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Return of Private Foundation

OMB No 1545-0052

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

2009

Department of the Treasury
Internal Revenue Service

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

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

Name of foundation

SUSAN R. AND JOHN W. SULLIVAN FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

851 SE MONTEREY COMMONS BLVD.

City or town, state, and ZIP code

STUART, FL 34996-3337

A Employer identification number

22-2612047

B Telephone number

(772) 283-3838

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

\$ 7,044,560. (Part I, column (d) must be on cash basis)

J Accounting method:

☒ Cash ☐ Accrual☐ Other (specify)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

(a) Revenue and
expenses per books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable purposes
(cash basis only)

1 Contributions, gifts, grants, etc., received

200,000.

N/A

2 Check ☐ if the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

199,275.

199,275.

STATEMENT 1

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

8,592.

b Gross sales price for all assets on line 6a

4,273,767.

7 Capital gain net income (from Part IV, line 2)

8,592.

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

25,629.

33,725.

STATEMENT 2

12 Total. Add lines 1 through 11

433,496.

241,592.

13 Compensation of officers, directors, trustees, etc

18,000.

9,000.

9,000.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

STMT 3

1,500.

750.

750.

c Other professional fees

STMT 4

36,000.

18,000.

18,000.

17 Interest

18 Taxes

STMT 5

139.

1,360.

0.

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

STMT 6

58,996.

55,563.

278.

24 Total operating and administrative expenses. Add lines 13 through 23

114,635.

84,673.

28,028.

25 Contributions, gifts, grants paid

362,370.

362,370.

26 Total expenses and disbursements. Add lines 24 and 25

477,005.

84,673.

390,398.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

<43,509.>

b Net investment income (if negative, enter -0-)

156,919.

c Adjusted net income (if negative, enter -0-)

N/A

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments			2,425,548.	562,444.	562,444.
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations			1,410,332.		
	b Investments - corporate stock STMT 7			1,357,115.	1,767,294.	2,292,694.
	c Investments - corporate bonds STMT 8			0.	500,000.	539,325.
11 Investments - land, buildings, and equipment basis ▶						
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other STMT 9			942,455.	3,262,203.	3,650,097.	
14 Land, buildings, and equipment: basis ▶						
Less: accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers)			6,135,450.	6,091,941.	7,044,560.	
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)			0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31					
	27 Capital stock, trust principal, or current funds			6,135,450.	6,091,941.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds			0.	0.		
30 Total net assets or fund balances			6,135,450.	6,091,941.		
31 Total liabilities and net assets/fund balances			6,135,450.	6,091,941.		

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	6,135,450.
2 Enter amount from Part I, line 27a	2	<43,509.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	6,091,941.
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	6,091,941.

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 BROKERAGE ACCOUNTS - DETAIL			
b MAINTAINED	P	VARIOUS	VARIOUS
c CREDIT SUISSE GOLD TRUST SALE	P	VARIOUS	VARIOUS
d CAPITAL GAINS DIVIDENDS			
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 4,271,444.		4,265,175.	6,269.
c 448.			448.
d 1,875.			1,875.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(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			
b			6,269.
c			448.
d			1,875.
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	8,592.
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	333,429.	6,296,169.	.052957
2007	307,530.	6,443,888.	.047724
2006	333,286.	5,854,154.	.056932
2005	254,472.	5,698,479.	.044656
2004	275,353.	5,454,789.	.050479

2 Total of line 1, column (d)	2	.252748
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	.050550
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	6,381,388.
5 Multiply line 4 by line 3	5	322,579.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,569.
7 Add lines 5 and 6	7	324,148.
8 Enter qualifying distributions from Part XII, line 4	8	390,398.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,569.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	1,569.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	1,569.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	3,956.	
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	3,956.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,387.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 2,387. Refunded <input type="checkbox"/> 0.	11		0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>FL</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>JOHN W. SULLIVAN</u> Telephone no. ► <u>(772) 283-3838</u> Located at ► <u>851 SE MONTEREY COMMONS BLVD., STUART, FL</u> ZIP+4 ► <u>34996-3337</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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.)	3b	X
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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

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 10		54,000.	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

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Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
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.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	6,354,792.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	123,775.
d	Total (add lines 1a, b, and c)	1d	6,478,567.
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	6,478,567.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	97,179.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,381,388.
6	Minimum investment return. Enter 5% of line 5	6	319,069.

