/08 | SELL | CB RICHARD ELLIS GROUP INC CL A | CBG | 2,250 000 | 14,595.75 | 23,485.05 | 8,889 30 |
| 11/02/09 | 08/03/09 | BUY | CALL 100 CB RICHARD ELLI 01-16-10 @ 15.00 | CBG-AC | (75.000) | 1,500 00 | 5,625.00 | 4,125 00 |
| 11/02/09 | 10/12/09 | BUY | CALL 100 CB RICHARD ELLI 01-16-10 @ 15.00 | CBG-AC | (75.000) | 1,500.00 | 4,715.72 | 3,215.72 |
| 11/04/09 | 10/15/09 | SELL | PUT 100 ISHARES TR MSCI 11-21-09 @ 54.00 | 46428R9WB | 50 000 | 4,000.00 | 5,012.90 | 1,012.90 |
| 11/05/09 | 11/04/09 | SELL | KOHLS CORPORATION | KSS | 1,100.000 | 62,361.42 | 60,990.05 | (1,371.37) |
| 11/11/09 | 11/02/09 | SELL | HUDSON CITY BANCORP INC | HCBK | 1,700 000 | 22,244.16 | 22,872.48 | 628.32 |
| 11/17/09 | 11/11/09 | SELL | CALL 100 KOHLS CORPORATI 12-19-09 @ 60.00 | KSS-LL | 150 000 | 10,500.00 | 9,000.00 | (1,500.00) |
| 11/18/09 | 11/06/09 | SELL | ISHARES TR BARCLAYS 20+ TREAS BD FD | TLT | 900.000 | 83,848.68 | 85,674.33 | 1,825.65 |
| 11/20/09 | 03/12/09 | SELL | STEEL DYNAMICS INC COM | STLD | 1,550.000 | 10,569.32 | 24,775.97 | 14,206.65 |
| 11/21/09 | 08/10/09 | XOPT | PUT 100 ALLIED CAP CORP 11-21-09 @ 2.50 | 01903Q9WZ | 220.000 | 8,800.00 | 0.00 | (8,800 00) |
| 11/27/09 | 11/19/09 | BUY | SPDR S&P 500 ETF TR UNIT SER 1 STANDARD | SPY | (600.000) | 65,772.00 | 65,758.74 | (13 26) |
| 12/04/09 | 09/16/09 | SELL | GENERAL GROWTH PPTYS INC COM | GGWPQ | 50 000 | 220.64 | 482.00 | 261 36 |

D-7

Recipient's Name and Address:

GEORGE AND AMANDA HANLEY FOUNDAT
ION

Account Number: 2N1-006285

Recipient's Identification
Number 02-0631312

# 2009 TAX and YEAR-END STATEMENT

## TRANSACTIONS WE DO NOT REPORT TO THE IRS (Continued)

## SCHEDULE of REALIZED GAINS and LOSSES (Continued)

| Disposition Date | Acquisition Date | Closing Transaction | Description | Security Identifier | Quantity | Cost Basis | Proceeds | Realized Gain/Loss |
|---|---|---|---|---|---|---|---|---|
| **Short Term** *(continued)* | | | | | | | | |
| 12/04/09 | 09/16/09 | SELL | GENERAL GROWTH PPTYS INC COM | GGWPQ | 630 000 | 2,780.13 | 5,725.94 | 2,945.81 |
| 12/08/09 | 09/16/09 | SELL | GENERAL GROWTH PPTYS INC COM | GGWPQ | 780.000 | 3,442.06 | 7,891.88 | 4,449.82 |
| 12/09/09 | 12/03/09 | SELL | ABERCROMBIE & FITCH CO CL A | ANF | 900.000 | 34,631.37 | 30,514.50 | (4,116.87) |
| 12/10/09 | 09/16/09 | SELL | GENERAL GROWTH PPTYS INC COM | GGWPQ | 385.000 | 1,698.97 | 4,346.65 | 2,647.68 |
| 12/11/09 | 11/03/09 | SELL | PUT 100 SIMON PPTY GROU 01-16-10 @ 65.00 | SPG-MM | 35.000 | 15,400 00 | 2,799.86 | (12,600.14) |
| 12/11/09 | 11/20/09 | SELL | PUT 100 SIMON PPTY GROU 01-16-10 @ 65.00 | SPG-MM | 15.000 | 3,299 22 | 1,199.94 | (2,099.28) |
| 12/11/09 | 11/24/09 | SELL | PUT 100 SIMON PPTY GROU 01-16-10 @ 65.00 | SPG-MM | 25.000 | 4,750.00 | 1,999.90 | (2,750.10) |
| 12/21/09 | 11/18/09 | BUY | CALL 100 DRYSHIPS INC CO 03-20-10 @ 8.00 | OOC-CH | (34.000) | 612.00 | 2,381.05 | 1,769.05 |
| 12/21/09 | 12/01/09 | BUY | CALL 100 DRYSHIPS INC CO 03-20-10 @ 8.00 | OOC-CH | (22.000) | 396.00 | 990.00 | 594.00 |
| 12/23/09 | 09/16/09 | SELL | GENERAL GROWTH PPTYS INC COM | GGWPQ | 455.000 | 2,007.87 | 5,272.35 | 3,264.48 |
| 12/23/09 | 12/02/09 | SELL | GENERAL GROWTH PPTYS INC COM | GGWPQ | 450.000 | 3,127 50 | 5,214 42 | 2,086 92 |
| **Total Short Term** | | | | | | **1,571,215.33** | **1,447,039.83** | **(124,175.50)** |
| **Long Term** | | | | | | | | |
| 11/02/09 | 10/30/08 | SELL | CB RICHARD ELLIS GROUP INC CL A | CBG | 1,500.000 | 10,167.40 | 15,656.70 | 5,489.30 |
| **Total Long Term** | | | | | | **10,167.40** | **15,656.70** | **5,489.30** |
| **Total Short Term and Long Term** | | | | | | **1,581,382.73** | **1,462,696.53** | **(118,686.20)** |

