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

2009

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 change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation MARY BARNES DONNELLEY FAMILY FOUNDATION	A Employer identification number 36-3487746	
	Number and street (or P O box number if mail is not delivered to street address) 30 N. LA SALLE ST.	Room/suite 1232	B Telephone number (see page 10 of the instructions) (312) 726-3110
	City or town, state, and ZIP code CHICAGO, IL 60602-3344	C If exemption application is pending, check here ► <input type="checkbox"/> D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 2,806,660 (Part I, column (d) must be on cash basis)		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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) (see page 11 of the instructions))

		(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 (attach schedule)				
Revenue	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	37	37		
	4 Dividends and interest from securities	79,439	79,439		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	(60,201)			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	(474)	(820)		
	12 Total. Add lines 1 through 11	18,801	78,656		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	6,792	6,792		
	c Other professional fees (attach schedule)				
	17 Interest	371	371		
	18 Taxes (attach schedule) (see page 14 of the instructions)	2,216	2,216		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	3,538	3,538		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	12,917	12,917		
	25 Contributions, gifts, grants paid	173,884			173,884
	26 Total expenses and disbursements. Add lines 24 and 25	186,801	12,917		173,884
	27 Subtract line 26 from line 12.				
	a Excess of revenue over expenses and disbursements	(168,000)			
	b Net investment income (if negative, enter -0-)		65,739		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	9,309	56,532	56,532
	2	Savings and temporary cash investments	143,656	66,554	66,554
	3	Accounts receivable ► 0			
		Less: allowance for doubtful accounts ► 0	0	0	0
	4	Pledges receivable ► 0			
		Less: allowance for doubtful accounts ► 0	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule) ► 0			
		Less allowance for doubtful accounts ► 0	0	0	0
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10	a Investments—U S and state government obligations (attach schedule) 766,275	766,275	1,160,431	1,497,940
	b	Investments—corporate stock (attach schedule) 1,140,177	1,140,177	671,588	799,287
	c	Investments—corporate bonds (attach schedule) 0	0	0	0
Liabilities	11	Investments—land, buildings, and equipment basis ► 0			
		Less accumulated depreciation (attach schedule) ► 0	0	0	0
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule) 385,611	385,611	311,680	386,347
	14	Land, buildings, and equipment: basis ► 0			
		Less accumulated depreciation (attach schedule) ► 0	0	0	0
	15	Other assets (describe ►) 0	0	0	0
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	2,445,028	2,266,785	2,806,660
	17	Accounts payable and accrued expenses		479	
	18	Grants payable	10,265	10,265	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ►) 0	0	0	
	23	Total liabilities (add lines 17 through 22)	10,265	10,744	
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	2,434,763	2,256,041	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
Part III Analysis of Changes in Net Assets or Fund Balances	30	Total net assets or fund balances (see page 17 of the instructions)	2,434,763	2,256,041	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,445,028	2,266,785	

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	2,434,763
2	Enter amount from Part I, line 27a	2	(168,000)
3	Other increases not included in line 2 (itemize) ► SEE ATTACHED SCHEDULE	3	2,149
4	Add lines 1, 2, and 3	4	2,268,912
5	Decreases not included in line 2 (itemize) ► FLAG PRIVATE EQUITY 2008 INCOME	5	12,871
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,256,041

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED SCHEDULE				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			(60,201)	
b				
c				
d				
e				
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				
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	(60,201)
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	{ }		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	180,726	3,088,286	0.058520
2007	119,971	3,412,532	0.035156
2006	132,422	3,093,469	0.042807
2005	124,507	2,716,563	0.045833
2004	129,037	2,443,424	0.052810
2 Total of line 1, column (d)			2 0.235126
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.047025
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 2,531,216
5 Multiply line 4 by line 3			5 119,030
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 657
7 Add lines 5 and 6			7 119,687
8 Enter qualifying distributions from Part XII, line 4			8 173,884
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 on page 18.			

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)1 a 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

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- .

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only) Others enter -0-

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 3,794

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 3,794

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 3,137

11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ►

11 Refunded ►

Part VII-A Statements Regarding Activities

1 a 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?

Yes

No

1a X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the 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?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

2 X

If "Yes," attach a detailed description of the activities

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

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a X

b If "Yes," has it filed a tax return on Form 990-T for this year?