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	319,069.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,569.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	54.
c	Add lines 2a and 2b	2c	1,623.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	317,446.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	317,446.
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	317,446.

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	390,398.
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	390,398.
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	1,569.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	388,829.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				317,446.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	3,651.			
b From 2005				
c From 2006	64,110.			
d From 2007				
e From 2008	26,909.			
f Total of lines 3a through e	94,670.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$	390,398.			
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				317,446.
e Remaining amount distributed out of corpus	72,952.			
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	167,622.			
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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	3,651.			
9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a	163,971.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006	64,110.			
c Excess from 2007				
d Excess from 2008	26,909.			
e Excess from 2009	72,952.			

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEE STATEMENT 13				
Total			▶ 3a	362,370.
b <i>Approved for future payment</i>				
NONE				
Total			▶ 3b	0.

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2009

Name of the organization

Employer identification number

SUSAN R. AND JOHN W. SULLIVAN FOUNDATION

22-2612047

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).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Employer identification number

SUSAN R. AND JOHN W. SULLIVAN FOUNDATION

22-2612047

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JOHN & SUSAN SULLIVAN 851 SE MONTEREY COMMONS BLVD. STUART, FL 34996	\$ 200,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BUCKEYE PARTNERS, L.P. - DIVIDENDS	48.	0.	48.
BUCKEYE PARTNERS, L.P. - INTEREST	69.	0.	69.
CELLME, LLC - INTEREST	5.	0.	5.
CREDIT SUISSE - DIVIDENDS	192,938.	1,875.	191,063.
CREDIT SUISSE - INTEREST	520.	0.	520.
EL PASO PIPELINE PARTNERS, L.P. - INTEREST	20.	0.	20.
ENERGY TRANSFER PARTNERS, L.P. - DIVIDENDS	19.	0.	19.
ENERGY TRANSFER PARTNERS, L.P. - INTEREST	7.	0.	7.
KINDER MORGAN ENERGY PARTNERS, L.P. - DIVIDENDS	8.	0.	8.
KINDER MORGAN ENERGY PARTNERS, L.P. - INTEREST	104.	0.	104.
MAGELLAN MIDSTREAM PARTNERS, L.P. - INTEREST	3.	0.	3.
MERRILL LYNCH - DIVIDENDS	109.	0.	109.
PHOENIX DISTRESSED OPP. FUND, L.P. - DIVIDENDS	468.	0.	468.
PHOENIX DISTRESSED OPP. FUND, L.P. - INTEREST	5,362.	0.	5,362.
POWERSHARES DB OIL FUND (DBO) - INTEREST	26.	0.	26.
THE BLACKSTONE GROUP, LP - DIVIDENDS	71.	0.	71.
THE BLACKSTONE GROUP, LP - INTEREST	1,373.	0.	1,373.
TOTAL TO FM 990-PF, PART I, LN 4	201,150.	1,875.	199,275.

FORM 990-PF	OTHER INCOME	STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CELLME, LLC	<595.>	<595.>	
POWERSHARES DB OIL FUND	<88.>	0.	
BUCKEYE PARTNERS, L.P. - UBTI	<966.>	0.	
BUCKEYE PARTNERS, L.P.	<18.>	0.	
ENERGY TRANSFER PARTNERS, L.P. - UBTI	<1,742.>	0.	

MAGELLAN MIDSTREAM PARTNERS, L.P. - UBTI	<95.>	0.
MAGELLAN MIDSTREAM PARTNERS, L.P. CREDIT SUISSE CANDLEWOOD SPECIAL SITUATIONS FUND, L.P. - UBTI	<5.>	0.
CREDIT SUISSE CANDLEWOOD SPECIAL SITUATIONS FUND, L.P.	2,186.	2,186.
PHOENIX DISTRESSED OPPORTUNITIES FUND, L.P. - UBTI	22,350.	22,350.
PHOENIX DISTRESSED OPPORTUNITIES FUND, L.P.	470.	470.
EL PASO PIPELINE PARTNERS, L.P. - UBTI	9,472.	9,472.
EL PASO PIPELINE PARTNERS, L.P. KINDER MORGAN ENERGY PARTNERS, L.P. - UBTI	<1,147.>	0.
KINDER MORGAN ENERGY PARTNERS, L.P.	<300.>	0.
- UBTI	<3,657.>	0.
KINDER MORGAN ENERGY PARTNERS, L.P.	<62.>	0.
ENERGY TRANSFER PARTNERS, L.P.	<16.>	0.
THE BLACKSTONE GROUP, LP	<158.>	<158.>
TOTAL TO FORM 990-PF, PART I, LINE 11	25,629.	33,725.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAX PREPARATION FEES	1,500.	750.		750.	
TO FORM 990-PF, PG 1, LN 16B	1,500.	750.		750.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ADMINISTRATIVE/MANAGEMENT FEES	36,000.	18,000.		18,000.	
TO FORM 990-PF, PG 1, LN 16C	36,000.	18,000.		18,000.	