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

| SOURCE | AMOUNT |
|---|---|
| CREDIT SUISSE 201-290202 | 253. |
| CREDIT SUISSE 2N1-002722 | 27. |
| CREDIT SUISSE 2N1-006285 | 4,479. |
| INTEREST INCOME FROM K-1 - JCF III CO-INVEST I LP | 24. |
| INTEREST INCOME FROM K-1 - BLACKROCK PRIVATE EQUITY SELECT FUND II, LP | 8,048. |
| INTEREST INCOME FROM K-1 - BLACKSTONE GROUP, LP | 1,154. |
| INTEREST INCOME FROM K-1 - CREDIT SUISSE PRIVATE EQUITY ASIA PARTNERS LP | 10. |
| INTEREST INCOME FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | 3,523. |
| INTEREST INCOME FROM K-1 - FORTRESS INVESTMENT GROUP, LLC | 1,022. |
| INTEREST INCOME FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUND, LP | 19,343. |
| INTEREST INCOME FROM K-1 - POWERSHARES DB OIL FUND (DBO) | 12. |
| INTEREST INCOME FROM K-1 - SAPIC GLOBAL MACRO FUND, LP | 2,134. |
| MERRILL LYNCH 6CW-04257 | 14. |
| TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A | 40,043. |

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

| SOURCE | GROSS AMOUNT | CAPITAL GAINS DIVIDENDS | COLUMN (A) AMOUNT |
|---|---|---|---|
| CREDIT SUISSE 201-290202 | 24,863. | 0. | 24,863. |
| CREDIT SUISSE 201-290210 | 2,326. | 0. | 2,326. |
| CREDIT SUISSE 2N1-002722 | 10,868. | 0. | 10,868. |
| CREDIT SUISSE 2N1-006285 | 1,507. | 0. | 1,507. |
| DIVIDEND INCOME FROM K-1 - JCF III CO-INVEST I LP | 12. | 0. | 12. |
| DIVIDEND INCOME FROM K-1 - BLACKROCK PRIVATE EQUITY FUND II, L.P. | 9,495. | 0. | 9,495. |
| DIVIDEND INCOME FROM K-1 - BLACKSTONE GROUP, LP | 48. | 0. | 48. |
| DIVIDEND INCOME FROM K-1 - CREDIT SUISSE PRIVATE EQUITY ASIA PARTNERS LP | 3,452. | 0. | 3,452. |
| DIVIDEND INCOME FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | 5,156. | 0. | 5,156. |

| | | | |
|---|---|---|---|
| DIVIDEND INCOME FROM K-1 - FORTRESS INVESTMENT GROUP, LLC | 74. | 0. | 74. |
| DIVIDEND INCOME FROM K-1 - INVESTEC PAN AFRICA FUND | 22. | 0. | 22. |
| DIVIDEND INCOME FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUND, LP | 1,164. | 0. | 1,164. |
| DIVIDEND INCOME FROM K-1 - SAPIC GLOBAL MACRO FUND, LP | 262. | 0. | 262. |
| TOTAL TO FM 990-PF, PART I, LN 4 | 59,249. | 0. | 59,249. |

FORM 990-PF OTHER INCOME STATEMENT 3

| DESCRIPTION | (A) REVENUE PER BOOKS | (B) NET INVEST-MENT INCOME | (C) ADJUSTED NET INCOME |
|---|---|---|---|
| UNREALIZED GAIN/PARTNERSHIPS-NON-TAXABLE ADJUSTMENT | 1,127,372. | 0. | |
| SECTION 1231 GAIN (LOSS) FROM K-1 - BLACKSTONE GROUP, LP | 3. | 3. | |
| ROYALTY INCOME (LOSS) FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | 48. | 48. | |
| SHORT TERM GAIN FROM K-1 - BLACKROCK PRIVATE EQUITY FUND II, LP | 2,926. | 2,926. | |
| LONG TERM LOSS FROM K-1 - BLACKROCK PRIVATE EQUITY FUND II, LP | <3,590.> | <3,590.> | |
| ORDINARY INCOME FROM K-1 - BLACKROCK PRIVATE EQUITY FUND II, LP | <2,149.> | <2,149.> | |
| SHORT TERM LOSS FROM K-1 - BLACKSTONE GROUP, LP | <34.> | <34.> | |
| LONG TERM LOSS FROM K-1 - BLACKSTONE GROUP, LP | <64.> | <64.> | |
| LONG TERM LOSS FROM K-1 - CREDIT SUISSE PRIVATE EQUITY ASIA PARTNERS LP | <745.> | <745.> | |
| SHORT TERM LOSS FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | <453.> | <453.> | |
| LONG TERM LOSS FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | <3,478.> | <3,478.> | |
| LONG TERM LOSS FROM K-1 - FORTRESS INVESTMENT GROUP, LLC | <26.> | <26.> | |
| SHORT TERM GAIN FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUND, LP | 19,213. | 19,213. | |