4b N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5 X

If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

6 X

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.

7 X

8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► ILLINOIS

8b X

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

9 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 on page 27)? If "Yes," complete Part XIV

10 X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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 page 20 of the 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 ►
- 14 The books are in care of ► SIMPSON ESTATES INC Telephone no ► (312) 726-3110
Located at ► 30 N. LA SALLE ST. SUITE 1232 CHICAGO IL ZIP+4 ► 60602-3344
- 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** |

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.

- 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
- 1b 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 ►
- 1c 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 ► 20_____ , 20_____ , 20_____ , 20_____
- 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 page 20 of the instructions.) **2b** N/A
- c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
► 20_____ , 20_____ , 20_____ , 20_____
- 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.) **3b** N/A
- 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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	5b	N/A
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Statement				

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). 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 ►
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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3 ►	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	2,418,125
b	Average of monthly cash balances	1b	151,637
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,569,762
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,569,762
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	38,546
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,531,216
6	Minimum investment return. Enter 5% of line 5	6	126,561

Part XI Distributable Amount (see page 25 of the 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	126,561
2a	Tax on investment income for 2009 from Part VI, line 5	2a	659
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	659
3	Distributable amount before adjustments Subtract line 2c from line 1	3	125,902
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	125,902
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	125,902

Part XII Qualifying Distributions (see page 25 of the 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	173,884
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	173,884
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	659
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	173,225

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				125,902
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			33,616	
b Total for prior years 20 ____ , 20 ____ , 20 ____				
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				
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 173,884				
a Applied to 2008, but not more than line 2a			33,616	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2009 distributable amount				125,902
e Remaining amount distributed out of corpus	14,366			
5 Excess distributions carryover applied to 2009 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
6 Enter the net total of each column as indicated below:	14,366			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	14,366			
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	14,366			

Part XV Supplementary Information (continued)**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 Paid during the year SEE ATTACHED SCHEDULE				173,884
Total			► 3a	173,884
b Approved for future payment RUSH UNIVERSITY MEDICAL CENTER CHICAGO IL				10,265
Total			► 3b	10,265

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments . . .					
3 Interest on savings and temporary cash investments . . .			14	37	
4 Dividends and interest from securities			14	79,040	
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			18	(60,201)	
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a <u>SEE ATTACHED SCHEDULE</u>			14	(474)	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				18,402	
13 Total. Add line 12, columns (b), (d), and (e)					18,402

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

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

- 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?

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

- 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.

- 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

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.

9/27/13

PRESIDENT

Date _____

Sign Here

Signature of officer or trustee

Paid
Newspaper's
Use Only

Preparer's
signature

Date

Check if
self-emp

Preparer's identifying number (see Signature on page 30 of the instructions)

Page 50 of the Instruc

Firm's name (or yours if self-employed), address, and ZIP code

SIMPSON/ESTATES INC.
SUITE 1232

30 N LASALLE ST

FIN ► 36-2541394

Firm's name (or yours if self-employed), address, and ZIP code → **SIMPSON/ESTATES INC.** 30 N LA SALLE ST. EIN ► 36-2541394
and ZIP code → **SUITE 1232** CHICAGO, IL 60602-3344 Phone no. (312) 726-3

Part VII. Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

Part III (990-PF) - Changes in Net Assets or Fund Balances

2a

Line 3 - Other increases not included in Part III, Line 2

1	UNREALIZED APPRECIATION - PTRSHP INT	1	1,910
2	BOOK-TAX DIFFERENCE - FLAG PRIVATE EQUITY	2	227
3	BOOK-TAX DIFFERENCE - FG-AFII	3	12
4	Total	4	2,149

Line 5 - Decreases not included in Part III, Line 2

1	FLAG PRIVATE EQUITY 2008 INCOME	1	12,871
2	Total	2	12,871

Mary Barnes Donnelley Foundation
36-3487746

Part I, Line 11 - Other Income & Part XVI, Line 11 - Other Revenue

Flag Venture Partners II, LP - Other Portfolio	27
SGF, LLC - Ordinary Loss	(5)
Flag Private Equity LP - Trade or Bus	(186)
Simglo LP - Ordinary Loss	(815)
Flag Private Equity LP - Other Passive Income	3
Flag Private Equity LP - Other Port Income	35
Flag Private Equity LP - Cancellation of Debt	8
FG-AFII - Other Portfolio Income	2
Denmark Income Tax Refund	111
Total Column B	(820)
Tax Refund - Form 2439 Taxes	346
Total Column A	<u><u>(474)</u></u>