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES ON INVESTMENT INCOME (REFUND)	<1,221.>	0.		0.
FOREIGN TAX PAID ON DIVIDENDS	1,360.	1,360.		0.
TO FORM 990-PF, PG 1, LN 18	139.	1,360.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES AND SUBSCRIPTIONS	495.	248.		247.
INVESTMENT MANAGEMENT FEES	54,582.	54,582.		0.
CERTIFICATION FEE	255.	255.		0.
ANNUAL REPORT FEE	61.	30.		31.
MISCELLANEOUS	3,155.	0.		0.
INVESTMENT EXPENSES	448.	448.		0.
TO FORM 990-PF, PG 1, LN 23	58,996.	55,563.		278.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITY SECURITIES	1,767,294.	2,292,694.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,767,294.	2,292,694.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	500,000.	539,325.
TOTAL TO FORM 990-PF, PART II, LINE 10C	500,000.	539,325.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GOLD	FMV	48,280.	64,386.
MUTUAL FUNDS	FMV	1,763,453.	2,009,421.
REAL ESTATE INVESTMENT TRUSTS	FMV	228,814.	241,355.
MASTER LIMITED PARTNERSHIPS	FMV	276,688.	329,557.
HEDGE FUNDS	FMV	790,308.	850,718.
CELLME, LLC	FMV	154,660.	154,660.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,262,203.	3,650,097.

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

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOHN W. SULLIVAN 851 SE MONTEREY COMMONS BLVD. STUART, FL 34996-3337	PRESIDENT/DIRECTOR 2.00	3,000.	0.	0.
SUSAN R. SULLIVAN 851 SE MONTEREY COMMONS BLVD. STUART, FL 34996-3337	SEC./TREAS./DIRECTOR 2.00	3,000.	0.	0.
BOLTON SULLIVAN, II 851 SE MONTEREY COMMONS BLVD. STUART, FL 34996-3337	DIRECTOR 1.00	3,000.	0.	0.
JENNIFER S. SANFORD 851 SE MONTEREY COMMONS BLVD. STUART, FL 34996-3337	DIRECTOR 1.00	3,000.	0.	0.
GIERIET S. BOWEN 851 SE MONTEREY COMMONS BLVD. STUART, FL 34996-3337	DIRECTOR 1.00	3,000.	0.	0.
JOHN W. SULLIVAN, JR. 851 SE MONTEREY COMMONS BLVD. STUART, FL 34996-3337	DIRECTOR 1.00	3,000.	0.	0.
JS CAPITAL MANAGEMENT, INC. 851 SE MONTEREY COMMONS BLVD. STUART, FL 34996-3337	ADMINISTRATIVE SERVICES 10.00	36,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		54,000.	0.	0.

FORM 990-PF PART XV - LINE 1A STATEMENT 11
 LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

JOHN W. SULLIVAN
 SUSAN R. SULLIVAN

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JOHN W. SULLIVAN, PRESIDENT
851 SE MONTEREY COMMONS BLVD.
STUART, FL 34996-3337

TELEPHONE NUMBER

(772) 283-3838

FORM AND CONTENT OF APPLICATIONS

SEND PRINTED MATERIALS REGARDING CHARITABLE ORGANIZATION ALONG WITH CURRENT
FINANCIAL STATEMENTS.

ANY SUBMISSION DEADLINES

NOVEMBER 15TH OF EACH YEAR.

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 13

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AMERICAN CANCER SOCIETY 865 SE MONTEREY COMMONS BLVD STUART, FL 34996	NONE. MEDICAL SUPPORT AND RESEARCH	PUBLIC CHARITY	200.
AMERICAN RED CROSS MARTIN COUNTY CHAPTER 2750 S. KANNER HWY. STUART, FL 34994	NONE. FINANCIAL SUPPORT	PUBLIC CHARITY	5,000.
ART INSTITUTE OF CHICAGO, THE 111 S. MICHIGAN AVE. CHICAGO, IL 60603	NONE. SUPPORT FOR THE ARTS	PUBLIC CHARITY	1,000.
ARTS COUCIL, THE 80 EAST OCEAN BLVD. STUART, FL 34994	NONE. SUPPORT FOR THE ARTS	PUBLIC CHARITY	250.
BEST BUDDIES ILLINOIS 350 N. ORLEANS ST., #678 CHICAGO, IL 60654	NONE. SUPPORT FOR PEOPLE WITH INTELLECTUAL DISABILITIES	PUBLIC CHARITY	2,500.
BOYS AND GIRLS CLUB OF MARTIN COUNTY PO BOX 910 HOBE SOUND, FL 33475	NONE. FINANCIAL SUPPORT	PUBLIC CHARITY	1,125.
BRAIN RESEARCH FOUNDATION 111 W WASHINGTON ST., SUITE 1710 CHICAGO, IL 60602	NONE. SUPPORT FOR BRAIN DISORDER RESEARCH	PUBLIC CHARITY	1,000.
CATHOLIC CHURCH EXTENSION SOCIETY 150 SOUTH WACKER DRIVE, 20TH FLOOR CHICAGO, IL 60606	NONE. SPIRITUAL SUPPORT	PUBLIC CHARITY	1,000.

CHICAGO BOTANIC GARDEN 1000 LAKE COOK RD. GLENCOE, IL 60022	NONE. ENVIRONMENTAL SUPPORT	PUBLIC CHARITY	2,200.
CHICAGO SHAKESPEARE THEATER 800 EAST GRAND AVENUE CHICAGO, IL 60611	NONE. SUPPORT FOR THE ARTS	PUBLIC CHARITY	1,000.
COLLEGE OF THE HOLY CROSS, THE ONE COLLEGE ST. WORCESTER, MA 01610-2395	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	10,000.
CORPUS CHRISTI SCHOOL 535 WEST 121ST STREET NEW YORK, NY 10027	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	200.
COUNCIL ON AGING OF MARTIN COUNTY, INC. 1071 EAST 10TH STREET STUART, FL 34996	NONE. FINANCIAL SUPPORT	PUBLIC CHARITY	2,000.
CRISIS MINISTRIES P.O. BOX 20038 CHARLESTON, SC 29413	NONE. FOOD AND SHELTER FOR THE NEEDY	PUBLIC CHARITY	5,000.
CRISTO REY JESUIT HIGH SCHOOL 1852 WEST 22ND PLACE CHICAGO, IL 60608	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	15,000.
CRISTO REY NETWORK 14 EAST JACKSON BOULEVARD, SUITE 1200 CHICAGO, IL 60604	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	1,000.
CROHN'S & COLITIS FOUNDATION 386 PARK AVENUE SOUTH, 17TH FLOOR NEW YORK, NY 10016	NONE. CROHN'S RESEARCH	PUBLIC CHARITY	200.
CYSTIC FIBROSIS FOUNDATION 150 NORTH MICHIGAN AVE., SUITE 400 CHICAGO, IL 60601	NONE. CYSTIC FIBROSIS RESEARCH	PUBLIC CHARITY	300.

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DESERT VOICES ORAL LEARNING CENTER 3426 E. SHEA BLVD. PHOENIX, AZ 85028-3327	NONE. EDUCATION SUPPORT FOR THE HEARING IMPAIRED	PUBLIC CHARITY	1,000.
DIOCESE OF PALM BEACH 9995 NORTH MILITARY TRAIL PALM BEACH GARDENS, FL 33410-9650	NONE. SPIRITUAL/FINANCIAL SUPPORT	PUBLIC CHARITY	1,200.
DRAYTON HALL 3380 ASHLEY RIVER RD. CHARLESTON, SC 29414	NONE. PRESERVING A NATIONAL TRUST HISTORIC SITE	PUBLIC CHARITY	1,000.
EAST COOPER COMMUNITY OUTREACH 1145 SIX MILE ROAD MOUNT PLEASANT, SC 29466	NONE. COMMUNITY ENHANCEMENT	PUBLIC CHARITY	10,000.
FALSE MEMORY SYNDROME FOUNDATION 1955 LOCUST ST. PHILADELPHIA, PA 19103-5766	NONE. MEDICAL SUPPORT	PUBLIC CHARITY	1,000.
FAMILY INSTITUTE, THE 618 LIBRARY PLACE EVANSTON, IL 60201-2908	NONE. MENTAL HEALTH SUPPORT	PUBLIC CHARITY	500.
FIRST UNITED METHODIST CHURCH 1500 KANNER HIGHWAY STUART, FL 34995	NONE. FOOD FOR THE NEEDY	PUBLIC CHARITY	5,000.
FLORIDA OCEANOGRAPHIC SOCIETY 890 NE OCEAN BLVD. STUART, FL 34996-1627	NONE. SUPPORT FOR FLORIDA'S OCEAN & COASTAL ECOSYSTEMS	PUBLIC CHARITY	2,000.
FOUNDATION FOR MELANOMA RESEARCH, THE 3601 SPRUCE ST., ROOM 489 PHILADELPHIA, PA 19104	NONE. MELANOMA RESEARCH	PUBLIC CHARITY	200.
GEORGETOWN UNIVERSITY-GIFT ACCOUNTING DEPT. BOX 571253 WASHINGTON, DC 20057	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	5,000.

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GEORGETOWN UNIVERSITY SCHOLARSHIP PROGRAM BOX 571253 WASHINGTON, DC 20057	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	6,000.
GOVERNORS MANSION FOUNDATION 800 RICHLAND STREET COLUMBIA, SC 29201	NONE. ENVIRONMENTAL SUPPORT	PUBLIC CHARITY	1,000.
GREATER CHICAGO FOOD DEPOSITORY 4100 W. ANN LURIE PLACE CHICAGO, IL 60632	NONE. FOOD FOR THE NEEDY	PUBLIC CHARITY	45,000.
HABITAT FOR HUMANITY OF MARTIN COUNTY, INC. 2555 SE BONITA STREET STUART, FL 34997	NONE. HOUSING ASSISTANCE	PUBLIC CHARITY	3,000.
HOBE SOUND COMMUNITY CHEST, INC. P.O. BOX 511 HOBE SOUND, FL 33475	NONE. COMMUNITY ENHANCEMENT	PUBLIC CHARITY	15,000.
HOBE SOUND NATURE CENTER P.O. BOX 214 HOBE SOUND, FL 33475	NONE. EDUCATIONAL & ENVIRONMENTAL SUPPORT	PUBLIC CHARITY	1,000.
HOMAN SQUARE COMMUNITY CENTER FOUNDATION 3517 W. ARTHINGTON ST. CHICAGO, IL 60624	NONE. COMMUNITY ENHANCEMENT	PUBLIC CHARITY	2,000.
HOPE RURAL SCHOOL 15929 SW 150TH ST. INDIANTOWN, FL 34956	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	5,000.
HORIZON HOSPICE & PALLIATIVE CARE 833 WEST CHICAGO AVENUE CHICAGO, IL 60642	NONE. MEDICAL SUPPORT	PUBLIC CHARITY	500.
HOUSE OF HOPE 2484 SE BONITA STREET STUART, FL 34997	NONE. COMMUNITY ENHANCEMENT	PUBLIC CHARITY	10,000.

HOWARD AREA COMMUNITY CENTER 7648 N. PAULINA ST. CHICAGO, IL 60626	NONE. COMMUNITY SERVICES	PUBLIC CHARITY	750.
INDIAN HILL CLUB SCHOLARSHIP FOUNDATION 1 INDIAN HILL RD. WINNETKA, IL 60093	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	2,500.
INNER-CITY TEACHING CORPS 300 N. ELIZABETH ST., SUITE 300C CHICAGO, IL 60607	NONE. TEACHING & EDUCATIONAL ENHANCEMENT	PUBLIC CHARITY	1,000.
JOHN G. SHEDD AQUARIUM-THE AQUARIUM COUNCIL 1200 S. LAKE SHORE DR. CHICAGO, IL 60605	NONE. AQUATIC CONSERVATION	PUBLIC CHARITY	1,000.
JOSEPH SEARS SCHOOL BOOSTER CLUB 542 ABBOTSFORD RD. KENILWORTH, IL 60043	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	1,000.
JOSEPH SEARS SCHOOL PARENT VOLUNTEER ASSOCIATION 542 ABBOTSFORD RD. KENILWORTH, IL 60043	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	3,000.
KELLOGG SCHOOL ALUMNI FUND-NORTHWESTERN UNIVERSITY 2020 RIDGE AVE. EVANSTON, IL 60208	NONE. EDUCATIONAL ASSISTANCE	PUBLIC CHARITY	2,000.
LINCOLN PARK ZOO 2001 NORTH CLARK STREET CHICAGO, IL 60614	NONE. ANIMAL SUPPORT	PUBLIC CHARITY	1,000.
LOBLOLLYPOP FOUNDATION, INC. 7407 SE HILL TERR. HOBE SOUND, FL 33455	NONE. COMMUNITY ENHANCEMENT	PUBLIC CHARITY	5,000.
LOYOLA ACADEMY 1100 LARAMIE AVE. WILMETTE, IL 60091	NONE. EDUCATIONAL ASSISTANCE	PUBLIC CHARITY	3,000.

LOYOLA UNIVERSITY OF CHICAGO-MEDICAL CENTER 820 N. MICHIGAN AVE. CHICAGO, IL 60611	NONE. MEDICAL EDUCATIONAL ASSISTANCE	PUBLIC CHARITY	1,000.
LUMEN CHRISTI - DIOCESE OF PALM BEACH P.O. BOX 109650 PALM BEACH GARDENS, FL 33410	NONE. EDUCATIONAL & SPIRITUAL SUPPORT	PUBLIC CHARITY	2,000.
LUMEN CORDIUM SOCIETY P.O. BOX 109098 CHICAGO, IL 60610	NONE. SPIRITUAL/FINANCIAL SUPPORT	PUBLIC CHARITY	1,000.
MANHATTANVILLE COLLEGE 2900 PURCHASE ST. PURCHASE, NY 10577	NONE. EDUCATIONAL ASSISTANCE	PUBLIC CHARITY	1,000.
MARTIN MEMORIAL FOUNDATION P.O. BOX 9010 STUART, FL 34995	NONE. MEDICAL SUPPORT	PUBLIC CHARITY	2,000.
MISS, INC. 3820 SE DIXIE HWY STUART, FL 34997	NONE. FINANCIAL SUPPORT	PUBLIC CHARITY	6,000.
MUSC HOLLINGS CANCER CENTER 18 BEE STREET, MSC 450 CHARLESTON, SC 29425	NONE. MEDICAL SUPPORT AND ASSISTANCE	PUBLIC CHARITY	17,500.
MUSEUM OF SCIENCE & INDUSTRY 57TH ST. & LAKE SHORE DR. CHICAGO, IL 60637	NONE. MUSEUM SUPPORT	PUBLIC CHARITY	1,000.
MYELIN REPAIR FOUNDATION 18809 COX AVE., SUITE 190 SARATOGA, CA 95070	NONE. MEDICAL SUPPORT	PUBLIC CHARITY	8,700.
NORTON MUSEUM OF ART 1451 S. OLIVE AVE. WEST PALM BEACH, FL 33401	NONE. SUPPORT FOR THE ARTS	PUBLIC CHARITY	1,000.

OLD ELM SCHOLARSHIP FOUNDATION 800 OLD ELM ROAD HIGHLAND PARK, IL 60035	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	500.
OLIVER GOSPEL MISSION P.O. BOX 7791 COLUMBIA, SC 29202	NONE. ASSISTANCE TO HOMELESS MEN	PUBLIC CHARITY	10,000.
PORTER GAUD SCHOOL 300 ALBEMARLE ROAD CHARLESTON, SC 29407	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	2,000.
PRESBYTERIAN FRONTIER FELLOWSHIP 7132 PORTLAND AVE., SUITE 136 RICHFIELD, MN 55423	NONE. SPIRITUAL SUPPORT	PUBLIC CHARITY	200.
PROVIDENCE ENGLEWOOD CHARTER SCHOOL 6515 SOUTH ASHLAND AVENUE CHICAGO, IL 60636	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	1,000.
REDEEMER LUTHERAN CHURCH AND SCHOOL 2450 SE OCEAN BLVD STUART, FL 34996	NONE. FOOD FOR THE NEEDY	PUBLIC CHARITY	5,000.
RICHARD DAVID KANN MELANOMA FOUNDATION 621 CLEARWATER PARK ROAD WEST PALM BEACH, FL 33401	NONE. MEDICAL SUPPORT	PUBLIC CHARITY	500.
RIVERS COALITION P.O. BOX 2627 STUART, FL 34995	NONE. ENVIRONMENTAL SUPPORT	PUBLIC CHARITY	500.
ROONEY'S GOLF FOUNDATION, INC. 1111 N. CONGRESS AVE WEST PALM BEACH, FL 33409	NONE. COMMUNITY ENHANCEMENT	PUBLIC CHARITY	400.
SALVATION ARMY, THE P.O. BOX 270848 TAMPA, FL 33618	NONE. FINANCIAL SUPPORT	PUBLIC CHARITY	15,000.

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22-2612047

SARCOMA RESEARCH FOUNDATION 124 ROBSART ROAD KENILWORTH, IL 60043	NONE. MEDICAL SUPPORT AND RESEARCH	PUBLIC CHARITY	1,320.
SHRINERS HOSPITAL FOR CHILDREN 2211 NORTH OAK PARK AVE CHICAGO, IL 60707	NONE. MEDICAL SUPPORT	PUBLIC CHARITY	2,000.
SISTERS OF THE HOLY NAMES OF JESUS AND MARY 2911 W. FORT WRIGHT DR. SPOKANE, WA 99224	NONE. SPIRITUAL & EDUCATIONAL SUPPORT	PUBLIC CHARITY	6,000.
SPRING HILL COLLEGE 4000 DAUPHIN STREET MOBILE, AL 36608	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	5,000.
SS. FAITH, HOPE & CHARITY CHURCH 191 LINDEN ST. WINNETKA, IL 60093	NONE. SPIRITUAL SUPPORT	PUBLIC CHARITY	2,500.
SS. FAITH, HOPE & CHARITY SCHOOL 180 RIDGE AVE. WINNETKA, IL 60093	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	3,000.
ST. CHRISTOPHER'S CHURCH 12001 SE FEDERAL HWY HOBE SOUND, FL 33455	NONE. SPIRITUAL SUPPORT	PUBLIC CHARITY	2,000.
ST. PHILIP THE APOSTLE PARISH 1962 OLD WILLOW ROAD NORTHFIELD, IL 60093	NONE. SPIRITUAL SUPPORT	PUBLIC CHARITY	2,000.
ST. VINCENT DEPAUL SOCIETY 12001 SE FEDERAL HWY, SUITE D HOBE SOUND, FL 33455	NONE. SPIRITUAL SUPPORT	PUBLIC CHARITY	10,000.
THE CHICAGO COMMUNITY TRUST - SPRINGBOARD FOUNDATION 111 EAST WACKER DRIVE, SUITE 1400 CHICAGO , IL 60601	NONE. COMMUNITY ENHANCEMENT	PUBLIC CHARITY	750.

SUSAN R. AND JOHN W. SULLIVAN FOUNDATION

22-2612047

THE LORD'S PLACE 2808 N AUSTRALIAN AVENUE WEST PALM BEACH, FL 33407	NONE. SPIRITUAL SUPPORT	PUBLIC CHARITY	12,000.
TREASURE COAST FOOD BANK 3051 INDUSTRIAL 25TH STREET FORT PIERCE, FL 34946	NONE. FOOD FOR THE NEEDY	PUBLIC CHARITY	10,000.
UNITED WAY OF MARTIN COUNTY 50 KINDRED STREET, SUITE 207 STUART, FL 34994	NONE. ASSISTANCE TO AREA HUMAN CARE AGENCIES	PUBLIC CHARITY	30,000.
WETLANDS INITIATIVE 53 WEST JACKSON BOULEVARD, SUITE 1015 CHICAGO, IL 60604	NONE. ENVIRONMENTAL SUPPORT	PUBLIC CHARITY	500.
WINGS FOR KIDS, INC. P.O. BOX 369 SULLIVANS ISLAND, SC 29482	NONE. DEVELOPS EMOTIONAL COMPETENCY IN CHILDREN	PUBLIC CHARITY	5,000.
WISTAR INSTITUTE, THE 3601 SPRUCE ST. PHILADELPHIA, PA 19104	NONE. MELANOMA RESEARCH	PUBLIC CHARITY	3,000.
WOMAN'S BOARD OF NORTHWESTERN MEMORIAL HOSPITAL 676 N ST. CLAIR STREET, SUITE 1717 CHICAGO, IL 60611	NONE. MEDICAL SUPPORT	PUBLIC CHARITY	1,000.
WOMAN'S BOARD OF RUSH UNIVERSITY MEDICAL CENTER 1725 WEST HARRISON STREET, SUITE 54 CHICAGO, IL 60612	NONE. MEDICAL SUPPORT	PUBLIC CHARITY	875.
WOODLANDS ACADEMY 760 E. WESTLEIGH RD. LAKE FOREST, IL 60045	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	1,000.
YOUTH CHORAL THEATER OF CHICAGO 708 CHURCH STREET, SUITE 203 EVANSTON , IL 60201	NONE. MUSICAL SUPPORT	PUBLIC CHARITY	3,500.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			362,370.

Susan R. and John W. Sullivan Foundation
 FEIN 22-2612047
 Form 990-PF, Net Operating Loss (NOL) Carryover
 Losses from Publicly Traded Partnerships (PTP)
 December 31, 2009

<u>Name and Address</u>		<u>Federal Identification Number</u>	<u>Other Investment Loss</u>
El Paso Pipeline Partners, L.P. 1001 Louisiana Street Houston, TX 77002	PTP	26-0789784	(1,447)
Energy Transfer Partners, L.P. 3738 Oak Lawn Dallas, TX 75219	PTP	73-1493906	(1,758)
PowerShares DB Oil Fund (DBO) 60 Wall Street New York, NY 10005	PTP	87-0778062	(88)
Buckeye Partners, L.P. 5 Tek Park 9999 Hamilton Blvd. Breinigsville, PA 18031	PTP	23-2432497	(984)
Kinder Morgan Energy Partners, L.P. One Allen Center 500 Dallas Street, Suite 1000 Houston, TX 77002	PTP	76-0380342	(3,719)
Magellan Midstream Partners, L.P. P.O. Box 22186 Mail Drop 28 Tulsa, OK 74121-2186	PTP	73-1599053	(100)
PTP NOL - Other Income			<u><u>(8,096)</u></u>

The losses from a Publicly Traded Partnership (PTP) cannot be used to offset other investment income, nor can it be used to offset the income of other PTP's. The amounts listed on this work paper are being carried forward to future years to be used to reduce net investment income on Page 1, Part I, Column B, when either each PTP has income or the PTP is disposed of.

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- 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 SUSAN R. AND JOHN W. SULLIVAN FOUNDATION	Employer identification number 22-2612047
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 851 SE MONTEREY COMMONS BLVD.	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions STUART, FL 34996-3337	

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

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

JOHN W. SULLIVAN

- The books are in the care of ► **851 SE MONTEREY COMMONS BLVD. - STUART, FL 34996-3337**
Telephone No ► **(772) 283-3838** FAX No ► **(772) 283-4946**

- 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 ☒ 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	\$ 2,400.
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	\$ 3,956.
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

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

Form **8868** (Rev. 4-2009)

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

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

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

Part II		Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)	
Type or print File by the extended due date for filing the return See instructions	Name of Exempt Organization		Employer identification number
	SUSAN R. AND JOHN W. SULLIVAN FOUNDATION		22-2612047
	Number, street, and room or suite no. If a P.O. box, see instructions.		For IRS use only
	851 SE MONTEREY COMMONS BLVD.		
	City, town or post office, state, and ZIP code For a foreign address, see instructions		
	STUART, FL 34996-3337		

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 ☒ 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.

JOHN W. SULLIVAN

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Telephone No. **(772) 283-3838**

FAX No. **(772) 283-4946**

• 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

TAYPAYER IS WAITING ON ADDITIONAL K-1 FORMS FROM THIRD PARTIES IN ORDER TO FILE A COMPLETE AND ACCURATE RETURN

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	\$	1,100.
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	\$	3,956.
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 **CPA** Date **8/5/10**

Form 8868 (Rev. 4-2009)

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

OMB No. 1545-1709

▶ File a separate application for each return

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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.*

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Type or print	Name of Exempt Organization	Employer identification number
	SUSAN R. AND JOHN W. SULLIVAN FOUNDATION	22-2612047
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	
	851 SE MONTEREY COMMONS BLVD.	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	STUART, FL 34996-3337	

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

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

JOHN W. SULLIVAN

- The books are in the care of ▶ **851 SE MONTEREY COMMONS BLVD. - STUART, FL 34996-3337**

Telephone No ▶ **(772) 283-3838**FAX No ▶ **(772) 283-4946**

- If the organization does not have an office or place of business in the United States, check this box ☐
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- ▶ ☒ 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	\$	0.
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.

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