| | | |
|---|---|---|
| LONG TERM LOSS FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUND, LP | <6,395.> | <6,395.> |
| SHORT TERM LOSS FROM K-1 - POWER SHARES DB OIL FUND (DBO) | <1.> | <1.> |
| SHORT TERM GAIN FROM K-1 - SAPIC GLOBAL MACRO FUND, LP | 3,172. | 3,172. |
| LONG TERM LOSS FROM K-1 - SAPIC GLOBAL MACRO FUND, LP | <32.> | <32.> |
| SECTION 1231 GAIN (LOSS) FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV | <287.> | <287.> |
| SECTION 1231 GAIN (LOSS) FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUND | <18.> | <18.> |
| OTHER PORTFOLIO INCOME FROM K-1 - BLACKSTONE GROUP, LP | 4. | 4. |
| OTHER PORTFOLIO INCOME FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV | 78. | 78. |
| OTHER PORTFOLIO INCOME FROM K-1 - FORTRESS INVESTMENT GROUP LP | 12. | 12. |
| OTHER PORTFOLIO INCOME FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUND, LP | 142. | 142. |
| SECTION 475 GAIN FROM K-1 - BLACKSTONE GROUP, LP | 6. | 6. |
| SECTION 475 GAIN FROM K-1 - FORTRESS INVESTMENT GROUP, LLC | 45. | 45. |
| SECTION 475 GAIN FROM K-1 - SAPIC GLOBAL MACRO FUND LP | 8,544. | 8,544. |
| SECTION 986(C) GAIN FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | 5. | 5. |
| SECTION 987 LOSS FROM K-1 - BLACKSTONE GROUP, LP | <1.> | <1.> |
| SECTION 987 GAIN FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | 122. | 122. |
| SECTION 988 LOSS FROM K-1 - BLACKSTONE GROUP, LP | <1.> | <1.> |
| SECTION 988 LOSS FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | <1,232.> | <1,232.> |
| SECTION 988 LOSS FROM K-1 - FORTRESS INVESTMENT GROUP, LLC | <8.> | <8.> |
| SECTION 988 GAIN FROM K-1 - SAPIC GLOBAL MACRO FUND LP | 858. | 858. |
| SECTION 1202 GAIN FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | 67. | 67. |
| SUBPART F INCOME FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | 309. | 309. |
| SWAP INCOME FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | 1,901. | 1,901. |

| | | |
|---|---|---|
| SWAP INCOME FROM K-1 - FORTRESS INVESTMENT GROUP | 3. | 3. |
| SECTION 988 LOSS FROM K-1 - SWAP INCOME | <756.> | <756.> |
| CANCELLATION OF DEBT FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | 129. | 129. |
| CANCELLATION OF DEBT FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUND, LP | 3,179. | 3,179. |
| SECTION 1256 FROM K-1 - BLACKSTONE GROUP, LP | 3. | 3. |
| SECTION 1256 FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | 26. | 26. |
| SECTION 1256 FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUND | <3,059.> | <3,059.> |
| SECTION 1256 FROM K-1 - SAPIC GLOBAL MACRO FUND LP | 3,407. | 3,407. |
| INVESTMENT INTEREST EXPENSE FROM K-1 - BLACKSTONE GROUP, LP | <54.> | <54.> |
| INVESTMENT INTEREST EXPENSE FROM K-1 - CREDIT SUISSE PRIVATE EQUITY ASIA PA | <3,047.> | <3,047.> |
| INVESTMENT INTEREST EXPENSE FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND | <2,165.> | <2,165.> |
| INVESTMENT INTEREST EXPENSE FROM K-1 - FORETRESS INVESTMENT GROUP, LLC | <10.> | <10.> |
| INVESTMENT INTEREST EXPENSE FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUN | <3,211.> | <3,211.> |
| INVESTMENT INTEREST EXPENSE FROM K-1 - SAPIC GLOBAL MACRO FUND L.P. | <1,280.> | <1,280.> |
| OTHER PORTFOLIO DEDUCTIONS FROM K-1 - BLACKSTONE GROUP, LP | <33.> | <33.> |
| OTHER PORTFOLIO DEDUCTIONS FROM K-1 - CREDIT SUISSE PRIVATE EQUITY ASIA PAR | <6,978.> | <6,978.> |
| OTHER PORTFOLIO DEDUCTIONS FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND | <10,564.> | <10,564.> |
| OTHER PORTFOLIO DEDUCTIONS FROM K-1 - FORETRESS INVESTMENT GROUP, LLC | <30.> | <30.> |
| OTHER PORTFOLIO DEDUCTIONS FROM K-1 - INVESTEC PAN AFRICA FUND LLC | <2,559.> | <2,559.> |
| OTHER PORTFOLIO DEDUCTIONS FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUND | <12,871.> | <12,871.> |
| OTHER PORTFOLIO DEDUCTIONS FROM K-1 - POWERSHARES DB OIL FUND (DBO) | <39.> | <39.> |
| OTHER PORTFOLIO DEDUCTIONS FROM K-1 - SAPIC GLOBAL MACRO FUND L.P. | <5,121.> | <5,121.> |