Part I, Line 16b - Accounting Fees

Simpson Estates, Inc - Accounting and Tax Preparation	<u><u>6,792</u></u>
--	---------------------

Part I, Line 18 - Taxes

Simglo LP - Franchise Tax	2
Alis & Co - Foreign Tax Paid	1,583
Simglo LP - Foreign Tax Paid	612
SGF LLC - Foreign Tax Paid	17
Flag Private Equity LP - Foreign Tax	2
Total Column A & B	<u><u>2,216</u></u>

Part I Line 23 - Other Expenses

Simglo, LP	2,137
SGF, LLC	269
Flag Venture Partners II, LP	263
Flag Private Equity LP	716
FG-AFII	15
Total From Passthroughs	3,400
Filing Fees	25
Investment Fees	113
Total Other Expenses - Column A & B	<u><u>3,538</u></u>

Part II, Line 13 - Other Investments

	Book Value	Market Value
Simglo, LP	255,851	330,518
SGF, LLC	0	0
Flag Venture Partners II, LP	23,497	23,497
FG- AFII Prime Venture Partners	6,685	6,685
Flag Private Equity, LP	25,647	25,647
Total Other Investments	<u><u>311,680</u></u>	<u><u>386,347</u></u>

Month: MAY Month: MAY (Unaudited) 2009
Investor: L. MURKIN
Firm #: 36-3433-746

CONTRIBUTION AND LOSS
FOR THE YEAR ENDED 2009

SECURITY	QUAN	OCO DATE	SELL DATE	PROCEEDS	COST	GAIN/LOSS
Part 1a Short Term Capital Gains & Losses						
AMERICAN COAL LTD	90.00	10/24/08	06/22/09	12,640.77	8,483.03	4,157.74
AMERICAN COAL LTD (ALIAS)	362.73	08/10/09	11/20/09	1,000.95	1,167.95	90.02
AMERICAN SEMI CONDUCTOR CORP	260.00	10/24/08	06/19/09	1,042.20	86	0.5
U S TREASURY BILL (TBIL)	5000 03/05/09	01/02/09	02/12/09	4,999.49	4,999.66	6.17
U S TREASURY BILL (TBIL)	5000 09/10/09	01/03/09	07/23/09	4,999.11	4,999.65	5.54
U S TREASURY BILL (TBIL)	30.00	01/11/09	07/23/09	29,993.17	29,995.42	6.25
Short Term Totals:				30,735.48	32,476.35	8,278.93
Part 1b Long Term Capital Gains & Losses						
AMERICAN COAL LTD	80.00	10/24/08	11/20/09	1,600.50	1,544.91	8,460.99
AMERICAN COAL LTD (ALIAS)	1,320.00	01/31/08	11/20/09	3,924.67	4,656.08	-427.41
AMERICAN CORP	2,500.00	08/27/07	11/20/09	17,758.54	45,739.50	-27,980.96
AMERICAN UTIL GROUP (AUG)	03/13/01	06/18/09	2/25/10	52	0.00	2/25.57
AMAZON CO (AMZN)	01/11/00	05/14/09	1/15	0.00	1.15	-1.15
AMERICAN CO (AMC)	760.00	11/03/06	07/18/09	14,904.12	25,057.20	-10,153.08
AMERICAN TRUST INC (ATCI)	310.00	03/26/05	11/20/09	20,484.68	8,111.72	12,372.96
AMERICAN BORN (AMO)	1,00.00	10/29/07	11/20/09	7,500.21	7,125.10	375.11
AMERICAN BANK (ABK)	4,790.00	09/26/08	11/23/09	28,739.56	27,283.24	5,906.32
AMERICAN EXCHNG CO (AMEX)	6,0000 08/15/09	100.00	01/21/00	100,000.00	94,681.50	5,312.50
Long Term Totals:				209,042.40	257,205.25	48,162.85
Total:						
				269,797.80	309,631.80	-39,833.92

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AM 9/4/10

MARY BARNES DONNELLEY FAMILY FOUNDATION36-3487746CAPITAL GAIN (LOSS) SUMMARY - 2009PARTNERSHIP GAINS & (LOSSES):SIMGLO, L.P. (36-3860054)