| | | |
|---|---|---|
| SEC. 59(E)(2) EXPENDITURES FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND | <454.> | <454.> |
| SEC. 59(E)(2) EXPENDITURES FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUND | <10.> | <10.> |
| SEC. 59(E)(2) EXPENDITURES FROM K-1 - SAPIC GLOBAL MACRO FUND L.P. | <3.> | <3.> |
| OTHER DEDUCTIONS FROM K-1 - BLACKSTONE GROUP, LP | <9.> | <9.> |
| OTHER DEDUCTIONS FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | <365.> | <365.> |
| OTHER DEDUCTIONS FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUND, LP | <3,387.> | <3,387.> |
| OTHER DEDUCTIONS FROM K-1 - SAPIC GLOBAL MACRO FUND LP | <243.> | <243.> |
| ORDINARY INCOME FROM K-1 - BLACKSTONE GROUP, LP | <6.> | <6.> |
| ORDINARY INCOME FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV | <2,601.> | <2,601.> |
| ORDINARY INCOME FROM K-1 - FORTRESS INVESTMENT GROUP, LLC | <17.> | <17.> |
| ORDINARY INCOME FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUND, LP | <4,403.> | <4,403.> |
| ORDINARY INCOME FROM K-1 - SAPIC GLOBAL MACRO FUND LP | <877.> | <877.> |
| RENTAL INCOME (LOSS) FROM K-1 - BLACKSTONE GROUP, LP | 15. | 15. |
| RENTAL INCOME (LOSS) FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | <708.> | <708.> |
| RENTAL INCOME (LOSS) FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUND, LP | 15. | 15. |
| OTHER NET RENTAL INCOME (LOSS) FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER F | <10.> | <10.> |
| OTHER NET RENTAL INCOME (LOSS) FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES | <924.> | <924.> |
| SEC. 179 FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | <36.> | <36.> |
| OTHER PORTFOLIO INCOME FROM K-1 - BLACKROCK PRIVATE EQUITY FUND II, LP | 1,580. | 1,580. |
| SECTION 988 LOSS FROM K-1 - BLACKROCK PRIVATE EQUITY FUND II, LP | <258.> | <258.> |
| SECTION 1256 FROM K-1 - BLACKROCK PRIVATE EQUITY FUND II, LP | <14.> | <14.> |
| INVESTMENT INTEREST EXPENSE FROM K-1 - BLACKROCK PRIVATE EQUITY FUND II. LP | <1,590.> | <1,590.> |

| | | | |
|---|---|---|---|
| OTHER DEDUCTIONS FROM K-1 - BLACKROCK PRIVATE EQUITY FUND II, LP | <9,640.> | <9,640.> | |
| SEC. 59(E)(2) EXPENDITURES FROM K-1 - BLACKROCK PRIVATE EQUITY FUND II, LP | <64.> | <64.> | |
| SECTION 1256 FROM K-1 - POWERSHARES DB OIL FUND (DBO) | 26. | 26. | |
| OTHER PORTFOLIO INCOME FROM K-1 - SAPIC GLOBAL MARCRO FUND LP | 1. | 1. | |
| INVESTMENT INTEREST EXPENSE FROM K-1 - JCF III CO-INVEST I LP | <42.> | <42.> | |
| OTHER PORTFOLIO DEDUCTIONS FROM K-1 - JCF III CO-INVEST I LP | <1,092.> | <1,092.> | |
| TOTAL TO FORM 990-PF, PART I, LINE 11 | 1,076,167. | <51,205.> | |

FORM 990-PF ACCOUNTING FEES STATEMENT 4

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---|---|---|---|---|
| ACCOUNTING FEES | 18,810. | 18,810. | | 0. |
| | 0. | 0. | | 0. |
| TO FORM 990-PF, PG 1, LN 16B | 18,810. | 18,810. | | 0. |

FORM 990-PF TAXES STATEMENT 5

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---|---|---|---|---|
| FOREIGN TAXES PAID | 724. | 724. | | 0. |
| TO FORM 990-PF, PG 1, LN 18 | 724. | 724. | | 0. |

FORM 990-PF OTHER EXPENSES STATEMENT 6

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---|---|---|---|---|
| INVESTMENT ADVISORY FEES | 13,798. | 13,798. | | 0. |
| STATE FILING FEES | 10. | 0. | | 0. |
| BANK FEES | 288. | 288. | | 0. |
| TO FORM 990-PF, PG 1, LN 23 | 14,096. | 14,086. | | 0. |

FORM 990-PF CORPORATE STOCK STATEMENT 7

| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE |
|---|---|---|
| CREDIT SUISSE SECURITIES ACCOUNTS | 2,730,626. | 2,730,626. |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 2,730,626. | 2,730,626. |

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

| DESCRIPTION | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE |
|---|---|---|---|
| INVESTMENT IN TEXOGA | COST | 94,990. | 94,990. |
| INVESTMENT IN PARTNERSHIPS | FMV | 2,120,643. | 2,120,643. |
| TOTAL TO FORM 990-PF, PART II, LINE 13 | | 2,215,633. | 2,215,633. |

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 9

| NAME AND ADDRESS | TITLE AND AVRG HRS/WK | COMPEN-SATION | EMPLOYEE BEN PLAN CONTRIB | EXPENSE ACCOUNT |
|---|---|---|---|---|
| GEORGE P. HANLEY<br>855 AUBURN ROAD<br>WINNETKA, IL 600931801 | DIRECTOR<br>5.00 | 0. | 0. | 0. |
| AMANDA HANLEY<br>855 AUBURN ROAD<br>WINNETKA, IL 600931801 | DIRECTOR<br>5.00 | 0. | 0. | 0. |
| CHARLES BURGOON<br>141 WEST JACKSON BLVD., #1880<br>CHICAGO, IL 606043383 | DIRECTOR<br>5.00 | 0. | 0. | 0. |
| JOHN J. HAYES<br>141 WEST JACKSON BLVD., #1880<br>CHICAGO, IL 606043383 | VICE PRESIDENT<br>5.00 | 0. | 0. | 0. |
| GEORGE P. HANLEY<br>855 AUBURN ROAD<br>WINNETKA, IL 600931801 | PRESIDENT<br>5.00 | 0. | 0. | 0. |
| GEORGE P. HANLEY<br>855 AUBURN ROAD<br>WINNETKA, IL 600931801 | SECRETARY<br>5.00 | 0. | 0. | 0. |
| GEORGE P. HANLEY<br>855 AUBURN ROAD<br>WINNETKA, IL 600931801 | TREASURER<br>5.00 | 0. | 0. | 0. |
| TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII | | 0. | 0. | 0. |

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 10

| RECIPIENT NAME AND ADDRESS | RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT | RECIPIENT STATUS | AMOUNT |
|---|---|---|---|
| ADOPT A STUDENT 2009 (SACRED HEART/SASSIER) 675 GREENWOOD AVENUE GLENCOE, IL 60022 | NONE SOCIAL SERVICE | 501(C)(3) | 500. |
| AIDS FOUNDATION OF CHICAGO 200 W. JACKSON BLVD., STE. 2200 CHICAGO, IL 60606 | NONE HEALTH | 501(C)(3) | 500. |
| BEAT STREET 911 GREEN BAY ROAD WINNETKA, IL 60093 | NONE SOCIAL SERVICE | 501(C)(3) | 541. |
| CENTER FOR SHAMANIC EDUCATION & EXCHANGE 806 GONZALES RD. SANTA FE, NM 87501 | NONE EDUCATION | 501(C)(3) | 10,000. |
| CHICAGO ZOOLOGICAL SOCIETY 3300 GOLF ROAD BROOKFIELD, IL 60513 | NONE SOCIAL SERVICE | 501(C)(3) | 500. |
| CHILDREN INTERNATIONAL P.O. BOX 219357 KANSAS CITY, MO 64121 | NONE SOCIAL SERVICE | 501(C)(3) | 346. |
| CHRIST CHURCH 470 MAPLE ST. WINNETKA, IL 60093 | NONE RELIGIOUS | 501(C)(3) | 27,060. |
| ENVIRONMENT ILLINOIS 407 S. DEARBORN, STE. 701 CHICAGO, IL 60605 | NONE SOCIAL SERVICE | 501(C)(3) | 2,785. |

| | | | |
|---|---|---|---|
| GASTROINTESTINAL RESEARCH FOUNDATION<br>70 EAST LAKE STREET, STE. 1015<br>CHICAGO, IL 60601 | NONE<br>HEALTH | 501(C)(3) | 2,000. |
| GREAT CHICAGO FOOD DEPOSITORY<br>4100 W. ANN LURIE PLACE<br>CHICAGO, IL 60632 | NONE<br>SOCIAL SERVICE | 501(C)(3) | 250. |
| NATURAL RESOURCE DEFENSE COUNCIL<br>40 W. 20TH ST. NEW YORK, NY<br>10011 | NONE<br>SOCIAL SERVICE | 501(C)(3) | 10,000. |
| NORTH SHORE BOARD NORTHWESTERN<br>UNIVERSITY SETTLEMENT HOUSE<br>1400 WEST AUGUSTA BLVD.<br>CHICAGO, IL 60642 | NONE<br>SOCIAL SERVICE | 501(C)(3) | 700. |
| OUTWARD BOUND<br>395 GRAPE VINE TRAIL OSWEGO, IL<br>60543 | NONE<br>SOCIAL SERVICE | 501(C)(3) | 3,500. |
| ROCK FOR KIDS<br>314 WEST INSTITUTE PLACE<br>CHICAGO, IL 60610 | NONE<br>SOCIAL SERVICE | 501(C)(3) | 1,000. |
| SACRED HEART CHURCH (HAITI ADOPT<br>A STUDENT FUND)<br>1077 TOWER ROAD WINNETKA, IL<br>60093 | NONE<br>RELIGIOUS | 501(C)(3) | 500. |
| SIERRA CLUB FOUNDATION<br>85 SECOND STREET, 2ND FLOOR SAN<br>FRANCISCO, CA 94105 | NONE<br>SOCIAL SERVICE | 501(C)(3) | 5,000. |
| SPECIAL OLYMPICS ILLINOIS<br>800 ROOSEVELT RD., BUILDING B,<br>STE. 220 GLEN ELLYN, IL 60137 | NONE<br>SOCIAL SERVICE | 501(C)(3) | 1,500. |
| SRCC SCHOLARSHIP FUND<br>2100 SUNSET RIDGE ROAD<br>NORTHFIELD, IL 60093 | NONE<br>EDUCATION | 501(C)(3) | 500. |