Short Term Capital Gain (Loss)	1,456
Long Term Capital Gain (Loss)	(15,909)

SGF, L.L.C. (36-4181745)

Short Term Capital Gain (Loss)	(803)
Long Term Capital Gain (Loss)	(8,878)

FLAG VENTURE PARTNERS II, L.P. (06-1478807)

Short Term Capital Gain (Loss)	(46)
Long Term Capital Gain (Loss)	991

FLAG PRIVATE EQUITY L.P. (06-1582343)

Short Term Capital Gain (Loss)	123
Long Term Capital Gain (Loss)	362

TOTAL PARTNERSHIP GAINS (LOSSES)	(22,704)
CAPITAL GAINS (LOSSES) FROM PREVIOUS PAGE	(39,884)
CAPITAL GAIN DISTRIBUTIONS	2,495
NET SEC. 1231 GAINS (LOSSES)	(20)
SEC. 1256 STRADDLE GAINS (LOSSES)	0
LOSS ON DISTRIB. OF SGF PARTNERSHIP INTEREST	(88)
 TOTAL CAPITAL GAINS & LOSSES	 <u>(60,201)</u>

ACCOUNT: P	SECURITY	QUAN	Avg COST	TOTAL COST	UNIT VALUE	TOTAL VALUE	UNIT DIV	TOTAL DIV
161	TRACFIC INC (TRACF)	180.00	74.51	13,976.03	210.75	37,931.76	0.00	0.00
161	ALCON INC (ACL)	380.00	88.74	33,719.91	164.50	62,453.00	3.50	1,450.00
161	AES CORP (AES)	2,370.00	18.59	44,065.51	13.50	544.70	0.00	0.00
161	OMER-SEMICONDUCTOR (OMSC)	1,220.00	10.07	13,770.93	40.90	51,745.00	0.00	0.00
161	KOMMADIER GL B (BUMB)	10,340.00	2.16	22,741.14	4.51	47,142.17	0.10	1,034.50
161	RF FLIC ADS (RF)	950.00	41.67	39,387.68	57.90	51,071.50	3.38	5,211.50
161	BORG-WARNER (BWA)	770.00	32.73	25,204.97	35.20	25,377.40	0.00	0.00
161	A M CASTLE & CO (CR)	7,055.00	6.17	43,514.51	13.60	96,382.95	0.00	0.00
161	DEVON ENERGY (DVN)	825.00	24.06	19,845.60	23.50	60,637.50	0.64	528.00
161	EXPEDITORS INTL (EXPD)	650.00	45.60	29,778.48	34.70	22,940.20	0.35	231.00
161	IONIC LTD (FANUF)	400.00	92.82	35,129.45	92.70	37,080.40	0.40	160.00
161	ICICI BANK (IBN)	890.00	38.16	33,962.50	37.70	35,561.90	0.52	462.80
161	TTT INDUSTRIES (TTT)	890.00	37.77	35,619.01	47.40	44,268.50	0.81	736.50
161	ILLINOIS TOOL WORKS (ITW)	760.00	32.93	25,291.10	47.90	36,472.40	1.24	942.40
161	ST. JOE CORP (JOE)	1,330.00	35.80	44,955.37	28.80	38,423.70	0.00	0.00
161	THOMAS FAL TIGER (TART)	2,322.14	13.79	36,870.46	19.20	44,634.75	0.20	454.43
161	MONSANTO CO (MON)	4,450.00	72.74	32,732.78	81.75	36,707.50	1.06	477.00
161	MICROSOFT CORP (MSFT)	1,490.00	30.37	45,250.00	30.40	45,415.20	0.52	274.80