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| SUN FOUNDATION<br>1276 SUN ROAD WASHBURN, IL<br>61570 | NONE<br>SOCIAL SERVICE | 501(C)(3) | 249. |
| THE AMERICAN IRELAND FUND<br>205 W. WACKER DR., STE. 1400<br>CHICAGO, IL 60606 | NONE<br>SOCIAL SERVICE | 501(C)(3) | 500. |
| UNIVERSITY OF IOWA DANCE<br>MARATHON<br>P.O. BOX 4550 IOWA CITY, IA<br>52244 | NONE<br>EDUCATION | 501(C)(3) | 249. |
| UNIVERSITY OF ILLINOIS<br>FOUNDATION<br>1305 W. GREEN ST. URBANA, IL<br>61820 | NONE<br>EDUCATION | 501(C)(3) | 20,000. |
| UNIVERSITY OF IOWA<br>P.O. BOX 4550 IOWA CITY, IA<br>52244 | NONE<br>EDUCATION | 501(C)(3) | 500. |
| FROM K-1 - CS STRATEGIC PARTNERS<br>PB FEEDER FUND IV, LP<br>11 MADISON AVE., 13TH FLR NEW<br>YORK, NY 10010 | NONE<br>FROM K-1 - CS<br>STRATEGIC PARTNE | FROM K-1 -<br>CS<br>STRATEGIC | 15. |
| FROM K-1 - PHOENIX DISTRESSED<br>OPPORTUNITIES FUND, LP<br>11 MADISON AVE., 13TH FLR NEW<br>YORK, NY 10010 | NONE<br>FROM K-1 - PHOENIX<br>DISTRESSED<br>OPPORTUNITIES FUND, LP | FROM K-1 -<br>PHOENIX<br>DISTRESSED | 2. |
| KID MOTION<br>732 ELM ST. WINNETKA, IL 60093 | NONE<br>SOCIAL SERVICE | 501(C)(3) | 590. |
| WINNETKA PUBLIC LIBRARY<br>1155 OAK ST. WINNETKA, IL 60093 | NONE<br>SOCIAL SERVICE | 501(C)(3) | 1,440. |
| IMMACULATE CONCEPTION<br>7211 W. TALCOTT CHICAGO, IL<br>60631 | NONE<br>RELIGIOUS | 501(C)(3) | 500. |

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| GRIP OUT REACH FOR YOUTH<br>1732 W HUBBARD ST CHICAGO, IL<br>60622 | NONE | 501(C)(3) | 24,000. |
| TOTAL TO FORM 990-PF, PART XV, LINE 3A | | | 115,227. |

FORM 990-PF OTHER REVENUE STATEMENT 11

| DESCRIPTION | BUS CODE | UNRELATED BUSINESS INC | EXCL CODE | EXCLUDED AMOUNT | RELATED OR EXEMPT FUNCTION INCOME |
|---|---|---|---|---|---|
| SECTION 1231 GAIN (LOSS) FROM K-1 - BLACKSTONE GROUP, LP | | | 18 | 3. | |
| ROYALTY INCOME (LOSS) FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND | | | 14 | 48. | |
| SHORT TERM GAIN FROM K-1 - BLACKROCK PRIVATE EQUITY FUND II, LP | | | 18 | 2,926. | |
| LONG TERM LOSS FROM K-1 - BLACKROCK PRIVATE EQUITY FUND II, LP | | | 18 | <3,590.> | |
| ORDINARY INCOME FROM K-1 - BLACKROCK PRIVATE EQUITY FUND II, LP | | | 14 | <2,149.> | |
| SHORT TERM LOSS FROM K-1 - BLACKSTONE GROUP, LP | | | 14 | <34.> | |
| LONG TERM LOSS FROM K-1 - BLACKSTONE GROUP, LP | | | 18 | <64.> | |
| LONG TERM LOSS FROM K-1 - CREDIT SUISSE PRIVATE EQUITY ASIA PARTNERS LP | | | 18 | <745.> | |
| SHORT TERM LOSS FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | | | 18 | <453.> | |
| LONG TERM LOSS FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | | | 18 | <3,478.> | |
| LONG TERM LOSS FROM K-1 - FORTRESS INVESTMENT GROUP, LLC | | | 18 | <26.> | |
| SHORT TERM GAIN FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUND, LP | | | 18 | 19,213. | |
| LONG TERM LOSS FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUND, LP | | | 18 | <6,395.> | |
| SHORT TERM LOSS FROM K-1 - POWER SHARES DB OIL FUND (DBO) | | | 18 | <1.> | |
| SHORT TERM GAIN FROM K-1 - SAPIC GLOBAL MACRO FUND, LP | | | 18 | 3,172. | |
| LONG TERM LOSS FROM K-1 - SAPIC GLOBAL MACRO FUND, LP | | | 18 | <32.> | |

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| SECTION 1231 GAIN (LOSS) FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND | 18 | <287.> |
| SECTION 1231 GAIN (LOSS) FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES | 18 | <18.> |
| OTHER PORTFOLIO INCOME FROM K-1 - BLACKSTONE GROUP, LP | 14 | 4. |
| OTHER PORTFOLIO INCOME FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND | 14 | 78. |
| OTHER PORTFOLIO INCOME FROM K-1 - FORTRESS INVESTMENT GROUP LP | 14 | 12. |
| OTHER PORTFOLIO INCOME FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES | 14 | 142. |
| SECTION 475 GAIN FROM K-1 - BLACKSTONE GROUP, LP | 14 | 6. |
| SECTION 475 GAIN FROM K-1 - FORTRESS INVESTMENT GROUP, LLC | 14 | 45. |
| SECTION 475 GAIN FROM K-1 - SAPIC GLOBAL MACRO FUND LP | 14 | 8,544. |
| SECTION 986(C) GAIN FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND | 14 | 5. |
| SECTION 987 LOSS FROM K-1 - BLACKSTONE GROUP, LP | 14 | <1.> |
| SECTION 987 GAIN FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | 14 | 122. |
| SECTION 988 LOSS FROM K-1 - BLACKSTONE GROUP, LP | 14 | <1.> |
| SECTION 988 LOSS FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | 14 | <1,232.> |
| SECTION 988 LOSS FROM K-1 - FORTRESS INVESTMENT GROUP, LLC | 14 | <8.> |
| SECTION 988 GAIN FROM K-1 - SAPIC GLOBAL MACRO FUND LP | 14 | 858. |
| SECTION 1202 GAIN FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND | 14 | 67. |
| SUBPART F INCOME FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | 14 | 309. |
| SWAP INCOME FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | 14 | 1,901. |

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| SWAP INCOME FROM K-1 - FORTRESS INVESTMENT GROUP | 14 | 3. |
| SECTION 988 LOSS FROM K-1 - SWAP INCOME | 14 | <756.> |
| CANCELLATION OF DEBT FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND | 14 | 129. |
| CANCELLATION OF DEBT FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUND, LP | 14 | 3,179. |
| SECTION 1256 FROM K-1 - BLACKSTONE GROUP, LP | 14 | 3. |
| SECTION 1256 FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | 14 | 26. |
| SECTION 1256 FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUND | 14 | <3,059.> |
| SECTION 1256 FROM K-1 - SAPIC GLOBAL MACRO FUND LP | 14 | 3,407. |
| INVESTMENT INTEREST EXPENSE FROM K-1 - BLACKSTONE GROUP, LP | 14 | <54.> |
| INVESTMENT INTEREST EXPENSE FROM K-1 - CREDIT SUISSE PRIVATE | 14 | <3,047.> |
| INVESTMENT INTEREST EXPENSE FROM K-1 - CS STRATEGIC PARTNERS PB | 14 | <2,165.> |
| INVESTMENT INTEREST EXPENSE FROM K-1 - FORETRESS INVESTMENT | 14 | <10.> |
| INVESTMENT INTEREST EXPENSE FROM K-1 - PHOENIX DISTRESSED | 14 | <3,211.> |
| INVESTMENT INTEREST EXPENSE FROM K-1 - SAPIC GLOBAL MACRO FUND L.P. | 14 | <1,280.> |
| OTHER PORTFOLIO DEDUCTIONS FROM K-1 - BLACKSTONE GROUP, LP | 14 | <33.> |
| OTHER PORTFOLIO DEDUCTIONS FROM K-1 - CREDIT SUISSE PRIVATE | 14 | <6,978.> |
| OTHER PORTFOLIO DEDUCTIONS FROM K-1 - CS STRATEGIC PARTNERS PB | 14 | <10,564.> |
| OTHER PORTFOLIO DEDUCTIONS FROM K-1 - FORETRESS INVESTMENT | 14 | <30.> |
| OTHER PORTFOLIO DEDUCTIONS FROM K-1 - INVESTEC PAN AFRICA FUND | 14 | <2,559.> |