161	NATIONAL-OILWELL (NOV)	640.00	27.07	17,727.23	44.00	20,217.50	0.70	236.00
161	NORTHERN TRUST CO (NTRS)	1,020.00	43.58	44,450.30	52.40	53,448.00	1.12	1,142.40
161	NOVO NORDISK ADR (NVO)	750.00	26.17	19,101.80	63.80	46,610.50	0.88	642.40
161	NOVARTIS AG (NVS)	800.00	36.26	43,007.68	31.30	43,544.00	1.47	1,176.00
161	NYSE EURONEXT COM (NYX)	640.00	33.15	35,280.61	25.30	16,192.00	1.20	260.00
161	PETROFRAS ADR (PTIR)	850.00	47.30	40,375.55	47.60	40,528.00	0.75	637.30
161	PICOT-CREEK TIMBER (PCT)	1,063.00	29.71	44,178.90	37.70	36,073.50	1.88	2,794.80
161	PROCTER & GAMBLE (PG)	640.00	52.80	33,790.14	60.50	38,803.20	1.76	1,126.40
161	QUANTA SERVICES (QSR)	1,520.00	9.13	13,877.60	20.80	31,676.80	0.00	0.00
161	ROCHEHOLD ADR (RYCY)	1,180.00	36.79	43,406.30	42.20	49,796.00	0.94	1,072.20
161	ROLLS ROYCE PLC (RR)	1,290.00	35.51	45,809.49	39.01	50,322.50	1.12	1,441.80
161	SEMONIX INC (SNMX)	2,755.00	10.48	20,876.86	35.70	10,386.35	0.00	0.00
161	SORCER-MATERIALS (TMC)	750.00	76.37	35,747.20	32.70	38,449.10	1.00	730.00
161	WASTE MANAGEMENT INC (WM)	1,210.00	27.97	33,838.82	33.80	40,910.10	1.26	1,524.60
161	WAL-MART CO. (WMT)	960.00	51.26	49,212.50	53.45	51,312.00	1.09	1,016.40
161	EXXONMOBIL CORP (XOM)	1,799.00	15.77	12,396.34	69.19	54,405.81	1.68	1,347.32
161	DEFINISPY INTL INC (XRAY)	1,100.00	22.01	24,125.23	35.12	38,682.00	0.42	241.00
161	U.S. TREASURY NOTE (CUSTN)	4,623.02 (79/12)	73.00	90.09	79.49	97,489.20	110.03	110.03
161	U.S. TREASURY NOTE (CUSTN)	4,750.00 (97/13/14)	100.00	96.37	96,371.20	106.62	106,620.00	4,125.00
161	U.S. TREASURY NOTE (CUSTN)	4,125.00 (05/15/16)	100.00	90.92	118,042.50	123.70	160,927.00	9,425.00
161	U.S. TREASURY BOND (CUSTB)	7,250.00 (05/15/16)	130.00	98.00	98,096.38	134.90	97,295.00	0.0823.30
161	U.S. TREASURY BOND (CUSTB)	8,123.00 (07/13/17)	30.00	96.09	51,002.25	43.10	40,085.00	4,000.00
161	U.S. TREASURY BOND (CUSTB)	8,000.00 (11/15/21)	50.00	102.90	50,437.50	59.40	59,720.00	3,125.00
161	U.S. TREASURY BOND (CUSTB)	6,250.00 (03/15/23)	50.00	100.88	119.40	59,720.00	3,125.00	3,125.00
161	U.S. TREASURY NOTE (CUSTN)	6,000.00 (02/15/27)	123.00	107.59	123,659.40	126.90	145,223.00	7,500.00

1,032,019.07	2,297,226.37	66,711.30
<u>Total Corporate Stocks</u>	<u>1,497,940</u>	<u>799,287</u>
<u>Book Value</u>	<u>Fair Market Value</u>	<u>2,297,227</u>
<u>1,832,019</u>	<u>1,497,940</u>	<u>799,287</u>

12/14/10

MARY BARNES DONNELLEY FAMILY FOUNDATION (36-3487746)

PART XV - 2009 GRANTS & CONTRIBUTIONS PAID

18

RECIPIENT	CITY AND STATE	PURPOSE OF GRANT	AMOUNT
1 ROOSEVELT UNIVERSITY	CHICAGO, IL	SCHOLARSHIP - CHIQUITA DAVIS	\$9,500.00
2 SOCCER WITHOUT BORDERS	SAN FRANCISCO, CA	UNRESTRICTED	\$3,100.00
3 ART INSTITUTE OF PITTSBURGH	PITTSBURGH, PA	SCHOLARSHIP - JENNA LANE	\$7,494.00
4 LOUISIANA TECH UNIVERSITY	RUSTON, LA	SCHOLARSHIP - ROY HUMPHRIES	\$7,058.00
5 UNIVERSITY OF WISCONSIN-STOUT	MENOMONIE, WI	SCHOLARSHIP - STACEY A. KRUGER	\$12,164.31
6 UNIVERSITY OF PENNSYLVANIA - WHARTON SCHOOL EXEC MBA PROGRAM	PHILADELPHIA, PA	SCHOLARSHIP - MATTHEW A. BIRD	\$10,000.00
7 EAST-WEST UNIVERSITY	CHICAGO, IL	SCHOLARSHIP - FRANK TELLEZ	\$12,155.00
8 UNIVERSITY OF ILLINOIS	CHAMPAIGN, IL	SCHOLARSHIP - EUGENIA VITI	\$7,500.00
9 FIELD MUSEUM	CHICAGO, IL	UNRESTRICTED	\$1,000.00
10 TEXAS TECH UNIVERSITY	LUBBOCK, TX	SCHOLARSHIP - AMANDA BROOKE RUDD	\$7,500.00
11 UNIVERSITY OF MISSOURI-COLUMBIA	COLUMBIA, MO	SCHOLARSHIP - JORDAN SCOTTEN	\$10,000.00
12 LYNN UNIVERSITY	BOCA RATON, FL	SCHOLARSHIP - JORGE MOLINA	\$10,000.00
13 ST. PATRICK HIGH SCHOOL	CHICAGO, IL	SCHOLARSHIP - WILLIAM FOLEY	\$5,500.00
14 DEVRY UNIVERSITY - DUPAGE	ADDISON, IL	SCHOLARSHIP - ISAAC FUNCHES	\$7,000.00
15 MORTON COLLEGE	CICERO, IL	SCHOLARSHIP - F. TELLEZ	340.00
16 CHUBB INTERNATIONAL SHOOTING SPORTS, INC.	ELIZABETHVILLE, PA	CHUBB INTERNATIONAL SHOOT	\$10,000.00
17 DELTA WATERFOWL FOUNDATION	BISMARCK, ND	UNRESTRICTED	\$25,000.00
18 COLUMBIA COLLEGE CHICAGO	CHICAGO, IL	MUSIC DEPT. AND BLUES PROGRAM	\$15,000.00
19 TENNESSEE TECH UNIVERSITY	COOKEVILLE, TN	SCHOLARSHIP - STEVE NGWIRA	\$10,000.00
20 CHICAGO STATE UNIVERSITY	CHICAGO, IL	SCHOLARSHIP - LADONNA HILL	\$1,877.00
21 ALLEGANY COLLEGE OF MARYLAND FOUNDATION, INC		SCHOLARSHIP - JESSICA VITALE	\$1,695.68
			<u>\$173,883.99</u>

Application for Extension of Time To File an
Exempt Organization Return

► 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 MARY BARNES DONNELLEY FAMILY FOUNDATION	Employer identification number 36-3487746
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. 30 N. LA SALLE ST. SUITE 1232	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHICAGO	IL 60602-3344

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 |

- The books are in the care of ► **SIMPSON ESTATES INC. 30 N. LA SALLE ST. SUITE 1232 CHICAGO IL 60602.**

- Telephone No. ► **(312) 726-3110** FAX No. ► **(312) 726-3143**
- 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 **8/15/2010**, 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

3 a 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	\$ 1,000
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	\$ 3,700
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.

- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box. . . . ►
- Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).

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

Type or print File by the extended due date for filing the return. See instructions	Name of Exempt Organization MARY BARNES DONNELLEY FAMILY FOUNDATION	[Redacted]	Employer identification number 36-3487746
	Number, street, and room or suite no. If a P.O. box, see instructions 30 N. LA SALLE ST. SUITE 1232		For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions CHICAGO IL 60602-3344		

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

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

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

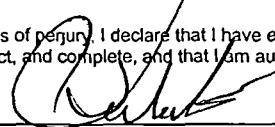
- The books are in the care of ► **SIMPSON ESTATES INC.** 30 N. LA SALLE ST. SUITE 1232 CHICAGO IL 60602. Telephone No. ► (312) 726-3110 FAX No. ► (312) 726-3143
- If the organization does not have an office or place of business in the United States, check this box. ►
- If this is for a Group Return, 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 **11/15/2010**.
- 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. **More time is requested to acquire all information needed to complete and file an accurate return.**

8 a 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	\$ 700
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	\$ 3800
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 ► **PRESIDENT**

Date ► **8/10/09**

Form 8868 (Rev. 4-2009)