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|---|---|---|
| OTHER PORTFOLIO DEDUCTIONS FROM K-1 - PHOENIX DISTRESSED | 14 | <12,871.> |
| OTHER PORTFOLIO DEDUCTIONS FROM K-1 - POWERSHARES DB OIL FUND | 14 | <39.> |
| OTHER PORTFOLIO DEDUCTIONS FROM K-1 - SAPIC GLOBAL MACRO FUND | 14 | <5,121.> |
| SEC. 59(E)(2) EXPENDITURES FROM K-1 - CS STRATEGIC PARTNERS PB | 14 | <454.> |
| SEC. 59(E)(2) EXPENDITURES FROM K-1 - PHOENIX DISTRESSED | 14 | <10.> |
| SEC. 59(E)(2) EXPENDITURES FROM K-1 - SAPIC GLOBAL MACRO FUND | 14 | <3.> |
| OTHER DEDUCTIONS FROM K-1 - BLACKSTONE GROUP, LP | 14 | <9.> |
| OTHER DEDUCTIONS FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | 14 | <365.> |
| OTHER DEDUCTIONS FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUND, LP | 14 | <3,387.> |
| OTHER DEDUCTIONS FROM K-1 - SAPIC GLOBAL MACRO FUND LP | 14 | <243.> |
| ORDINARY INCOME FROM K-1 - BLACKSTONE GROUP, LP | 14 | <6.> |
| ORDINARY INCOME FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV | 14 | <2,601.> |
| ORDINARY INCOME FROM K-1 - FORTRESS INVESTMENT GROUP, LLC | 14 | <17.> |
| ORDINARY INCOME FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUND, LP | 14 | <4,403.> |
| ORDINARY INCOME FROM K-1 - SAPIC GLOBAL MACRO FUND LP | 14 | <877.> |
| RENTAL INCOME (LOSS) FROM K-1 - BLACKSTONE GROUP, LP | 14 | 15. |
| RENTAL INCOME (LOSS) FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND | 14 | <708.> |
| RENTAL INCOME (LOSS) FROM K-1 - PHOENIX DISTRESSED OPPORTUNITIES FUND, LP | 14 | 15. |
| OTHER NET RENTAL INCOME (LOSS) FROM K-1 - CS STRATEGIC PARTNERS PB | 14 | <10.> |

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|---|---|---|---|---|
| OTHER NET RENTAL INCOME (LOSS) FROM K-1 - PHOENIX DISTRESSED | | 14 | <924.> | |
| SEC. 179 FROM K-1 - CS STRATEGIC PARTNERS PB FEEDER FUND IV, LP | | 14 | <36.> | |
| OTHER PORTFOLIO INCOME FROM K-1 - BLACKROCK PRIVATE EQUITY FUND II, | | 14 | 1,580. | |
| SECTION 988 LOSS FROM K-1 - BLACKROCK PRIVATE EQUITY FUND II, LP | | 14 | <258.> | |
| SECTION 1256 FROM K-1 - BLACKROCK PRIVATE EQUITY FUND II, LP | | 14 | <14.> | |
| INVESTMENT INTEREST EXPENSE FROM K-1 - BLACKROCK PRIVATE EQUITY | | 14 | <1,590.> | |
| OTHER DEDUCTIONS FROM K-1 - BLACKROCK PRIVATE EQUITY FUND II, LP | | 14 | <9,640.> | |
| SEC. 59(E)(2) EXPENDITURES FROM K-1 - BLACKROCK PRIVATE EQUITY | | 14 | <64.> | |
| SECTION 1256 FROM K-1 - POWERSHARES DB OIL FUND (DBO) | | 14 | 26. | |
| OTHER PORTFOLIO INCOME FROM K-1 - SAPIC GLOBAL MARCRO FUND LP | | 14 | 1. | |
| INVESTMENT INTEREST EXPENSE FROM K-1 - JCF III CO-INVEST I LP | | 14 | <42.> | |
| OTHER PORTFOLIO DEDUCTIONS FROM K-1 - JCF III CO-INVEST I LP | | 14 | <1,092.> | |
| TOTAL TO FORM 990-PF, PG 11, LN 11 | | | <51,205.> | |

QUALIFIED DIVIDEND INCOME INCLUDED IN INVESTMENT INCOME

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|---|---|
| QUALIFIED DIVIDEND | 682. |
| FROM PASS THROUGH ENTITY | 2,770. |
| TOTAL ORDINARY DIVIDENDS | 3,452. |

LINE 13 - OTHER DEDUCTIONS

K DEDUCTIONS - PORTFOLIO (2% FLOOR)

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|---|---|
| OTHER PORTFOLIO DEDUCTIONS | 143. |
| FROM PASS THROUGH ENTITY | 585. |
| TOTAL BOX K | 728. |

PARTNER FOOTNOTES NOT INCLUDED IN ITEM L

MANAGEMENT FEES

YOUR SHARE OF MANAGEMENT FEES PAID DURING 2009 THAT IS NOT REFLECTED ON LINE 13K OF YOUR SCHEDULE K-1 IS: 6,250.

FORM 8865 INFORMATION: RETURN OF U.S. PERSONS WITH RESPECT TO CERTAIN FOREIGN PARTNERSHIPS

CREDIT SUISSE PRIVATE EQUITY ASIA PARTNERS LP IS A FOREIGN PARTNERSHIP, A FORM 8865 "RETURN OF U.S. PERSON WITH RESPECT TO CERTAIN FOREIGN PARTNERSHIPS", MAY NEED TO BE COMPLETED FOR YOUR INTEREST IN THIS ENTITY. THE TAX RULES RELATED TO FOREIGN PARTNERSHIP ARE COMPLEX. PLEASE CONSULT YOUR TAX ADVISOR. THE INFORMATION ATTACHED (STATEMENT A) IS BEING PROVIDED TO ASSIST YOU WITH PREPARATION OF FORM 8865.

YOUR SHARE OF THE CONTRIBUTION IS: 1,980.
PLEASE CONSULT YOU TAX ADVISOR.

UNRELATED BUSINESS TAXABLE INCOME (UBTI)

FOR TAX EXEMPT PARTNERS, YOUR SHARE OF DEBT-FINANCED UNRELATED BUSINESS TAXABLE INCOME IN ACCORDANCE WITH SEC. 512(A) IS: