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

OMB No 1545-0052

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 , 2009, 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 GRANDY FOUNDATION | | A Employer identification number 36-3563806 |
| | Number and street (or P O box number if mail is not delivered to street address) | Room/suite | B Telephone number (see the instructions) (847) 883-9700 |
| | City or town | State ZIP code | C If exemption application is pending, check here <input type="checkbox"/> |
| | BUFFALO GROVE | IL 60089 | D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <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, column (c), line 16) \$ 1,499,745. | | 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"/> |
| J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis) | | | |

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions)) | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|--|------------------------------------|---------------------------|-------------------------|---|
| REVENUE | 1 Contributions, gifts, grants, etc., received (att sch) | 120,000. | | | |
| | 2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B | | | | |
| | 3 Interest on savings and temporary cash investments | 3,417. | 3,417. | | |
| | 4 Dividends and interest from securities | 7,123. | 29,874. | | |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | L-6a Stmt | | |
| | 6a Net gain/(loss) from sale of assets not on line 10 | -1,336,447. | | | |
| | b Gross sales price for all assets on line 6a | 151,238. | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 0. | | |
| | 8 Net short-term capital gain | | | | |
| | 9 Income modifications | | | | |
| | 10a Gross sales less returns and allowances | | | | |
| b Less Cost of goods sold | | | | | |
| c Gross profit/(loss) (att sch) | | | | | |
| 11 Other income (attach schedule) See Line 11 Stmt | 1,533,068. | -796. | | | |
| 12 Total. Add lines 1 through 11 | 327,161. | 32,495. | | | |
| ADMINISTRATIVE EXPENSES AND OPERATING AND | 13 Compensation of officers, directors, trustees, etc | | | | |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | | | | |
| | 16a Legal fees (attach schedule) L-16a Stmt | 10,011. | | | 10,011. |
| | b Accounting fees (attach sch) | | | | |
| | c Other prof fees (attach sch) L-16c Stmt | 16,664. | 397. | | 16,664. |
| | 17 Interest | | | | |
| | 18 Taxes (attach schedule)(see instr) See Line 18 Stmt | 2,086. | 1,184. | | |
| | 19 Depreciation (attach sch) and depletion L-19 Stmt | 799. | | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | | | | |
| | 22 Printing and publications | | | | |
| 23 Other expenses (attach schedule) See Line 23 Stmt | 1,540. | 1,720. | | 1,540. | |
| 24 Total operating and administrative expenses. Add lines 13 through 23 | 31,100. | 3,301. | | 28,215. | |
| 25 Contributions, gifts, grants paid | 6,068,240. | | | 6,068,240. | |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 6,099,340. | 3,301. | | 6,096,455. | |
| 27 Subtract line 26 from line 12: | | | | | |
| a Excess of revenue over expenses and disbursements | -5,772,179. | | | | |
| b Net investment income (if negative, enter -0-) | | 29,194. | | | |
| 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 | 334,958. | 199,018. | 199,018. |
| | 2 | Savings and temporary cash investments | | | |
| | 3 | Accounts receivable | | | |
| | | Less: allowance for doubtful accounts | | | |
| | 4 | Pledges receivable | | | |
| | | Less: allowance for doubtful accounts | | | |
| | 5 | Grants receivable | | | |
| | 6 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions) | | | |
| | 7 | Other notes and loans receivable (attach sch) | | | |
| | | Less: allowance for doubtful accounts | | | |
| | 8 | Inventories for sale or use | | | |
| | 9 | Prepaid expenses and deferred charges | | | |
| | 10a | Investments — U.S. and state government obligations (attach schedule) | 198,160. | | |
| | b | Investments — corporate stock (attach schedule) L-10b Stmt | 6,480,440. | 1,539,761. | 1,152,149. |
| | c | Investments — corporate bonds (attach schedule) L-10c Stmt | 741,560. | 149,000. | 147,755. |
| | LIABILITIES | 11 | Investments — land, buildings, and equipment: basis | | |
| | | Less: accumulated depreciation (attach schedule) | | | |
| 12 | | Investments — mortgage loans | | | |
| 13 | | Investments — other (attach schedule) | | | |
| 14 | | Land, buildings, and equipment: basis | 2,903. | | |
| | | Less: accumulated depreciation (attach schedule) | 2,080. | 823. | 823. |
| 15 | | Other assets (describe) | | | |
| 16 | | Total assets (to be completed by all filers — see instructions. Also, see page 1, item I) | 7,757,998. | 1,888,602. | 1,499,745. |
| 17 | | Accounts payable and accrued expenses | | | |
| 18 | | Grants payable | | | |
| 19 | Deferred revenue | | | | |
| 20 | Loans from officers, directors, trustees, & other disqualified persons | | | | |
| 21 | Mortgages and other notes payable (attach schedule) | | | | |
| 22 | Other liabilities (describe) | | | | |
| 23 | Total liabilities (add lines 17 through 22) | | | | |
| NET ASSETS OR FUND BALANCES | Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/> | | | | |
| | 24 | Unrestricted | | | |
| | 25 | Temporarily restricted | | | |
| | 26 | Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/> | | | | |
| | 27 | Capital stock, trust principal, or current funds | | | |
| | 28 | Paid-in or capital surplus, or land, building, and equipment fund | | | |
| | 29 | Retained earnings, accumulated income, endowment, or other funds | 7,757,998. | 1,888,602. | |
| | 30 | Total net assets or fund balances (see the instructions) | 7,757,998. | 1,888,602. | |
| | 31 | Total liabilities and net assets/fund balances (see the instructions) | 7,757,998. | 1,888,602. | |

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 | 7,757,998. |
| 2 | Enter amount from Part I, line 27a | 2 | -5,772,179. |
| 3 | Other increases not included in line 2 (itemize) | 3 | |
| 4 | Add lines 1, 2, and 3 | 4 | 1,985,819. |
| 5 | Decreases not included in line 2 (itemize) <u>PRIOR PERIOD ADJUSTMENT</u> | 5 | 97,217. |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30 | 6 | 1,888,602. |

Part IV Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company) | (b) How acquired P — Purchase D — Donation | (c) Date acquired (month, day, year) | (d) Date sold (month, day, year) |
|--|--|---|-------------------------------------|
| 1a FROM K-1 MF INTERNATIONAL EMERGING MARKET | P | Various | Various |
| b FROM K-1 MF LARGE CAP GROWTH | P | Various | Various |
| c FROM K-1 MF LARGE CAP VALUE | P | Various | Various |
| d FROM K-1 MF SMALL CAP VALUE | P | Various | Various |
| e See Columns (a) thru (d) | | | |

| (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 0. | | 221,078. | -221,078. |
| b 0. | | 91,006. | -91,006. |
| c 0. | | 60,306. | -60,306. |
| d 0. | | 188,990. | -188,990. |
| e See Columns (e) thru (h) | | 856,989. | -797,972. |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h)) |
|---|--------------------------------------|---|---|
| (i) Fair Market Value as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of column (i) over column (j), if any | |
| a | | | -221,078. |
| b | | | -91,006. |
| c | | | -60,306. |
| d | | | -188,990. |
| e See Columns (i) thru (l) | 0. | 0. | -797,972. |

| | | | |
|--|--|---|-------------|
| 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 | -1,359,352. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) | - [If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8] | 3 | |

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

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

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

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

☐ Yes☒ No

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

| 1 Enter the appropriate amount in each column for each year, see the instructions before making any entries | | | |
|---|---------------------------------------|--|--|
| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (column (b) divided by column (c)) |
| 2008 | 238,827. | 7,939,248. | 0.030082 |
| 2007 | 407,977. | 9,318,317. | 0.043782 |
| 2006 | 1,292,548. | 6,072,145. | 0.212865 |
| 2005 | 1,463,824. | 5,510,920. | 0.265622 |
| 2004 | 835,624. | 6,749,164. | 0.123811 |

| | | |
|--|---|------------|
| 2 Total of line 1, column (d) | 2 | 0.676162 |
| 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 | 0.135232 |
| 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 | 4 | 2,309,866. |
| 5 Multiply line 4 by line 3 | 5 | 312,368. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 292. |
| 7 Add lines 5 and 6 | 7 | 312,660. |
| 8 Enter qualifying distributions from Part XII, line 4 | 8 | 6,096,455. |

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

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

| | | | |
|--|----|--------|-----------------|
| 1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter. _____ (attach copy of letter if necessary - see instr.) | | | |
| 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 | 292. |
| c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b) | | | |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | | 2 | 0. |
| 3 Add lines 1 and 2 | | 3 | 292. |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | | 4 | 0. |
| 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | | 5 | 292. |
| 6 Credits/Payments: | | | |
| a 2009 estimated tax pmts and 2008 overpayment credited to 2009 | 6a | 258. | |
| b Exempt foreign organizations – tax withheld at source | 6b | | |
| c Tax paid with application for extension of time to file (Form 8868) | 6c | 1,000. | |
| d Backup withholding erroneously withheld | 6d | | |
| 7 Total credits and payments. Add lines 6a through 6d | 7 | 1,258. | |
| 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 | 966. | |
| 11 Enter the amount of line 10 to be Credited to 2010 estimated tax | 11 | 966. | Refunded |

Part VII-A Statements Regarding Activities

| | Yes | No |
|---|-----|----|
| 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? | | X |
| b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? | | X |
| If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities | | |
| c Did the foundation file Form 1120-POL for this year? | | X |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation \$ _____ (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? 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 | |
| 4 a 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? | | |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T | | X |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? | X | |
| 7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV | X | |
| 8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) <u>IL - Illinois</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? | 13 | X | |

Website address N/A

14 The books are in care of ERIC F. ACHEPOHL Telephone no (847) 883-9700
 Located at 485 HALF DAY ROAD, SUITE 200 BUFFALO GROVE IL ZIP + 4 60089

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. | | 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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (5) | Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (6) | Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b | If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? 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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u> | | |
| b | Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions) | 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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u> | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b | If 'Yes,' did it have excess business holdings in 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 | |
| 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)? (see instructions)

☒ Yes ☐ No

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

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?**5b**

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☒ Yes ☐ No

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**

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?**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 (see instructions).

| (a) Name and address | (b) Title and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|--|--|---|---|---------------------------------------|
| JACK MILLER 485 HALF DAY ROAD, SUITE 200 BUFFALO GROVE IL 60089 | DIRECTOR/VP 1.00 | 0. | 0. | 0. |
| JUDITH N. JOY 485 HALF DAY ROAD, SUITE 200 BUFFALO GROVE IL 60089 | DIRECTOR/VP 1.00 | 0. | 0. | 0. |
| SHARON A. MILLER 485 HALF DAY ROAD, SUITE 200 BUFFALO GROVE IL 60089 | DIRECTOR/SECRETARY/PRES 1.00 | 0. | 0. | 0. |
| See Information about Officers, Directors, Trustees, Etc | | 0. | 0. | 0. |

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

| (a) Name and address of each employee paid more than \$50,000 | (b) Title and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|--|------------------|---|---------------------------------------|
| NONE | | | | |
| 0 | | | | |
| 0 | | | | |
| 0 | | | | |
| 0 | | | | |

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

None

Part VII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services – (see 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

None

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 | |
| 2 | |
| 3 | |
| 4 | |

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

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. | Amount |
|---|--------|
| 1 | |
| 2 | |
| All other program-related investments See instructions | |
| 3 | |
| Total. Add lines 1 through 3 | |

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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 | 1,632,973. |
| b | Average of monthly cash balances | 1b | 712,069. |
| c | Fair market value of all other assets (see instructions) | 1c | |
| d | Total (add lines 1a, b, and c) | 1d | 2,345,042. |
| 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 | 2,345,042. |
| 4 | Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions) | 4 | 35,176. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 2,309,866. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 115,493. |

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 | 115,493. |
| 2a | Tax on investment income for 2009 from Part VI, line 5 | 2a | 292. |
| b | Income tax for 2009 (This does not include the tax from Part VI) | 2b | |
| c | Add lines 2a and 2b | 2c | 292. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 115,201. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | 1,500,000. |
| 5 | Add lines 3 and 4 | 5 | 1,615,201. |
| 6 | Deduction from distributable amount (see instructions) | 6 | |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 1,615,201. |

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 | 6,096,455. |
| 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 | 6,096,455. |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) | 5 | 292. |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 6,096,163. |

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

Part XIII Undistributed Income (see instructions)

| | (a) Corpus | (b) Years prior to 2008 | (c) 2008 | (d) 2009 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2009 from Part XI, line 7 | | | | 1,615,201. |
| 2 Undistributed income, if any, as of the end of 2009. | | | 0. | |
| a Enter amount for 2008 only | | | | |
| b Total for prior years 20__, 20__, 20__ | | | | |
| 3 Excess distributions carryover, if any, to 2009 | | | | |
| a From 2004 0. | | | | |
| b From 2005 0. | | | | |
| c From 2006 164,302. | | | | |
| d From 2007 0. | | | | |
| e From 2008 0. | | | | |
| f Total of lines 3a through e | 164,302. | | | |
| 4 Qualifying distributions for 2009 from Part XII, line 4. ▶ \$ 6,096,455. | | | | |
| a Applied to 2008, but not more than line 2a | | | | |
| b Applied to undistributed income of prior years (Election required — see instructions) | | | | |
| c Treated as distributions out of corpus (Election required — see instructions) | | | | |
| d Applied to 2009 distributable amount | | | | 1,615,201. |
| e Remaining amount distributed out of corpus | 4,481,254. | | | |
| 5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a)) | | | | |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | 4,645,556. | | | |
| 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 | | | | |
| 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 instructions | | | 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) (see instructions) | | | | |
| 8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions) | 0. | | | |
| 9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a | 4,645,556. | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2005 0. | | | | |
| b Excess from 2006 164,302. | | | | |
| c Excess from 2007 0. | | | | |
| d Excess from 2008 0. | | | | |
| e Excess from 2009 4,481,254. | | | | |

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

1 Information Regarding Foundation Managers:

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

JACK MILLER, JUDITH JOY, SHARON MILLER

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc, (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

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

c Any submission deadlines

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

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

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|-------------------------------------|------------|
| <i>a Paid during the year</i> SEE ATTACHED SCHEDULE | | | | 6,068,240. |
| Total | | | ▶ 3a | 6,068,240. |
| <i>b Approved for future payment</i> | | | | |
| Total | | | ▶ 3b | |

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 the instructions) |
|--|--|---------------------------|---------------|--------------------------------------|---------------|---|
| | | (a) Business code | (b) Amount | (c) Exclu- sion 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 | 3,417. | |
| 4 | Dividends and interest from securities | | | 14 | 7,123. | |
| 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 | | | | | |
| 8 | Gain or (loss) from sales of assets other than inventory | | | 14 | -1,336,447. | |
| 9 | Net income or (loss) from special events | | | | | |
| 10 | Gross profit or (loss) from sales of inventory | | | | | |
| 11 | Other revenue | | | | | |
| a | OTHER INCOME | | | 14 | 1,533,068. | |
| b | | | | | | |
| c | | | | | | |
| d | | | | | | |
| e | | | | | | |
| 12 | Subtotal. Add columns (b), (d), and (e) | | | | 207,161. | |
| 13 | Total. Add line 12, columns (b), (d), and (e) | | | | | 207,161. |

(See worksheet in the instructions for line 13 to verify calculations)

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

[illegible]

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2009Attachment
Sequence No **67**

Name(s) shown on return

GRANDY FOUNDATION

Business or activity to which this form relates

Identifying number

36-3563806

Form 990-PF page 1

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I

| | | | |
|----|---|------------------------------|------------------|
| 1 | Maximum amount See the instructions for a higher limit for certain businesses | 1 | \$250,000. |
| 2 | Total cost of section 179 property placed in service (see instructions) | 2 | |
| 3 | Threshold cost of section 179 property before reduction in limitation (see instructions) | 3 | \$800,000. |
| 4 | Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0- | 4 | |
| 5 | Dollar limitation for tax year. Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions | 5 | |
| 6 | (a) Description of property | (b) Cost (business use only) | (c) Elected cost |
| 7 | Listed property. Enter the amount from line 29 | 7 | |
| 8 | Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7 | 8 | |
| 9 | Tentative deduction. Enter the smaller of line 5 or line 8 | 9 | |
| 10 | Carryover of disallowed deduction from line 13 of your 2008 Form 4562 | 10 | |
| 11 | Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instrs) | 11 | |
| 12 | Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11 | 12 | |
| 13 | Carryover of disallowed deduction to 2010. Add lines 9 and 10, less line 12 | 13 | |

Note: Do not use Part II or Part III below for listed property. Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

| | | | |
|----|---|----|--|
| 14 | Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions) | 14 | |
| 15 | Property subject to section 168(f)(1) election | 15 | |
| 16 | Other depreciation (including ACRS) | 16 | |

Part III MACRS Depreciation (Do not include listed property) (See instructions)**Section A**

| | | | |
|----|--|----|------|
| 17 | MACRS deductions for assets placed in service in tax years beginning before 2009 | 17 | 799. |
| 18 | If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/> | | |

Section B — Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

| (a) Classification of property | (b) Month and year placed in service | (c) Basis for depreciation (business/investment use only — see instructions) | (d) Recovery period | (e) Convention | (f) Method | (g) Depreciation deduction |
|-----------------------------------|---|---|------------------------|-------------------|---------------|-------------------------------|
| 19a 3-year property | | | | | | |
| b 5-year property | | | | | | |
| c 7-year property | | | | | | |
| d 10-year property | | | | | | |
| e 15-year property | | | | | | |
| f 20-year property | | | | | | |
| g 25-year property | | | 25 yrs | | S/L | |
| h Residential rental property | | | 27.5 yrs | MM | S/L | |
| i Nonresidential real property | | | 27.5 yrs | MM | S/L | |
| | | | 39 yrs | MM | S/L | |
| | | | | MM | S/L | |

Section C — Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

| | | | | | | |
|----------------|--|--|--------|----|-----|--|
| 20a Class life | | | | | S/L | |
| b 12-year | | | 12 yrs | | S/L | |
| c 40-year | | | 40 yrs | MM | S/L | |

Part IV Summary (See instructions)

| | | | |
|----|---|----|------|
| 21 | Listed property Enter amount from line 28 | 21 | |
| 22 | Total Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations — see instructions | 22 | 799. |
| 23 | For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs | 23 | |

Part V Listed Property (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable

Section A – Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles)

| 24a Do you have evidence to support the business/investment use claimed? | | | | | Yes | No | 24b If 'Yes,' is the evidence written? | | | | | Yes | No |
|---|-------------------------------|---|----------------------------|--|------------------------|--------------------------|--|---------------------------------|--|--|--|-----|----|
| (a) Type of property (list vehicles first) | (b) Date placed in service | (c) Business/investment use percentage | (d) Cost or other basis | (e) Basis for depreciation (business/investment use only) | (f) Recovery period | (g) Method/Convention | (h) Depreciation deduction | (i) Elected section 179 cost | | | | | |
| 25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions) | | | | | | | | 25 | | | | | |
| 26 Property used more than 50% in a qualified business use | | | | | | | | | | | | | |
| | | | | | | | | | | | | | |
| | | | | | | | | | | | | | |
| 27 Property used 50% or less in a qualified business use | | | | | | | | | | | | | |
| | | | | | | | | | | | | | |
| | | | | | | | | | | | | | |
| | | | | | | | | | | | | | |
| 28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 | | | | | | | | 28 | | | | | |
| 29 Add amounts in column (i), line 26. Enter here and on line 7, page 1 | | | | | | | | 29 | | | | | |

Section B – Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other 'more than 5% owner,' or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

| | (a) Vehicle 1 | (b) Vehicle 2 | (c) Vehicle 3 | (d) Vehicle 4 | (e) Vehicle 5 | (f) Vehicle 6 |
|--|------------------|------------------|------------------|------------------|------------------|------------------|
| 30 Total business/investment miles driven during the year (do not include commuting miles) | | | | | | |
| 31 Total commuting miles driven during the year | | | | | | |
| 32 Total other personal (noncommuting) miles driven | | | | | | |
| 33 Total miles driven during the year. Add lines 30 through 32 | | | | | | |
| | Yes | No | Yes | No | Yes | No |
| 34 Was the vehicle available for personal use during off-duty hours? | | | | | | |
| 35 Was the vehicle used primarily by a more than 5% owner or related person? | | | | | | |
| 36 Is another vehicle available for personal use? | | | | | | |

Section C – Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions).

| | | |
|--|-----|----|
| 37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees? | Yes | No |
| 38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners. | | |
| 39 Do you treat all use of vehicles by employees as personal use? | | |
| 40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received? | | |
| 41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.) | | |
| Note: If your answer to 37, 38, 39, 40, or 41 is 'Yes,' do not complete Section B for the covered vehicles. | | |

Part VI Amortization

| (a) Description of costs | (b) Date amortization begins | (c) Amortizable amount | (d) Code section | (e) Amortization period or percentage | (f) Amortization for this year |
|--|---------------------------------|---------------------------|---------------------|--|-----------------------------------|
| 42 Amortization of costs that begins during your 2009 tax year (see instructions). | | | | | |
| | | | | | |
| 43 Amortization of costs that began before your 2009 tax year | | | | | 43 |
| 44 Total. Add amounts in column (f). See the instructions for where to report | | | | | 44 |

Form 990-PF
Part I, Line 6a

Net Gain or Loss From Sale of Assets

2009

| | |
|----------------------------------|---|
| Name GRANDY FOUNDATION | Employer Identification Number 36-3563806 |
|----------------------------------|---|

Asset Information:

| | | | |
|--------------------------|--------------------|---|--------------------------|
| Description of Property | | <u>NT ACCT #8753 - LT CAPITAL GAIN DISTRIBUTION (15%)</u> | |
| Date Acquired | | How Acquired | |
| Date Sold | | Name of Buyer | |
| Sales Price | <u>1,051.</u> | Cost or other basis (do not reduce by depreciation) | <u>0.</u> |
| Sales Expense | | Valuation Method | <u>Fair Market Value</u> |
| Total Gain (Loss): | <u>1,051.</u> | Accumulation Depreciation | |
| Description of Property | | <u>665 SHS MFB NORTHERN FUNDS BD INDEX FD</u> | |
| Date Acquired | <u>09/24/08</u> | How Acquired | <u>Purchased</u> |
| Date Sold | <u>08/27/09</u> | Name of Buyer | |
| Sales Price | <u>6,864.</u> | Cost or other basis (do not reduce by depreciation) | <u>6,674.</u> |
| Sales Expense | | Valuation Method | <u>Fair Market Value</u> |
| Total Gain (Loss) | <u>190.</u> | Accumulation Depreciation | |
| Description of Property: | | <u>13,888 SHS MFB NORTHERN FUNDS BD INDEX FD</u> | |
| Date Acquired | <u>03/05/07</u> | How Acquired | |
| Date Sold | <u>08/27/09</u> | Name of Buyer | |
| Sales Price | <u>143,323.</u> | Cost or other basis (do not reduce by depreciation) | <u>138,651.</u> |
| Sales Expense: | | Valuation Method | <u>Fair Market Value</u> |
| Total Gain (Loss) | <u>4,672.</u> | Accumulation Depreciation | |
| Description of Property | | <u>SEE ATTACHED - NT ACCT #9362</u> | |
| Date Acquired | <u>Various</u> | How Acquired | <u>Purchased</u> |
| Date Sold | <u>Various</u> | Name of Buyer | |
| Sales Price | <u>0.</u> | Cost or other basis (do not reduce by depreciation) | <u>1,342,360.</u> |
| Sales Expense | | Valuation Method | <u>Fair Market Value</u> |
| Total Gain (Loss) | <u>-1,342,360.</u> | Accumulation Depreciation | |
| Description of Property | | | |
| Date Acquired | | How Acquired | |
| Date Sold | | Name of Buyer | |
| Sales Price | | Cost or other basis (do not reduce by depreciation) | |
| Sales Expense | | Valuation Method | |
| Total Gain (Loss) | | Accumulation Depreciation | |
| Description of Property | | | |
| Date Acquired | | How Acquired | |
| Date Sold | | Name of Buyer | |
| Sales Price | | Cost or other basis (do not reduce by depreciation) | |
| Sales Expense | | Valuation Method | |
| Total Gain (Loss) | | Accumulation Depreciation | |
| Description of Property | | | |
| Date Acquired | | How Acquired | |
| Date Sold | | Name of Buyer | |
| Sales Price | | Cost or other basis (do not reduce by depreciation) | |
| Sales Expense | | Valuation Method | |
| Total Gain (Loss) | | Accumulation Depreciation | |
| Description of Property | | | |
| Date Acquired | | How Acquired | |
| Date Sold | | Name of Buyer | |
| Sales Price | | Cost or other basis (do not reduce by depreciation) | |
| Sales Expense | | Valuation Method | |
| Total Gain (Loss) | | Accumulation Depreciation | |

GRANDY FOUNDATION
EIN # 36-3563806
GRANTS
January through December 2009

| Recipient | Memo | Foundation Status of recipient | Amount |
|--|---------------------------------|--------------------------------|---------------------|
| Jack Miller Family Foundation 485 Half Day Road, Suite 200 Buffalo Grove, IL 60089 | Support Organization's Programs | Private | 5,900,000 00 |
| Jack Miller Family Foundation 485 Half Day Road, Suite 200 Buffalo Grove, IL 60089 | Support Organization's Programs | Private | 100,981 60 |
| Jack Miller Family Foundation 485 Half Day Road, Suite 200 Buffalo Grove, IL 60089 | Support Organization's Programs | Private | 1,259 00 |
| Cancer Wellness Center 215 Revere Dr Northbrook, IL 60062 | Support Organization's Programs | Public | 8,000 00 |
| Center for Enriched Living 280 Saunders Rd Riverwoods, IL 60015 | Support Organization's Programs | Public | 8,000 00 |
| Children's Advocacy Center 640 Illinois Blvd Hoffman Estates IL 60194 | Support Organization's Programs | Public | 6,000 00 |
| Family Matters Inc. 7731 N Marshfield Ave Chicago, IL 60626 | Support Organization's Programs | Public | 8,000 00 |
| Glenkirk 3504 Commercial Ave Northbrook, IL 60062 | Support Organization's Programs | Public | 8,000 00 |
| Jewish Federation of Metropolitan Chicago 30 South Wells St Chicago IL 60606 | Support Organization's Programs | Public | 6,000 00 |
| Lake County Haven PO BOX 127 Libertyville IL 60048 | Support Organization's Programs | Public | 6,000 00 |
| Linking Effort Against Drugs(LEAD) 400 E Illinois Rd Lake Forest, IL 60045 | Support Organization's Programs | Public | 8,000 00 |
| Kohl Children's Mus. of Greater Chicago 2100 Patriot Blvd Glenview, IL 60026 | Support Organization's Programs | Public | 8,000 00 |
| TOTAL | | | 6,068,240 60 |

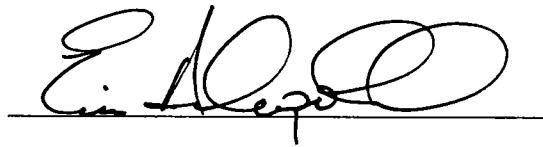
Grandy Foundation

EIN #36-3563806

**Attachment to Form 990-PF
Part VII-A, Question 3 on Page 4**

**Changes to By-Laws of Grandy Foundation
For the year 2009**

In 2009, Grandy Foundation amended and restated the by-laws of The Grandy Foundation. Attached is a copy of the amended by-laws. The undersigned hereby states under penalties of perjury that such copy is complete and accurate.

A handwritten signature in black ink, appearing to read "Eric F. Achepohl", is written over a horizontal line.

Eric F. Achepohl
Treasurer, Grandy Foundation

**Attachment to Form 990-PF
Part VII-B, Question 5c on Page 6**

**Expenditure Responsibility Statement
For the year 2009**

Pursuant to IRC Regulation Section 53.4945-5(d)(2), the Foundation provides the following information:

- (i) Grantee: Jack Miller Family Foundation
485 Half Day Road
Suite 200
Buffalo Grove, Illinois 60089
- (ii) Amount of Grants:

| | |
|----------------|---|
| March 20, 2009 | \$100,982 (general operating support) |
| March 20, 2009 | \$5,900,000 (general operating support) |
| June 1, 2009 | \$1,258 (general operating support) |
- (iii) Purpose of Grants: General support for the Jack Miller Family Foundation, a private foundation with some common board members to the Grandy Foundation, to expend for charitable, religious, scientific, literary or educational purposes.
- (iv) & (vi) Reports: The Jack Miller Family submitted full and complete reports of its expenditures for the 2009 support grants on March 1, 2010. The report reflected that \$3,844,375 of the grant was properly spent on operating and program expenses devoted to charitable, religious, scientific, literary or educational purposes for the year ended 12/31/09.
- (v) Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.
- (vii) Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

By-laws
of
Grandy Foundation

BY-LAWS OF
THE GRANDY FOUNDATION

ARTICLE I
NAME

The name of the corporation shall be The Grandy Foundation (the "Foundation").

ARTICLE II
PURPOSES

Section 1. Not-for-Profit. The Foundation is organized and shall operate as an Illinois not-for-profit corporation, and shall have such powers as are now and may hereafter be granted by the Illinois General Not-For-Profit Corporation Act of 1986, as amended (the "Act").

Section 2. Purposes. The Foundation is organized to operate exclusively for the purposes set forth in its Articles of Incorporation, as amended (the "Articles of Incorporation"). The Foundation shall at all times operate in accordance with the standards and ideals set forth in the Statement of Guidelines and Priorities attached hereto as Exhibit 1 and made a part hereof by this reference (the "Statement of Priorities"). The Articles of Incorporation, Statement of Priorities and the by-laws are sometimes collectively referred to as the "Foundation's Governing Documents."

Section 3. Rules. The Foundation and all persons acting on behalf of it shall be bound by the rules set forth in the Foundation's Governing Documents.

ARTICLE III
REGISTERED OFFICE AND AGENT

The Foundation shall have and continuously maintain in the State of Illinois a registered office and a registered agent whose office shall be identical with such registered office, and may have such other offices within or without the State of Illinois as the Board of Directors may from time to time determine.

ARTICLE IV
MEMBERS

The Foundation shall not have any members.

ARTICLE V
BOARD OF DIRECTORS

Section 1. General Powers. The affairs of the Foundation shall be managed by a Board of Directors, which shall supervise, control and direct the business and affairs of the Foundation; shall determine its policies or changes within the limits of the Foundation's Governing Documents and as directed by the Mission Statement attached hereto as Exhibit 2 and made a part hereof by this reference (the "**Mission Statement**"), shall actively promote its purposes as identified in the Articles of Incorporation and the Mission Statement; and shall have discretion in the disbursement of its funds. The Board of Directors may adopt such rules and regulations for the conduct of its business as shall be deemed advisable and may, in the execution of the powers granted, appoint such agents as it may consider necessary.

Section 2. Number and Qualifications. The Board of Directors shall be comprised of not less than three (3) nor more than eight (8) directors, as fixed from time to time, within such minimum and maximum, by a majority of the Board of Directors. The class of permissible directors shall consist of Jack Miller and all descendants of Jack Miller and Audrey Miller. Directors need not be residents of Illinois, U.S. citizens nor officers of the Foundation.

Section 3. Tenure. Each director shall hold office for a one (1) year term beginning on the date of his or her election and ending on the first anniversary of such date, or until his or her successor shall have been elected and qualified, unless prior thereto he or she becomes disqualified to hold the office of director or until the effective date of his or her resignation or removal. There shall be no limit on the number of consecutive terms an individual may serve as a director.

Section 4. Current Directors. The Board of Directors as of the date of adoption of these by-laws is on attached Exhibit 3.

Section 5. Vacancies.

(a) If a vacancy in the directorship is created as a result of the death or "Permanent Disability" (hereinafter defined) of Jack Miller and such vacancy causes the number of directors of the Foundation to be less than three (3), then Sharon A. Miller, if she is then living, and Judith Nan Joy, if she is then living, shall each have the right to appoint one (1) director to fill such vacancy so that the Board of Directors is comprised of not less than three (3) nor more than four (4) directors; otherwise, if both of Sharon A. Miller and Judith Nan Joy are not then living, then such vacancy shall be filled pursuant to the provisions of subsection 5(b) of this Article.

(b) A majority of the then acting directors shall appoint successor directors to fill any vacancy occurring in the Board of Directors or any newly created directorships resulting from an increase in the number of directors. A director appointed to fill a vacancy for the unexpired term of his or her predecessor shall serve for the unexpired term of his or her predecessor in office and until his or her successor shall have been appointed and qualified.

(c) For purposes hereof, the term "**Permanent Disability**" shall mean, with respect to Jack Miller either (a) the issuance of an order by a court of competent jurisdiction declaring Jack Miller to be an incompetent or a disabled person and appointing a conservator or a guardian for Jack Miller's person or property, or (b) the written certification by a physician who is on the staff of any hospital in the metropolitan Chicago, Illinois area which is affiliated with an accredited medical school that, based upon such physician's examination of Jack Miller, it is such physician's opinion that, as of such date of certification and for a period of one hundred eighty (180) days thereafter, Jack Miller is and will be substantially unable to perform his customary duties for the Foundation, or that it would seriously impair his physical or mental health to perform such duties. Notwithstanding any provision herein to the contrary, Jack Miller shall not be considered to have a Permanent Disability solely by reason of having a physical disability which does not otherwise cause him to be substantially unable to perform his customary duties for the Foundation.

Section 6. Regular Meetings. The Board of Directors shall hold an Annual Meeting for such business as the Board of Directors shall deem appropriate. The Board of Directors may hold regularly scheduled meetings for any other purpose as the Board of Directors shall deem appropriate. The Board of Directors may provide by resolution the time, date and place, either within or without the State of Illinois, for such Annual Meeting and other regular meetings without other notice than such resolution.

Section 7. Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the President or any two (2) directors of the Foundation. The person or persons authorized to call special meetings of the Board of Directors may fix any place, either within or without the State of Illinois, for the special meeting called by them.

Section 8. Notice. Notice of any special meeting of the Board of Directors shall state the time, date and place of the meeting and shall be given at least three (3) days prior to the date of such meeting, by written or printed notice delivered personally, by mail, by electronic mail ("e-mail") or by facsimile transmission to each director at his or her address as shown in the records of the Foundation; provided, however, in the case of a meeting held pursuant to Article V, Section 10 below, notice may be given no less than twenty-four (24) hours prior thereto. Any director may waive notice of any meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special

meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting.

Section 9. Quorum. A majority of the directors in office shall constitute a quorum for the transaction of business at any meeting of the Board; provided that, if less than a majority of such number of directors are present at any meeting of the Board of Directors, a majority of the directors present may adjourn the meeting from time to time without further notice. The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law, the Articles of Incorporation or these by-laws.

Section 10. Meeting by Communications Equipment. The members of the Board of Directors, or of any committee designated by the Board, may take any action permitted or authorized by law, the Articles of Incorporation or these by-laws pursuant to meeting through the use of a conference telephone or other communications equipment by means of which all persons participating in the meeting can communicate with each other. Participation in a meeting pursuant to this section shall constitute presence in person at such meeting.

Section 11. Informal Action. Any action which is permitted or authorized by law, the Articles of Incorporation or these by-laws to be taken at a meeting of the Board of Directors, or any other action which may be taken at a meeting of the Board of Directors, may be taken without a meeting if a consent in writing, setting forth the action taken, shall be signed by all of the directors entitled to vote with respect to the subject matter thereof. Any such consent shall have the same force and effect as a unanimous vote at a duly called and constituted meeting of the Board of Directors.

Section 12. Resignation. Any director may resign at any time by giving written notice to the Board of Directors, the President or the Secretary of the Foundation. A resignation need not be accepted in order to be effective.

Section 13. Removal. Any director may be removed by a majority of the then acting directors of the Foundation whenever in the sole and unquestionable judgment of a majority of the then acting directors the best interests of the Foundation would be served thereby.

ARTICLE VI **OFFICERS**

Section 1. Officers. The officers of the Foundation shall be a President, a Vice-President, a Secretary and a Treasurer. In addition, the Board of Directors may elect or appoint such other officers as it shall deem desirable, who shall have authority to perform the duties prescribed from time to time by the Board of Directors.

Section 2. Election, Tenure, and Qualifications. The President, Vice-President, Secretary and Treasurer of the Foundation shall be elected annually by the Board of Directors at its Annual Meeting, or as soon thereafter as practicable. The

President, Vice-President, Secretary, and Treasurer shall serve one-year terms commencing at the conclusion of the Annual Meeting at which they are elected and continuing until their successors have been duly elected and qualified. There shall be no limit on the number of consecutive terms an individual may serve as an officer. An individual may hold more than one office simultaneously.

Section 3. Resignation. Any officer may resign at any time by giving written notice to the Board of Directors, the President or the Secretary of the Foundation. A resignation need not be accepted in order to be effective.

Section 4. Removal. Any officer may be removed from office by an affirmative vote of the Board of Directors whenever, in its judgment, the best interests of the Foundation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 5. Vacancies. A vacancy in any office shall be filled by action of the Board of Directors at the next regular or special meeting thereof. An officer elected to fill a vacancy shall serve for the unexpired term of his or her predecessor, and until his or her successor shall have been duly elected and qualified, or until his or her death, resignation, or removal.

Section 6. President. The President shall be the principal executive officer of the Foundation, and shall, in general, supervise and control all the affairs of the Foundation. The President shall preside at all meetings of the Board of Directors. The President may sign, with the Treasurer or any other proper officer of the Foundation authorized by the Board of Directors, any deeds, mortgages, bonds, contracts or other instruments which the Board of Directors has authorized to be executed, except documents the execution of which shall be expressly delegated by law, the Articles of Incorporation, these by-laws, or the Board of Directors to some other officer or agent of the Foundation. The President shall handle the administrative and day-to-day operation of the Foundation, and shall, in general, perform all duties customarily incident to the office of president and such other duties as may be prescribed from time to time by the Board of Directors.

Section 7. Vice-President. In the absence of the President or in the event of his inability or refusal to act, the Vice-President (or in the event there be more than one Vice-President, the Vice-Presidents, in the order designated, or in the absence of any designation, then in the order of their election) shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Any Vice-President shall perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Section 8. Secretary. The Secretary shall keep minutes of the meetings of the Board of Directors in one or more books maintained for that purpose, shall see that all notices are duly given in accordance with the provisions of these by-laws or applicable law; shall be custodian of the corporate records; shall keep a record of the mailing address of each Director and officer of the Foundation, which addresses shall be

furnished to the Secretary by the Directors and officers; and in general, shall perform all duties incident to the office of secretary and such other duties as may be assigned from time to time by the President or the Board of Directors. The duties of the Secretary may be assigned in whole or in part to the President.

Section 9. Treasurer. The Treasurer shall be the principal accounting and financial officer of the Foundation and shall have charge of and be responsible for the maintenance of adequate books of account for the Foundation; shall supervise and be responsible for custody of all funds and securities of the Foundation and for the receipt and disbursement thereof; shall deposit all funds and securities of the Foundation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of these by-laws; and shall, in general, perform all of the duties customarily incident to the office of treasurer and such other duties as from time to time may be assigned by the President or the Board of Directors. The duties of the Treasurer may be assigned in whole or in part to the President.

ARTICLE VII COMMITTEES

Section 1. Committees of the Board. The Board of Directors, by resolution adopted by a majority of the directors in office, may designate one or more committees, including but not limited to an Advisory Committee, each of which shall consist of two or more directors, which committees, to the extent provided in said resolution, shall have and exercise the authority of the Board of Directors in the management of the Foundation; but the designation of such committees, and the delegation thereto of authority, shall not operate to relieve the Board of Directors, or any individual director, of any responsibility imposed upon them by law.

Section 2. Other Committees. Other committees not having and exercising the authority of the Board of Directors in the management of the Foundation may be designated by a resolution adopted by a majority of the directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee need not be directors of the Foundation and shall be appointed by the President. Any member of such committee may be removed by the Board of Directors whenever, in its judgment, the best interests of the Foundation would be served by such removal.

Section 3. Term of Office. Each member of a committee shall continue as such until the next annual meeting of the Board of Directors of the Foundation and until his or her successor is appointed, unless the committee shall be sooner terminated, or unless such member shall have been removed by the Board.

Section 4. Chair. One member of each committee shall be appointed chair.

Section 5. Vacancies. Vacancies in the membership of any committee may be filled by appointment made in the same manner as herein provided for the original appointment to that committee.

Section 6. Quorum and Manner of Acting. Unless otherwise provided by resolution of the Board of Directors or by the President in establishing a committee, a majority of the whole committee shall constitute a quorum, and the act of a majority of the members present and voting at a duly called meeting at which a quorum is present shall be the act of the committee.

Section 7. Rules. Each committee may adopt rules for its own governance not inconsistent with these by-laws or with rules adopted by the Board of Directors.

Section 8. Advisory Committee. The Board of Directors may establish an Advisory Committee for the Foundation upon such terms as the Board of Directors deems advisable.

ARTICLE VIII **GRANTMAKING**

Notwithstanding any provision herein to the contrary, the Board of Directors shall administer and distribute all assets owned by the Foundation and contributed to the Foundation by either (1) Jack Miller; (2) any trust created by Jack Miller either during his lifetime or upon his death pursuant to his estate plan; or (3) any not-for-profit charitable organization founded by Jack Miller, in accordance with the statement of beliefs and directions of Jack Miller entitled "This I Believe: My Thoughts on Living a Good Life. Statement of Donor Intent" and attached hereto as Exhibit 4 and made a part hereof.

ARTICLE IX **FINANCE**

Section 1. Contracts. The Board of Directors may authorize any officer or officers, agent or agents of the Foundation, in addition to the officers so authorized by these by-laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Foundation, and such authority may be general or confined to specific instances.

Section 2. Checks, Drafts, Etc. All checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Foundation shall be signed by such officer or officers, agent or agents of the Foundation, and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer, and countersigned by the President of the Foundation.

Section 3. Deposits. All funds of the Foundation shall be deposited from time to time to the credit of the Foundation in such banks, trust companies or other depositories as the Board of Directors may select.

Section 4. Bonding. Any officer or director of the Foundation who handles funds may be required, at the Foundation's expense, to furnish an adequate surety bond approved by the Board of Directors in such amount as the Board of Directors shall prescribe.

Section 5. Gifts. The Board of Directors may accept on behalf of the Foundation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the Foundation.

Section 6. Compensation, Reimbursement of Expenses and Prohibition of Loans.

(a) Except as otherwise provided in this Section, directors shall not receive any compensation for their services as directors. Nothing herein shall be construed to preclude a director from serving the Foundation in any other capacity and receiving reasonable compensation therefor.

(b) Notwithstanding any provision herein to the contrary, the Board of Directors may authorize reimbursement of reasonable expenses incurred by directors, officers and employees of the Foundation in connection with the performance of their duties as such, such reimbursement to be made in accordance with the procedure set forth in an expense reimbursement policy adopted by the Board of Directors.

(c) No loans shall be made by the Foundation to any director, officer, employee, consultant, committee member or agent of the Foundation.

ARTICLE X **VOTING OF SECURITIES**

The President shall have full authority, in the name and on behalf of the Foundation, to attend, act and vote at any meeting of security holders of any corporation in which the Foundation may hold securities, and at any such meeting shall possess and may exercise any and all rights and powers incident to the ownership of such securities and which, as the holder thereof, the Foundation might possess and exercise as if personally present, and may exercise such power and authority through the execution of proxies or may delegate such power and authority to any other officer, agent or employee of the Foundation.

ARTICLE XI **BOOKS AND RECORDS**

The Foundation shall keep correct and complete books and records of account and shall also keep minutes of the meetings of the Board of Directors and committees having

any of the authority of the Board of Directors. The books and accounts of the Foundation may be audited annually by accountants selected by the Board of Directors

ARTICLE XII **FISCAL YEAR**

The fiscal year of the Foundation shall be determined from time to time by the Board of Directors.

ARTICLE XIII **WAIVER OF NOTICE**

Whenever any notice is required to be given under applicable law, the Articles of Incorporation or these by-laws, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE IV **INDEMNIFICATION**

The Foundation shall indemnify all officers, directors and committee members of the Foundation to the full extent permitted for non-profit corporations by the Act, as amended, and shall be entitled to purchase insurance for such indemnification to the full extent as determined from time to time by the Board of Directors of the Foundation.

ARTICLE XV **AMENDMENTS**

These by-laws may be altered, amended or repealed and new by-laws may be adopted by the affirmative vote of a two-thirds (2/3) majority of the directors present and voting at any duly called regular meeting or at any special meeting; provided, however, notwithstanding any provision herein to the contrary, Article VIII of these by-laws cannot be altered or amended without the consent of Jack Miller.

EXHIBIT 1

STATEMENT OF GUIDELINES AND PRIORITIES

The Grandy Foundation Grant Guidelines

Giving Levels:

Requests from \$5,000 to \$50,000 will be considered. Multi year requests will be considered; however, payment of subsequent year awards will be contingent upon measurable and documented progress toward goals and objectives during the previous grant year.

Types of Awards:

The Grandy Fund supports programs and/or projects only.

Geographic Limitations:

Grants will only be awarded to tax-exempt charitable organizations in Northern Cook and Lake Counties of Illinois.

Exclusions:

- No support to organizations whose programs will benefit areas located outside of Cook and Lake Counties in Illinois.
- No support to non-Jewish religious organizations.
- No support for general operations, capital/renovation or endowment funds.
- No support to organizations in existence for less than three years.
- No support to organizations currently using a fiscal/fiduciary agent.
- No grants will be considered if the application is not completed in its entirety.

EXHIBIT 2

MISSION STATEMENT

The Grandy Foundation was established to preserve the legacy of Audrey Miller and honor her memory. Audrey Miller, known by her grandchildren as "Grandy", was an independent woman who made a house a home and was the wind beneath the wings of so many. A humble woman, Grandy is remembered for her thoughtfulness, skills and her ability to make others feel important.

Organizations that provide services and learning for the following life and social skills are eligible to apply for grants from The Grandy Foundation:

Life Skills:

- Parenting
- Literacy
- Cooking
- Sewing
- Interior Design
- Organization

Social Skills:

- Thoughtfulness and Caring
- Active listening
- Responsibility
- Trustworthiness and Integrity
- Self Respect
- Respect for Others
- Music

EXHIBIT 3

BOARD OF DIRECTORS AND OFFICERS

A. Board of Directors:

Jack Miller
Sharon A. Miller
Judith Nan Joy

B. Officers:

| | |
|---------------------|------------------|
| President | Sharon A. Miller |
| Vice President | Jack Miller |
| Vice President | Judith Nan Joy |
| Secretary | Sharon A. Miller |
| Treasurer | Eric Achepohl |
| Assistant Treasurer | Scott Hirsch |

EXHIBIT 4

THIS I BELIEVE: MY THOUGHTS ON LIVING A GOOD LIFE STATEMENT OF DONOR INTENT

By: Jack Miller

During my lifetime, I have developed certain beliefs that have been the basis for my values and my actions throughout my lifetime. For me they have withstood the test of time. It is these beliefs that I would like to pass on to my family and which form the basis for my directions on how my funds distributed to charities should be utilized, as well as a guide not only on how to give but also how to live.

The primacy of the individual. "All men are created with certain inalienable rights....." The Declaration of Independence goes on to enumerate these rights as, "...the right to life, liberty and the pursuit of happiness." I believe that when the founders said "all men" they meant every single individual in the universe regardless of sex, creed or color. And when they talked of, "life, liberty and the pursuit of happiness," they were talking of the right each individual had to their own life, their own liberty and their own pursuit of happiness. They also stressed the sanctity of private property. These ideas amongst others were the basis for our form of government.

I believe in maximum individual responsibility and minimum restriction of personal liberty, opportunity and enterprise. I also believe in free markets and limited government. The caveat here is that each individual must accord every other individual those same rights. Rights are vested in the individual and not in any government or religion. What rights the government (or religion) has are those rights freely given to it by individuals. Governments (or religions) have no inherent rights!

We are responsible for our own actions. With the possible exception of individuals with extreme mental disorders, each of us is responsible for our own actions. I very strongly believe that, "Actions have consequences and each of us is responsible for our own actions." I believe in free will. Throughout our lives we make decisions and choose courses of action that yield differing results. Each of us must live with the consequences of those choices. Not knowing what the consequence of a particular choice may be is no excuse for avoiding the consequence of that choice. It is seldom too late to make another, better, choice. Choosing to get an education, to learn, to work hard, to focus on achievement, to be self-supporting, to conserve, to save and to wisely invest money are just a few examples of conscious choices each individual makes during their lifetime.

I am unbelievably fortunate to have been born a Jew. While I am somewhat of an agnostic, or perhaps a deist at most, I believe that the Jewish tradition, forged over thousands of years, under both very good and very trying conditions, is a great set of guidelines by which to lead our lives. This tradition deserves our support. We, and the world at large, would be much poorer without this tradition. So I believe that we should support Jewish causes and, in particular, the survival of this rich tradition. Anything that threatens that survival should be considered bad. Anything that enhances it should be considered a positive. In addition, support of Israel is critical in order to protect Jews around the world and to be a sanctuary for all Jews when needed.

That does not mean that every "Jewish" cause should be supported. Some Jews have been socialists and communists, or extreme "liberals" (in today's sense in the United States) claiming that this is the Jewish tradition. But I believe they misread the

Jewish tradition. Despite this, the only segment of Jewish religious groups that I do not feel should be supported is the ultra orthodox segment, which, in my opinion, falls under my prohibition of supporting cults of any kind. I believe that cults take from the individual the freedom to make their own choices, the freedom to secure their own "rights." I believe it is critical to avoid giving up one's personal reasoning ability, freedom and identity to be a part of any kind of cult; doing so destroys one's life.

In my mind, the word "cults" refers to causes, groups or individuals that, or who, use mind control techniques that cause people to not think clearly and cause them to cease to think for themselves. They expect a major commitment from their members far beyond any norm. They can be evil and dangerous and manipulative. Many have a very strong religious bias far beyond the norm.

I am equally fortunate to have been born in the United States of America. I am deeply indebted to my grandparents for having the courage to leave Russia and come to America. For I truly believe that no other country in the world has as fine a charter as this country, dedicated to the belief in the primacy of the rights of man as opposed to those of the state or church. Many, from within, as well as from outside this country, have criticized us for not fully living up to those goals, but no other country has had them as goals and no other country has made as much progress toward their achievement as we have.

Unfortunately, there has been a concerted effort to rewrite our Constitution without the benefit of having to get the citizens' approval through the amendment procedure provided in that same Constitution. Although the legislative and executive branches initiate many of the problems, this has been done primarily through judicial

actions reinterpreting the meaning of the Constitution. I believe that the judicial branch of the government should interpret the law as based on the Constitution, not re-write it based on their beliefs and prejudices, by stretching the meaning of the Constitution.

The Declaration of Independence and the Constitution are the finest documents ever written supporting the rights of individuals and are the best basis for government that imperfect man has ever created. They should be preserved.

People deserve to keep and enjoy the fruits of their labor. I believe that the Free Enterprise Capitalistic System is the finest economic system ever devised by man. It provides each individual with the maximum reward for his or her efforts, which, in turn, motivates individuals to be more innovative and more productive and to most effectively channel resources. The overall result is a higher and higher standard of living for more and more individual workers as well as owners. No other economic system comes close.

Unfortunately, there are always those who continuously want to regulate this system through excessive legislation and excessive taxation. Their goal is the redistribution of wealth, toward a more socialist approach. We must fight to preserve and expand the free market capitalistic system in our country.

"Take what you will, quoth God. Pay for it and take it." I have always believed that it is our responsibility to support and pay for those things we want. So, for example, if we would want a Temple for a child or grandchild to be Bar or Bat Mitzvahed or married in, then we should begin supporting a Temple at an early period in our life so it is there when we want (need) it. We shouldn't join just a few years before the need and quit immediately afterward. This concept applies to many other things in our life and society.

This world is filled with "putters" and "takers". We should be "putters". Within the context of my beliefs, we should always attempt to add more to the "world" than we take from it.

While I believe whatever one chooses to do for others and for society is each individual's choice to make, I also believe that we should give back to repay for what we have received Often, we have been helped in some way. And we may not be able to repay that help directly to those who helped us. But we can repay it by helping someone else. For example, my Dad helped me get started by taking phone calls and letting me use his chicken store to pack orders. When Harvey joined me, Uncle Herb let us use his basement and unused coal bin as a warehouse and office. My father-in-law, Jerry, as well as Uncle Herb and Dad, all talked to their customers to get them to buy from us. I, in turn, have tried to help others. I believe we all should do this.

We should feel a sense of obligation because we have been successful in good part because others have created a society in which we could be successful. "We stand on the shoulders of those who came before us." **What we do with our lives is up to us.**

Note: In fulfilling the causes under one belief, the trust should not support a cause that is in contradiction to another belief. There are no contradictions between my various beliefs, and if there seem to be, then the causes (within one belief or the other) should be carefully re-examined under the scrutiny of my overall beliefs.

And, finally, I have learned and believe that wealth is not an embarrassment or a stumbling block. Used thoughtfully and properly it is a tremendous enabler. It enables one to live a good life, to pursue one's real interests, whether in business or in other areas, to contribute to society in many ways.

Where it is truly an "embarrassment" is when one uses it only to enable one to lead a life of indolence.

A very wise man told me once that, "He who has not worked hard to earn the money must work hard to deserve it."

Finally, one obligation of inheriting wealth is to try hard to maintain and build the wealth for future generations while using it as described.

My hope for all my descendants is that they each live a good, a productive and a very satisfying life and that the wealth I pass on in some way helps each of them to do so.

It is with great love and a great deal of thought that I have written this document and prepared my trusts. But the best that can be said is that, I have done the best that I could.

Grandy Foundation

EIN #36-3563806

**Attachment to Form 990-PF
Part VII-B, Question 5c on Page 6**

**Expenditure Responsibility Statement
For the year 2009**

Pursuant to IRC Regulation Section 53.4945-5(d)(2), the Foundation provides the following information:

- (i) Grantee: Jack Miller Family Foundation
485 Half Day Road
Suite 200
Buffalo Grove, Illinois 60089
- (ii) Amount of Grants:

| | |
|----------------|---|
| March 20, 2009 | \$100,982 (general operating support) |
| March 20, 2009 | \$5,900,000 (general operating support) |
| June 1, 2009 | \$1,258 (general operating support) |
- (iii) Purpose of Grants: General support for the Jack Miller Family Foundation, a private foundation with some common board members to the Grandy Foundation, to expend for charitable, religious, scientific, literary or educational purposes.
- (iv) & (vi) Reports: The Jack Miller Family submitted full and complete reports of its expenditures for the 2009 support grants on March 1, 2010. The report reflected that \$5,294,986 of the grant was properly spent on operating and program expenses devoted to charitable, religious, scientific, literary or educational purposes for the year ended 12/31/09.
- (v) Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.
- (vii) Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

PART 1, LINE 6a Support

Account number 49362
ZZ-GRANDY FOUNDATION

01 Jan 09 - 31 Dec 09

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◆ Realized Gain/Loss Detail - Taxable

| Realized gain/loss | | | | | | | | | |
|--------------------|--|-------------|------------------|------------|-----------|------------|-------------|--------------|------------|
| Realized gain/loss | | | | | | | | | |
| Trade Date | Security Description | Settle Date | Acquisition Date | Shares/Par | Proceeds | Cost | Short Term | Long Term | Total |
| Sales | | | | | | | | | |
| Equities | | | | | | | | | |
| Common stock | | | | | | | | | |
| Canada | | | | | | | | | |
| 28 Jan 09 | #REORGUNCOR STK MRGR | | | -1,250.00 | 25,601.86 | -19,785.00 | -5,042.98 | 10,859.84 | 10,859.84 |
| 02 Feb 09 | SUNCOR ENERGY INC NEW COM 2053449 08/03/2009 CUSIP 867229106 | | | | | | | | |
| 01 May 03 | | | | -800.00 | 18,433.34 | -7,573.50 | 0.00 | 10,859.84 | 10,859.84 |
| 23 Jun 08 | | | | -100.00 | 2,048.15 | -6,299.00 | -4,250.85 | 0.00 | 0.00 |
| 20 Oct 08 | | | | -250.00 | 5,120.37 | -5,912.50 | -792.13 | 0.00 | 0.00 |
| Total Canada | | | | | 25,601.86 | -19,785.00 | -5,042.98 ✓ | 10,859.84 | 10,859.84 |
| Israel | | | | | | | | | |
| 28 Jan 09 | ADR TEVA PHARMACEUTICAL INDS | | | -1,200.00 | 49,871.72 | -19,867.90 | 0.00 | 30,003.82 | 30,003.82 |
| 02 Feb 09 | CUSIP 881624209 | | | | | | | | |
| 09 Oct 02 | | | | -1,200.00 | 49,871.72 | -19,867.90 | 0.00 | 30,003.82 | 30,003.82 |
| Total Israel | | | | | 49,871.72 | -19,867.90 | 0.00 | 30,003.82 ✓ | 30,003.82 |
| Switzerland | | | | | | | | | |
| 28 Jan 09 | ADR NOVARTIS AG CUSIP | | | -1,000.00 | 42,737.46 | -55,290.00 | 0.00 | -12,552.54 ✓ | -12,552.54 |
| 02 Feb 09 | 66987V109 | | | | | | | | |
| 19 Jan 06 | | | | -1,000.00 | 42,737.46 | -55,290.00 | 0.00 | -12,552.54 | -12,552.54 |
| Total Switzerland | | | | | 42,737.46 | -55,290.00 | 0.00 | -12,552.54 | -12,552.54 |
| United States | | | | | | | | | |
| 28 Jan 09 | #REORGACCENTURE LTD | | | -1,800.00 | 59,490.93 | -48,557.78 | 0.00 | 10,933.15 ✓ | 10,933.15 |
| 02 Feb 09 | BERMUDA CLASS A MAND EXCH ACCENTURE PLC 2054139 9/1/09 CUSIP G1150G111 | | | | | | | | |
| 23 Sep 03 | | | | -676.00 | 22,342.15 | -14,196.00 | 0.00 | 8,146.15 | 8,146.15 |
| 25 Sep 03 | | | | -524.00 | 17,318.47 | -11,785.76 | 0.00 | 5,532.71 | 5,532.71 |
| 31 Jan 07 | | | | -600.00 | 19,830.31 | -22,576.02 | 0.00 | -2,745.71 | -2,745.71 |

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◆ Realized Gain/Loss Detail - Taxable

| | | Realized gain/loss | | | | | | | | | | | |
|----------------------|--|--------------------|-----------|------------|------------|------------|------------|-------------|------------|------------|-----------|------------|------------|
| Trade Date | Security Description | | | | | | | | | | | | |
| Settle Date | Acquisition Date | Shares/Par | Proceeds | Cost | Short Term | Market | Long Term | Translation | Short Term | Long Term | Total | Short Term | Long Term |
| Sales | | | | | | | | | | | | | |
| Equities | | | | | | | | | | | | | |
| Common stock | | | | | | | | | | | | | |
| United States | | | | | | | | | | | | | |
| 28 Jan 09 | #REORG/BERKSHIRE REV/FWD | -15 00 | 44,714 15 | -46,762 80 | -2,048 65 | 0 00 | 0 00 | 0 00 | -2,048 65 | 0 00 | -2,048 65 | 0 00 | 0 00 |
| 02 Feb 09 | SPLIT/MAND EXCH/BERKSHIRE HATHAWAY 2057560 EFF 1/21/10 CUSIP 084670207 | -15 00 | 44,714 15 | -46,762 80 | -2,048 65 | 0 00 | 0 00 | 0 00 | -2,048 65 | 0 00 | -2,048 65 | 0 00 | 0 00 |
| 28 Jan 09 | #REORG/IFPL GROUP INC NAME | -700 00 | 35,868 78 | -31,710 98 | 4,157 80 | 0 00 | 0 00 | 0 00 | 4,157 80 | 0 00 | 4,157 80 | 0 00 | 0 00 |
| 02 Feb 09 | CHANGE NEXTERAENERGY INC COM 2060493 06/03/2010 CUSIP 302571104 | -700 00 | 35,868 78 | -31,710 98 | 4,157 80 | 0 00 | 0 00 | 0 00 | 4,157 80 | 0 00 | 4,157 80 | 0 00 | 0 00 |
| 28 Jan 09 | #REORG/NOBLE CORPORATION STK | -1,200 00 | 33,107 81 | -37,398 00 | -7,590 03 | 3,299 84 | 3,299 84 | 0 00 | -7,590 03 | 3,299 84 | -7,590 03 | 0 00 | 3,299 84 |
| 02 Feb 09 | MERGER TO NOBLE CORP SWITZ 2051409 EFF 3/27/09 CUSIP G65422100 | -1,200 00 | 33,107 81 | -37,398 00 | -7,590 03 | 3,299 84 | 3,299 84 | 0 00 | -7,590 03 | 3,299 84 | -7,590 03 | 0 00 | 3,299 84 |
| 23 Nov 04 | | -1,000 00 | 27,589 84 | -24,290 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 |
| 23 Jun 08 | | -200 00 | 5,517 97 | -13,108 00 | -7,590 03 | 0 00 | 0 00 | 0 00 | -7,590 03 | 0 00 | -7,590 03 | 0 00 | 0 00 |
| 28 Jan 09 | ABBOTT LAB COM CUSIP 002824100 | -1,250 00 | 68,062 12 | -66,042 00 | 0 00 | 2,020 12 | 2,020 12 | 0 00 | 0 00 | 2,020 12 | 0 00 | 0 00 | 2,020 12 |
| 02 Feb 09 | | -1,250 00 | 68,062 12 | -66,042 00 | 0 00 | 2,020 12 | 2,020 12 | 0 00 | 0 00 | 2,020 12 | 0 00 | 0 00 | 2,020 12 |
| 31 Jan 07 | | -1,000 00 | 54,449 70 | -53,030 00 | 0 00 | 1,419 70 | 1,419 70 | 0 00 | 0 00 | 1,419 70 | 0 00 | 0 00 | 1,419 70 |
| 22 Aug 07 | | -250 00 | 13,612 42 | -13,012 00 | 0 00 | 600 42 | 600 42 | 0 00 | 0 00 | 600 42 | 0 00 | 0 00 | 600 42 |
| 28 Jan 09 | ADOBE SYS INC COM CUSIP | -1,400 00 | 29,077 84 | -60,743 90 | 0 00 | -31,666 06 | -31,666 06 | 0 00 | 0 00 | -31,666 06 | 0 00 | 0 00 | -31,666 06 |
| 02 Feb 09 | 00724F101 | -1,400 00 | 29,077 84 | -60,743 90 | 0 00 | -31,666 06 | -31,666 06 | 0 00 | 0 00 | -31,666 06 | 0 00 | 0 00 | -31,666 06 |
| 21 May 07 | | -1,400 00 | 29,077 84 | -60,743 90 | 0 00 | -31,666 06 | -31,666 06 | 0 00 | 0 00 | -31,666 06 | 0 00 | 0 00 | -31,666 06 |
| 28 Jan 09 | AFLAC INC COM CUSIP 001055102 | -1,200 00 | 30,297 79 | -58,182 15 | 0 00 | -27,884 36 | -27,884 36 | 0 00 | 0 00 | -27,884 36 | 0 00 | 0 00 | -27,884 36 |
| 02 Feb 09 | | -1,200 00 | 30,297 79 | -58,182 15 | 0 00 | -27,884 36 | -27,884 36 | 0 00 | 0 00 | -27,884 36 | 0 00 | 0 00 | -27,884 36 |
| 11 May 06 | | -700 00 | 17,673 71 | -34,289 15 | 0 00 | -16,615 44 | -16,615 44 | 0 00 | 0 00 | -16,615 44 | 0 00 | 0 00 | -16,615 44 |
| 31 Jan 07 | | -500 00 | 12,624 08 | -23,893 00 | 0 00 | -11,268 92 | -11,268 92 | 0 00 | 0 00 | -11,268 92 | 0 00 | 0 00 | -11,268 92 |

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◆ Realized Gain/Loss Detail - Taxable

| | | Realized gain/loss | | | | | | | | | | | |
|----------------------|----------------------------|--------------------|------------------|------------|-----------|------------|------------|-----------|-----------|-------------|------------|-----------|-----------|
| Trade Date | Security Description | Settle Date | Acquisition Date | Shares/Par | Proceeds | Cost | Short Term | Market | Long Term | Translation | Short Term | Total | Long Term |
| Sales | | | | | | | | | | | | | |
| Equities | | | | | | | | | | | | | |
| Common stock | | | | | | | | | | | | | |
| United States | | | | | | | | | | | | | |
| 28 Jan 09 | APACHE CORP COM CUSIP | 02 Feb 09 | 037411105 | -500 00 | 38,803 13 | -17,989 05 | 0 00 | 20,814 08 | 0 00 | 0 00 | 0 00 | 20,814 08 | 0 00 |
| 05 Dec 02 | | | | -400 00 | 31,042 50 | -10,659 05 | 0 00 | 20,383 45 | 0 00 | 0 00 | 0 00 | 20,383 45 | 0 00 |
| 31 Jan 07 | | | | -100 00 | 7,760 63 | -7,330 00 | 0 00 | 430 63 | 0 00 | 0 00 | 0 00 | 430 63 | 0 00 |
| 28 Jan 09 | APPLE INC CUSIP 037833100 | 02 Feb 09 | | -400 00 | 37,355 79 | -48,064 44 | -10,708 65 | 0 00 | 0 00 | 0 00 | -10,708 65 | 0 00 | 0 00 |
| 25 Feb 08 | | | | -400 00 | 37,355 79 | -48,064 44 | -10,708 65 | 0 00 | 0 00 | 0 00 | -10,708 65 | 0 00 | 0 00 |
| 28 Jan 09 | BAKER HUGHES INC COM CUSIP | 02 Feb 09 | 057224107 | -800 00 | 28,539 84 | -38,852 08 | -10,109 04 | -203 20 | 0 00 | 0 00 | -10,109 04 | -203 20 | 0 00 |
| 27 Nov 01 | | | | -550 00 | 19,621 14 | -18,158 08 | 0 00 | 1,463 06 | 0 00 | 0 00 | 0 00 | 1,463 06 | 0 00 |
| 31 Jan 07 | | | | -50 00 | 1,783 74 | -3,450 00 | 0 00 | -1,666 26 | 0 00 | 0 00 | 0 00 | -1,666 26 | 0 00 |
| 23 Jun 08 | | | | -200 00 | 7,134 96 | -17,244 00 | -10,109 04 | 0 00 | 0 00 | 0 00 | -10,109 04 | 0 00 | 0 00 |
| 28 Jan 09 | CATERPILLAR INC COM CUSIP | 02 Feb 09 | 149123101 | -800 00 | 26,399 85 | -36,207 68 | 0 00 | -9,807 83 | 0 00 | 0 00 | 0 00 | -9,807 83 | 0 00 |
| 23 Nov 04 | | | | -800 00 | 26,399 85 | -36,207 68 | 0 00 | -9,807 83 | 0 00 | 0 00 | 0 00 | -9,807 83 | 0 00 |
| 28 Jan 09 | CISCO SYSTEMS INC CUSIP | 02 Feb 09 | 17275R102 | -2,750 00 | 46,310 29 | -26,115 92 | 0 00 | 20,194 37 | 0 00 | 0 00 | 0 00 | 20,194 37 | 0 00 |
| 29 Aug 95 | | | | -2,000 00 | 33,680 21 | -6,888 89 | 0 00 | 26,791 32 | 0 00 | 0 00 | 0 00 | 26,791 32 | 0 00 |
| 11 Apr 05 | | | | -100 00 | 1,684 01 | -1,808 00 | 0 00 | -123 99 | 0 00 | 0 00 | 0 00 | -123 99 | 0 00 |
| 31 Jan 07 | | | | -650 00 | 10,946 07 | -17,419 03 | 0 00 | -6,472 96 | 0 00 | 0 00 | 0 00 | -6,472 96 | 0 00 |
| 28 Jan 09 | COLGATE-PALMOLIVE CO COM | 02 Feb 09 | CUSIP 194162103 | -600 00 | 38,018 79 | -41,076 00 | 0 00 | -3,057 21 | 0 00 | 0 00 | 0 00 | -3,057 21 | 0 00 |
| 31 Jan 07 | | | | -600 00 | 38,018 79 | -41,076 00 | 0 00 | -3,057 21 | 0 00 | 0 00 | 0 00 | -3,057 21 | 0 00 |
| 28 Jan 09 | DANAHER CORP COM CUSIP | 02 Feb 09 | 235851102 | -800 00 | 46,219 74 | -36,659 12 | 0 00 | 9,560 62 | 0 00 | 0 00 | 0 00 | 9,560 62 | 0 00 |

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◆ Realized Gain/Loss Detail - Taxable

| | | Realized gain/loss | | | | | | | | | | | |
|----------------------|--------------------------------|--------------------|------------------|------------|-----------|------------|------------|-------------|-----------|-------------|------------|------------|-----------|
| Trade Date | Security Description | Settle Date | Acquisition Date | Shares/Par | Proceeds | Cost | Short Term | Market | Long Term | Translation | Short Term | Total | Long Term |
| Sales | | | | | | | | | | | | | |
| Equities | | | | | | | | | | | | | |
| Common stock | | | | | | | | | | | | | |
| United States | | | | | | | | | | | | | |
| 05 Feb 04 | | | | -800 00 | 46,219 74 | -36,659 12 | 0 00 | 9,560 62 | 0 00 | 0 00 | 0 00 | 9,560 62 | 0 00 |
| 28 Jan 09 | EMERSON ELECTRIC CO COM | 02 Feb 09 | 291011104 | -600 00 | 20,953 86 | -20,375 34 | 578 52 | 0 00 | 0 00 | 0 00 | 578 52 | 0 00 | 0 00 |
| 20 Oct 08 | | | | -600 00 | 20,953 86 | -20,375 34 | 578 52 | 0 00 | 0 00 | 0 00 | 578 52 | 0 00 | 0 00 |
| 28 Jan 09 | EXELON CORP COM CUSIP | 02 Feb 09 | 30161N101 | -750 00 | 42,689 76 | -59,069 35 | -16,379 59 | 0 00 | 0 00 | 0 00 | -16,379 59 | 0 00 | 0 00 |
| 23 Jun 08 | | | | -500 00 | 28,459 84 | -45,885 00 | -17,425 16 | 0 00 | 0 00 | 0 00 | -17,425 16 | 0 00 | 0 00 |
| 20 Oct 08 | | | | -250 00 | 14,229 92 | -13,184 35 | 1,045 57 | 0 00 | 0 00 | 0 00 | 1,045 57 | 0 00 | 0 00 |
| 28 Jan 09 | EXXON MOBIL CORP COM CUSIP | 02 Feb 09 | 30231G102 | -800 00 | 62,407 65 | -47,237 00 | -1,678 09 | 16,848 74 ✓ | 0 00 | 0 00 | -1,678 09 | 16,848 74 | 0 00 |
| 11 Aug 04 | | | | -500 00 | 39,004 78 | -22,490 00 | 0 00 | 16,514 78 | 0 00 | 0 00 | 0 00 | 16,514 78 | 0 00 |
| 31 Jan 07 | | | | -100 00 | 7,800 96 | -7,467 00 | 0 00 | 333 96 | 0 00 | 0 00 | 0 00 | 333 96 | 0 00 |
| 23 Jun 08 | | | | -200 00 | 15,601 91 | -17,280 00 | -1,678 09 | 0 00 | 0 00 | 0 00 | -1,678 09 | 0 00 | 0 00 |
| 28 Jan 09 | FIRST SOLAR INC COM CUSIP | 02 Feb 09 | 336433107 | -300 00 | 44,020 76 | -70,979 40 | -26,958 64 | 0 00 | 0 00 | 0 00 | -26,958 64 | 0 00 | 0 00 |
| 23 Jun 08 | | | | -200 00 | 29,347 17 | -57,208 00 | -27,860 83 | 0 00 | 0 00 | 0 00 | -27,860 83 | 0 00 | 0 00 |
| 20 Oct 08 | | | | -100 00 | 14,673 59 | -13,771 40 | 902 19 | 0 00 | 0 00 | 0 00 | 902 19 | 0 00 | 0 00 |
| 28 Jan 09 | GENERAL ELECTRIC CO CUSIP | 02 Feb 09 | 369604103 | -2,000 00 | 26,980 45 | -28,476 26 | 0 00 | -1,495 81 ✓ | 0 00 | 0 00 | 0 00 | -1,495 81 | 0 00 |
| 01 Jul 93 | | | | -1,500 00 | 20,235 34 | -11,946 26 | 0 00 | 8,289 08 | 0 00 | 0 00 | 0 00 | 8,289 08 | 0 00 |
| 24 Jan 06 | | | | -500 00 | 6,745 11 | -16,530 00 | 0 00 | -9,784 89 | 0 00 | 0 00 | 0 00 | -9,784 89 | 0 00 |
| 28 Jan 09 | INTEL CORP COM CUSIP 458140100 | 02 Feb 09 | | -1,400 00 | 19,627 89 | -30,245 00 | 0 00 | -10,617 11 | 0 00 | 0 00 | 0 00 | -10,617 11 | 0 00 |
| 05 Dec 02 | | | | -800 00 | 11,215 94 | -15,216 00 | 0 00 | -4,000 06 | 0 00 | 0 00 | 0 00 | -4,000 06 | 0 00 |
| 12 Nov 03 | | | | -100 00 | 1,401 99 | -3,379 00 | 0 00 | -1,977 01 | 0 00 | 0 00 | 0 00 | -1,977 01 | 0 00 |

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◆ Realized Gain/Loss Detail - Taxable

| | | Realized gain/loss | | | | | | | | | |
|---------------|---|--------------------|-----------|------------|------------|------------|-------------|------------|------------|-----------|--|
| Trade Date | Security Description | Shares/Par | Proceeds | Cost | Market | | Translation | Short Term | | Long Term | |
| Settle Date | Acquisition Date | | | | Short Term | Long Term | | Short Term | Long Term | | |
| Sales | | | | | | | | | | | |
| Equities | | | | | | | | | | | |
| Common stock | | | | | | | | | | | |
| United States | | | | | | | | | | | |
| | | 29 Mar 05 | -500 00 | 7,009 96 | -11,650 00 | 0 00 | -4,640 04 | 0 00 | 0 00 | -4,640 04 | |
| 28 Jan 09 | INTERNATIONAL BUSINESS MACHS | | | | | | | | | | |
| 02 Feb 09 | CORP COM CUSIP 459200101 | -400 00 | 37,419 79 | -32,822 24 | 4,597 55 | 0 00 | 0 00 | 0 00 | 4,597 55 | 0 00 | |
| | | 30 Dec 08 | -400 00 | 37,419 79 | -32,822 24 | 4,597 55 | 0 00 | 0 00 | 4,597 55 | 0 00 | |
| 28 Jan 09 | ISHARES TR NASDAQ | | | | | | | | | | |
| 02 Feb 09 | BIOTECHNOLOGY INDEX FD CUSIP 464287556 | -700 00 | 49,944 72 | -55,954 44 | 0 00 | -6,009 72 | 0 00 | 0 00 | 0 00 | -6,009 72 | |
| | | 21 May 07 | -600 00 | 42,809 76 | -48,145 44 | 0 00 | -5,335 68 | 0 00 | 0 00 | -5,335 68 | |
| | | 22 Aug 07 | -100 00 | 7,134 96 | -7,809 00 | 0 00 | -674 04 | 0 00 | 0 00 | -674 04 | |
| 28 Jan 09 | JACOBS ENGR GROUP INC COM | | | | | | | | | | |
| 02 Feb 09 | CUSIP 469814107 | -1,000 00 | 43,741 35 | -44,634 30 | -892 95 | 0 00 | 0 00 | 0 00 | -892 95 | 0 00 | |
| | | 30 Dec 08 | -1,000 00 | 43,741 35 | -44,634 30 | -892 95 | 0 00 | 0 00 | -892 95 | 0 00 | |
| 28 Jan 09 | JOHNSON & JOHNSON COM CUSIP | | | | | | | | | | |
| 02 Feb 09 | 478160104 | -900 00 | 52,352 71 | -34,580 70 | 0 00 | 17,772 01 | / | 0 00 | 0 00 | 17,772 01 | |
| | | 13 Aug 96 | -600 00 | 34,901 81 | -15,806 70 | 0 00 | 19,095 11 | 0 00 | 0 00 | 19,095 11 | |
| | | 23 Nov 04 | -200 00 | 11,633 93 | -12,082 00 | 0 00 | -448 07 | 0 00 | 0 00 | -448 07 | |
| | | 31 Jan 07 | -100 00 | 5,816 97 | -6,592 00 | 0 00 | -875 03 | 0 00 | 0 00 | -875 03 | |
| 28 Jan 09 | JPMORGAN CHASE & CO COM | | | | | | | | | | |
| 02 Feb 09 | CUSIP 46625H100 | -1,500 00 | 40,694 77 | -56 139 88 | -15,445 11 | 0 00 | 0 00 | 0 00 | -15,445 11 | 0 00 | |
| | | 20 Oct 08 | -1,000 00 | 27,129 85 | -39,325 50 | -12,195 65 | 0 00 | 0 00 | -12,195 65 | 0 00 | |
| | | 11 Nov 08 | -300 00 | 8,138 95 | -10,774 38 | -2,635 43 | 0 00 | 0 00 | -2,635 43 | 0 00 | |
| | | 30 Dec 08 | -200 00 | 5,425 97 | -6,040 00 | -614 03 | 0 00 | 0 00 | -614 03 | 0 00 | |
| 28 Jan 09 | KELLOGG CO COM CUSIP 487836108 | | | | | | | | | | |
| 02 Feb 09 | | -800 00 | 36,155 80 | -41,760 88 | -5,605 08 | 0 00 | 0 00 | 0 00 | -5,605 08 | 0 00 | |
| | | 03 Nov 08 | -800 00 | 36,155 80 | -41,760 88 | -5,605 08 | 0 00 | 0 00 | -5,605 08 | 0 00 | |

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◆ Realized Gain/Loss Detail - Taxable

| | | Realized gain/loss | | | | | | | | | | | |
|----------------------|------------------------------|--------------------|-----------------------|------------|-----------|------------|------------|------------|-------------|------------|------------|------------|--|
| Trade Date | Security Description | Settle Date | Acquisition Date | Shares/Par | Proceeds | Cost | Short Term | Long Term | Translation | Short Term | Long Term | Total | |
| Sales | | | | | | | | | | | | | |
| Equities | | | | | | | | | | | | | |
| Common stock | | | | | | | | | | | | | |
| United States | | | | | | | | | | | | | |
| 28 Jan 09 | MC DONALDS CORP COM CUSIP | 02 Feb 09 | 580135101 | -1,000.00 | 58,709.67 | -59,422.91 | 1,214.16 | -1,927.40 | 0.00 | 1,214.16 | -1,927.40 | -1,927.40 | |
| | | | 14 Dec 07 | -600.00 | 35,225.80 | -37,153.20 | 0.00 | -1,927.40 | 0.00 | 0.00 | -1,927.40 | -1,927.40 | |
| | | | 25 Feb 08 | -300.00 | 17,612.90 | -16,735.77 | 877.13 | 0.00 | 0.00 | 877.13 | 0.00 | 0.00 | |
| | | | 20 Oct 08 | -100.00 | 5,870.97 | -5,533.94 | 337.03 | 0.00 | 0.00 | 337.03 | 0.00 | 0.00 | |
| 28 Jan 09 | MEDCO HEALTH SOLUTIONS INC | 02 Feb 09 | COM CUSIP 58405U102 | -1,000.00 | 45,362.45 | -48,758.80 | -3,396.35 | 0.00 | 0.00 | -3,396.35 | 0.00 | 0.00 | |
| | | | 25 Feb 08 | -1,000.00 | 45,362.45 | -48,758.80 | -3,396.35 | 0.00 | 0.00 | -3,396.35 | 0.00 | 0.00 | |
| 28 Jan 09 | MEDTRONIC INC COM CUSIP | 02 Feb 09 | 585055106 | -1,000.00 | 33,799.81 | -31,248.00 | 0.00 | 2,551.81 | 0.00 | 0.00 | 2,551.81 | 2,551.81 | |
| | | | 17 Apr 98 | -800.00 | 27,039.85 | -20,528.00 | 0.00 | 6,511.85 | 0.00 | 0.00 | 6,511.85 | 6,511.85 | |
| | | | 31 Jan 07 | -200.00 | 6,759.96 | -10,720.00 | 0.00 | -3,960.04 | 0.00 | 0.00 | -3,960.04 | -3,960.04 | |
| 28 Jan 09 | MFC POWERSHARES QQQ TR UNIT | 02 Feb 09 | SER 1 CUSIP 73935A104 | -1,000.00 | 30,219.83 | -30,884.56 | 0.00 | -664.73 | 0.00 | 0.00 | -664.73 | -664.73 | |
| | | | 29 Apr 03 | -300.00 | 9,065.95 | -8,337.00 | 0.00 | 728.95 | 0.00 | 0.00 | 728.95 | 728.95 | |
| | | | 01 May 03 | -500.00 | 15,109.91 | -13,710.00 | 0.00 | 1,399.91 | 0.00 | 0.00 | 1,399.91 | 1,399.91 | |
| | | | 31 Jan 07 | -200.00 | 6,043.97 | -8,837.56 | 0.00 | -2,793.59 | 0.00 | 0.00 | -2,793.59 | -2,793.59 | |
| 28 Jan 09 | MICROCHIP TECHNOLOGY INC COM | 02 Feb 09 | CUSIP 595017104 | -1,500.00 | 28,484.84 | -46,489.65 | -18,004.81 | 0.00 | 0.00 | -18,004.81 | 0.00 | 0.00 | |
| | | | 24 Jul 08 | -1,500.00 | 28,484.84 | -46,489.65 | -18,004.81 | 0.00 | 0.00 | -18,004.81 | 0.00 | 0.00 | |
| 28 Jan 09 | MICROSOFT CORP COM CUSIP | 02 Feb 09 | 594918104 | -2,500.00 | 44,824.75 | -72,269.36 | 0.00 | -27,444.61 | 0.00 | 0.00 | -27,444.61 | -27,444.61 | |
| | | | 08 Feb 99 | -100.00 | 1,792.99 | -4,051.56 | 0.00 | -2,258.57 | 0.00 | 0.00 | -2,258.57 | -2,258.57 | |
| | | | 27 Mar 01 | -400.00 | 7,171.96 | -11,625.00 | 0.00 | -4,453.04 | 0.00 | 0.00 | -4,453.04 | -4,453.04 | |
| | | | 11 Apr 05 | -900.00 | 16,136.91 | -22,473.00 | 0.00 | -6,336.09 | 0.00 | 0.00 | -6,336.09 | -6,336.09 | |
| | | | 31 Jan 07 | -1,100.00 | 19,722.89 | -34,119.80 | 0.00 | -14,396.91 | 0.00 | 0.00 | -14,396.91 | -14,396.91 | |

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◆ Realized Gain/Loss Detail - Taxable

| | | Realized gain/loss | | | | | | | |
|----------------------|---------------------------------|--------------------|------------|---------------|-------------|------------|-----------|------------|-------------|
| Trade Date | Security Description | Market | | Translation | | Total | | | |
| Settle Date | Acquisition Date | Short Term | Long Term | Short Term | Long Term | Short Term | Long Term | Short Term | Long Term |
| Sales | | | | | | | | | |
| Equities | | | | | | | | | |
| Common stock | | | | | | | | | |
| United States | | | | | | | | | |
| 02 Feb 09 | MILLER FAMILY INTL FD LP CUSIP | | | | | | | | |
| 24 Feb 09 | 55279983 | -111,220 25 | 773,128 10 | -1,411,114 29 | -637,986 19 | 0 00 | 0 00 | 0 00 | -637,986 19 |
| 02 Feb 07 | | -111,220 25 | 773,128 10 | -1,411,114 29 | -637,986 19 | 0 00 | 0 00 | 0 00 | -637,986 19 |
| 02 Feb 09 | MILLER FAMILY S&P INDEX FD LP | | | | | | | | |
| 24 Feb 09 | CUSIP 552799891 | -4,350 24 | 27,757 65 | -33,158 59 | -5,436 99 | 36 05 | 36 05 | 36 05 | -5,436 99 |
| 12 Aug 03 | | -4,344 59 | 27,721 60 | -33,158 59 | -5,436 99 | 0 00 | 0 00 | 0 00 | -5,436 99 |
| 01 Jul 08 | | -5 65 | 36 05 | 0 00 | 0 00 | 36 05 | 36 05 | 36 05 | 0 00 |
| 02 Feb 09 | MILLER FAMILY SMALL CAP | | | | | | | | |
| 24 Feb 09 | GROWTH FD CUSIP 552799868 | -32,278 49 | 422,462 39 | -589,266 65 | -166,818 13 | 13 87 | 13 87 | 13 87 | -166,818 13 |
| 15 Sep 05 | | -30,259 09 | 396,032 39 | -548,405 43 | -152,373 04 | 0 00 | 0 00 | 0 00 | -152,373 04 |
| 02 Feb 07 | | -2,018 34 | 26,416 13 | -40,861 22 | -14,445 09 | 0 00 | 0 00 | 0 00 | -14,445 09 |
| 01 Jul 08 | | -1 06 | 13 87 | 0 00 | 0 00 | 13 87 | 13 87 | 13 87 | 0 00 |
| 02 Feb 09 | MILLER FAMILY SMALL CAP VALUE | | | | | | | | |
| 24 Feb 09 | FD CUSIP 552799843 | -29,732 38 | 290,536 31 | -561,126 25 | -270,569 94 | 0 00 | 0 00 | 0 00 | -270,569 94 |
| 15 Sep 05 | | -28,411 65 | 277,630 51 | -532,364 21 | -254,733 70 | 0 00 | 0 00 | 0 00 | -254,733 70 |
| 02 Feb 07 | | -1,320 73 | 12,905 80 | -28,762 04 | -15,856 24 | 0 00 | 0 00 | 0 00 | -15,856 24 |
| 28 Jan 09 | NATIONAL OILWELL VARCO COM | | | | | | | | |
| 02 Feb 09 | STK CUSIP 637071101 | -1,250 00 | 35,384 55 | -37,931 25 | -2,546 70 | 0 00 | 0 00 | 0 00 | -2,546 70 |
| 31 Jan 07 | | -1,250 00 | 35,384 55 | -37,931 25 | -2,546 70 | 0 00 | 0 00 | 0 00 | -2,546 70 |
| 28 Jan 09 | PEPSICO INC COM CUSIP 713448108 | | | | | | | | |
| 02 Feb 09 | | -1,000 00 | 51,740 41 | -46,078 00 | 5,662 41 | 0 00 | 0 00 | 0 00 | 5,662 41 |
| 18 Feb 99 | | -700 00 | 36,218 29 | -26,467 00 | 9,751 29 | 0 00 | 0 00 | 0 00 | 9,751 29 |
| 31 Jan 07 | | -300 00 | 15,522 12 | -19,611 00 | -4,088 88 | 0 00 | 0 00 | 0 00 | -4,088 88 |
| 28 Jan 09 | PRAXAIR INC COM CUSIP 74005P104 | | | | | | | | |
| 02 Feb 09 | | -750 00 | 47,644 23 | -20,857 90 | 26,786 33 | 0 00 | 0 00 | 0 00 | 26,786 33 |

Northern Trust

*Generated by Northern Trust from periodic data on 29 Jun 10 B454

01 Jan 09 - 31 Dec 09

Account number

ZZ-GRANDY FOUNDATION

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◆ Realized Gain/Loss Detail - Taxable

| | | Realized gain/loss | | | | | | | | | |
|---------------|-------------------------------|--------------------|-----------|------------|------------|-----------|-------------|------------|-----------|-----------|--|
| Trade Date | Security Description | Shares/Par | Proceeds | Cost | Market | | Translation | Total | | | |
| Settle Date | Acquisition Date | | | | Short Term | Long Term | | Short Term | Long Term | | |
| Sales | | | | | | | | | | | |
| Equities | | | | | | | | | | | |
| Common stock | | | | | | | | | | | |
| United States | | | | | | | | | | | |
| 28 Jan 09 | PROCTER & GAMBLE CO COM | | | | | | | | | | |
| 02 Feb 09 | CUSIP 742718109 | | | | | | | | | | |
| | | -700 00 | 44,467 95 | -17 695 90 | 0 00 | 26,772 05 | 0 00 | 0 00 | 0 00 | 26,772 05 | |
| | | -50 00 | 3,176 28 | -3,162 00 | 0 00 | 14 28 | 0 00 | 0 00 | 0 00 | 14 28 | |
| | | -1,000 00 | 57,509 68 | -51 693 98 | 0 00 | 5,815 70 | 0 00 | 0 00 | 0 00 | 5 815 70 | |
| | | -600 00 | 34,505 81 | -26,647 98 | 0 00 | 7 857 83 | 0 00 | 0 00 | 0 00 | 7 857 83 | |
| | | -100 00 | 5,750 97 | -5,507 00 | 0 00 | 243 97 | 0 00 | 0 00 | 0 00 | 243 97 | |
| | | -300 00 | 17,252 90 | -19,539 00 | 0 00 | -2,286 10 | 0 00 | 0 00 | 0 00 | -2,286 10 | |
| 28 Jan 09 | SCHWAB CHARLES CORP COM NEW | | | | | | | | | | |
| 02 Feb 09 | CUSIP 808513105 | | | | | | | | | | |
| | | -3,000 00 | 46,967 74 | -68,569 54 | -21,601 80 | 0 00 | 0 00 | -21,601 80 | 0 00 | 0 00 | |
| | | -1,600 00 | 25,049 46 | -39,361 76 | -14,312 30 | 0 00 | 0 00 | -14,312 30 | 0 00 | 0 00 | |
| | | -1,168 00 | 18,286 11 | -24,367 63 | -6,081 52 | 0 00 | 0 00 | -6,081 52 | 0 00 | 0 00 | |
| | | -232 00 | 3,632 17 | -4,840 15 | -1,207 98 | 0 00 | 0 00 | -1,207 98 | 0 00 | 0 00 | |
| 28 Jan 09 | SPECTRA ENERGY CORP COM STK | | | | | | | | | | |
| 02 Feb 09 | CUSIP 847560109 | | | | | | | | | | |
| | | -1,750 00 | 26,652 35 | -26,556 08 | 96 27 | 0 00 | 0 00 | 96 27 | 0 00 | 0 00 | |
| | | -1,750 00 | 26,652 35 | -26,556 08 | 96 27 | 0 00 | 0 00 | 96 27 | 0 00 | 0 00 | |
| 28 Jan 09 | UNITED TECHNOLOGIES CORP COM | | | | | | | | | | |
| 02 Feb 09 | CUSIP 913017109 | | | | | | | | | | |
| | | -500 00 | 25,203 86 | -17,487 50 | 0 00 | 7,716 36 | 0 00 | 0 00 | 0 00 | 7,716 36 | |
| | | -500 00 | 25,203 86 | -17,487 50 | 0 00 | 7,716 36 | 0 00 | 0 00 | 0 00 | 7,716 36 | |
| 28 Jan 09 | WALGREEN CO COM CUSIP | | | | | | | | | | |
| 02 Feb 09 | 931422109 | | | | | | | | | | |
| | | -1,500 00 | 41,701 27 | -35 981 24 | 0 00 | 5,720 03 | 0 00 | 0 00 | 0 00 | 5,720 03 | |
| | | -800 00 | 22,240 68 | -4,713 24 | 0 00 | 17,527 44 | 0 00 | 0 00 | 0 00 | 17,527 44 | |
| | | -200 00 | 5,560 17 | -8,568 00 | 0 00 | -3,007 83 | 0 00 | 0 00 | 0 00 | -3,007 83 | |
| | | -500 00 | 13,900 42 | -22,700 00 | 0 00 | -8,799 58 | 0 00 | 0 00 | 0 00 | -8,799 58 | |
| 28 Jan 09 | WAL-MART STORES INC COM CUSIP | | | | | | | | | | |
| 02 Feb 09 | 931142103 | | | | | | | | | | |
| | | -750 00 | 36,382 30 | -41,900 30 | -5,518 00 | 0 00 | 0 00 | -5,518 00 | 0 00 | 0 00 | |

Northern Trust

*Generated by Northern Trust from periodic data on 29 Jun 10 B454

01 Jan 09 - 31 Dec 09

Account number :

ZZ-GRANDY FOUNDATION

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◆ Realized Gain/Loss Detail - Taxable

| | | Realized gain/loss | | | | | | | | |
|-----------------|--|-----------------------------|--------------|---------------|-------------|---------------|-------------|-------------|---------------|--|
| Trade Date | Security Description | Shares/Par | Proceeds | Cost | Market | | Translation | Total | | |
| Settle Date | Acquisition Date | | | | Short Term | Long Term | | Short Term | Long Term | |
| Sales | | | | | | | | | | |
| Equities | | | | | | | | | | |
| Common stock | | | | | | | | | | |
| United States | | | | | | | | | | |
| | 06 Oct 08 | -500 00 | 24,254 87 | -28,539 65 | -4,284 78 | 0 00 | 0 00 | -4,284 78 | 0 00 | |
| | 20 Oct 08 | -250 00 | 12,127 43 | -13,360 65 | -1,233 22 | 0 00 | 0 00 | -1,233 22 | 0 00 | |
| | WALT DISNEY CO CUSIP 254687106 | -1,500 00 | 33,479 81 | -48 305 61 | -14,825 80 | 0 00 | 0 00 | -14,825 80 | 0 00 | |
| | 02 Feb 09 | | | | | | | | | |
| | 08 Feb 08 | -1,400 00 | 31,247 82 | -44,993 76 | -13,745 94 | 0 00 | 0 00 | -13,745 94 | 0 00 | |
| | 25 Feb 08 | -100 00 | 2,231 99 | -3 311 85 | -1,079 86 | 0 00 | 0 00 | -1,079 86 | 0 00 | |
| | Total United States | | 3,197,208.36 | -4,395,737.15 | -150,068.37 | -1,048,460.42 | 0.00 | -150,068.37 | -1,048,460.42 | |
| | Total S/T translation gain/loss for equities | | | | | | 0.00 | | | |
| | Total L/T translation gain/loss for equities | | | | | | 0.00 | | | |
| | Total realized gains for equities | | | | 12,641.98 | 241,248.42 | 0.00 | 12,641.98 | 241,248.42 | |
| | Total realized losses for equities | | | | -167,753.33 | -1,261,397.72 | 0.00 | -167,753.33 | -1,261,397.72 | |
| | Total Equities | | 3,315,419.40 | -4,490,680.05 | -155,111.35 | -1,020,149.30 | 0.00 | -155,111.35 | -1,020,149.30 | |
| Fixed income | | | | | | | | | | |
| Corporate bonds | | | | | | | | | | |
| United States | | | | | | | | | | |
| | 28 Jan 09 | MFB NORTHERN FUNDS BD INDEX | -61,404 51 | -600,131 59 | 0 04 | 24,966 22 | 0 00 | 0 04 | 24,966 22 | |
| | 29 Jan 09 | FD CUSIP 665162533 | | | | | | | | |
| | 02 Jul 07 | | -51,177 07 | -500,000 00 | 0 00 | 20,982 52 | 0 00 | 0 00 | 20,982 52 | |
| | 27 Jul 07 | | -10,214 51 | -100,000 00 | 0 00 | 3,983 70 | 0 00 | 0 00 | 3,983 70 | |
| | 28 Jan 09 | | -12 93 | -131 59 | 0 04 | 0 00 | 0 00 | 0 04 | 0 00 | |
| | Total United States | | 625,097.85 | -600,131.59 | 0.04 | 24,966.22 | 0.00 | 0.04 | 24,966.22 | |

Northern Trust

*Generated by Northern Trust from periodic data on 29 Jun 10 B454

01 Jan 09 - 31 Dec 09

Account number.

ZZ-GRANDY FOUNDATION

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◆ Realized Gain/Loss Detail - Taxable

| | | | | | Realized gain/loss | | | | |
|--|------------------------------|------------|------------|-------------|--------------------|-------------|-------------|-----------|-------------|
| Trade Date | Security Description | Shares/Par | Proceeds | Cost | Market | | Translation | | Total |
| Settle Date | Acquisition Date | | | | Short Term | Long Term | Short Term | Long Term | |
| Sales | | | | | | | | | |
| Total S/T translation gain/loss for fixed income | | | | | | | | | |
| Total L/T translation gain/loss for fixed income | | | | | | | | | |
| Total realized gains for fixed income | | | | | | | | | |
| Total realized losses for fixed income | | | | | | | | | |
| Total Fixed Income | | | | | | | | | |
| Other assets | | | | | | | | | |
| Miscellaneous | | | | | | | | | |
| United States | | | | | | | | | |
| 02 Feb 09 | MILLER FAMILY INT'L EMERGING | -39,554.11 | 255,227.40 | -450,000.00 | 0.00 | -194,772.60 | 0.00 | 0.00 | -194,772.60 |
| 24 Feb 09 | MARKET LLC CUSIP 000472670 | | | | | | | | |
| | 02 Jul 07 | -39,554.11 | 255,227.40 | -450,000.00 | 0.00 | -194,772.60 | 0.00 | 0.00 | -194,772.60 |
| Total United States | | | | | | | | | |
| Total S/T translation gain/loss for other assets | | | | | | | | | |
| Total L/T translation gain/loss for other assets | | | | | | | | | |
| Total realized gains for other assets | | | | | | | | | |
| Total realized losses for other assets | | | | | | | | | |
| Total Other Assets | | | | | | | | | |
| Total Sales | | | | | | | | | |

Capital Changes

Equities

Common stock

United States

Northern Trust

01 Jan 09 - 31 Dec 09

Account number :

ZZ-GRANDY FOUNDATION

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◆ Realized Gain/Loss Detail - Taxable

| | | Realized gain/loss | | | | | | | |
|---|--------------------------------|--------------------|-----------|-------------|-----------|------------|-----------|------------|-----------|
| Trade Date | Security Description | Market | | Translation | | Total | | | |
| Settle Date | Acquisition Date | Short Term | Long Term | Short Term | Long Term | Short Term | Long Term | Short Term | Long Term |
| <i>Capital Changes</i> | | | | | | | | | |
| <i>Equities</i> | | | | | | | | | |
| <i>Common stock</i> | | | | | | | | | |
| <i>United States</i> | | | | | | | | | |
| 11 Mar 09 | #REORG/TYCO INTL LTD REV SPLIT | | | | | | | | |
| 11 Mar 09 | TO TYCO INTL LTD 2033035 EFF | | | | | | | | |
| | 6/29/07 CUSIP 902124106 | | | | | | | | |
| | | 0.00 | 2,706.42 | 0.00 | 2,706.42 | 0.00 | 2,706.42 | 0.00 | 2,706.42 |
| Total United States | | 0.00 | 2,706.42 | 0.00 | 2,706.42 | 0.00 | 2,706.42 | 0.00 | 2,706.42 |
| <i>Total S/T translation gain/loss for equities</i> | | | | | | | | | |
| Total S/T translation gain/loss for equities | | | | 0.00 | | | | | |
| <i>Total L/T translation gain/loss for equities</i> | | | | | | | | | |
| Total L/T translation gain/loss for equities | | | | 0.00 | 2,706.42 | | 2,706.42 | 0.00 | 2,706.42 |
| <i>Total realized gains for equities</i> | | | | | | | | | |
| Total realized gains for equities | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| <i>Total realized losses for equities</i> | | | | | | | | | |
| Total realized losses for equities | | | | | | | | | |
| Total Equities | | 0.00 | 2,706.42 | 0.00 | 2,706.42 | 0.00 | 2,706.42 | 0.00 | 2,706.42 |
| <i>Total Capital Changes</i> | | | | | | | | | |
| Total Capital Changes | | 0.00 | 2,706.42 | 0.00 | 2,706.42 | 0.00 | 2,706.42 | 0.00 | 2,706.42 |

01 Jan 09 - 31 Dec 09

Account number 9362

ZZ-GRANDY FOUNDATION

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◆ Realized Gain/Loss Detail - Taxable

| | | Realized gain/loss | | | |
|-------------|----------------------|--------------------|------------|-------------|------------|
| Trade Date | Security Description | Cost | Market | Translation | Total |
| Settle Date | Acquisition Date | | Short Term | Long Term | Short Term |

| | | | | | |
|---|--------------|---------------|---------------|---------------|---------------|
| Total Short Term Gain Proceeds | 173,463.71 | | | | |
| Total Short Term Loss Proceeds | 486,569.37 | | | | |
| Total Long Term Gain Proceeds | 1,291,630.52 | | | | |
| Total Long Term Loss Proceeds | 2,244,081.05 | | | | |
| Total Undetermined Tax Lot Proceeds | 2,706.42 | | | | |
| Additional Short Term Proceeds from Zero G/L Transactions | 0.00 | | | | |
| Additional Long Term Proceeds from Zero G/L Transactions | 0.00 | | | | |
| Short Term Proceeds due to REIT Re-Allocation | 0.00 | | | | |
| Long Term Proceeds due to REIT Re-Allocation | 0.00 | | | | |
| Total Short Term Proceeds | 660,033.08 | | | | |
| Total Long Term Proceeds | 3,535,711.57 | | | | |
| Total S/T translation gain/loss | | 0.00 | | | |
| Total L/T translation gain/loss | | 0.00 | | | |
| Total realized gains | | 12,642.02 | 268,921.06 | | 268,921.06 |
| Total realized losses | | -167,753.33 | -1,456,170.32 | | -1,456,170.32 |
| Total realized gain/loss | | -5,540,811.64 | -155,111.31 | -1,187,249.26 | -1,187,249.26 |

Please note that this report has been prepared using best available data. This report may also contain information provided by third parties, derived from third party data and/or data that may have been categorized or otherwise reported based upon client direction - Northern Trust assumes no responsibility for the accuracy, timeliness or completeness of any such information. Northern Trust assumes no responsibility for the consequences of investment decisions made in reliance on information contained in this report. If you have questions regarding third party data or direction as it relates to this report, please contact your Northern Trust relationship team.

IRS CIRCULAR 230 NOTICE: To the extent that this message or any attachment concerns tax matters, it is not intended to be used and cannot be used by a taxpayer for the purpose of avoiding penalties that may be imposed by law. For more information about this notice, see <http://www.irs.gov/circular230>.

Northern Trust records impairment entries pursuant to client direction. Impairment entries recorded to satisfy financial accounting and reporting requirements may not be suitable for tax or for other regulatory reporting purposes. Determining appropriate impairment adjustments is the responsibility of the client.

Northern Trust

*Generated by Northern Trust from periodic data on 29 Jun 10 B454



Northern Trust

2009 Tax Information Statement

Account Number:
Tax ID Number:

38753
XX-XXX3806

Ref: AGH

PART IV SUPPORT

Tax Summary

Listed below is a summarization of all items posted to your account. It includes information you may need in the preparation of your federal and state income tax returns.

| INCOME | | Total |
|---|------------|-------|
| Domestic Dividends: | | |
| Total for year | \$621.15 | |
| Qualified | \$0.00 | |
| U.S. Government Interest Reported as Dividends: | | |
| Total for year | \$208.10 | |
| Qualified | \$0.00 | |
| Long Term Gains and Losses: | | |
| Capital Gain Distributions: | | |
| Capital gain distributions (15%) | \$1,051.02 | |

| Payments/Receipts Made on Behalf of AUDREY & JACK MILLER FOUNDATION | Payments | Receipts |
|---|----------|----------|
|---|----------|----------|

The following items from the account are presented to assist you in the preparation of your individual tax return. Transactions have been summarized under three general headings of, where applicable, Medical expenses, Taxes paid and Miscellaneous. They are intended to cover those items the account paid on your behalf during the tax year that you may want to consider for your individual tax return. We recommend that you check your statement of transactions for any corrections or additions

| | | |
|---------------|------------|--------|
| Miscellaneous | \$2,000.00 | \$0.00 |
|---------------|------------|--------|



Northern Trust

2009 Tax Information Statement

Account Number: 9362

Tax ID Number: XX-XXX3806

From: 01/01/2009 To: 12/31/2009

Ref: AGH

PART IV SUPPORT

Tax Summary

Listed below is a summarization of all items posted to your account. It includes information you may need in the preparation of your federal and state income tax returns.

| INCOME | | Total |
|--------|--|-------|
|--------|--|-------|

Domestic Dividends:

Total for year \$8,034.83
Qualified \$4,129.63

U.S. Government Interest Reported as Dividends:

Total for year \$1,457.01
Qualified \$0.00

Short Term Gains and Losses:

Other Short Term:
Proceeds \$659,983.16
Net gain/loss -\$155,161.23

Long Term Gains and Losses:

Capital Gain Distributions:
Capital gain distributions (15%) \$2,706.42 ✓

Other Long Term:

Proceeds \$1,766,649.64
Net gain/loss (15%) \$85,648.17

DEDUCTIONS

| DEDUCTIONS | | Total |
|------------|--|-------|
|------------|--|-------|

Agency Fees \$397.00

2009 Tax Information Statement

Recipient's Name and Address

Account Number: 3362
Recipient's Tax ID number: XX-XXX3806

☐ Corrected ☐ 2nd TIN notice

485 E. HALF DAY RD. STE. 200
BUFFALO GROVE, IL 60089-8806

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

PART IV SUPPORT

2009 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

| Number of shares | CUSIP | Description | Date Acquired | Date of Sale | Stocks, Bonds, etc. | Cost or other Basis | Net Gain or Loss | Feder. Income Tax Withheld |
|-------------------------|-----------|---------------------------------|---------------|--------------|---------------------|---------------------|------------------|----------------------------|
| Short Term Sales | | | | | | | | |
| 400 0000 | 037833100 | APPLE COMPUTER INC | 02/25/2008 | 01/28/2009 | 37,355.79 | 48,064.44 | -10,708.65 | 0.00 |
| 200 0000 | 057224107 | BAKER HUGHES INC | 06/23/2008 | 01/28/2009 | 7,134.96 | 17,244.00 | -10,109.04 | 0.00 |
| 15 0000 | 084670207 | BERKSHIRE HATHAWAY INC DEL CL B | 12/30/2008 | 01/28/2009 | 44,714.15 | 46,762.80 | -2,048.65 | 0.00 |
| 1500 0000 | 254687106 | WALT DISNEY CO | 02/08/2008 | 01/28/2009 | 33,479.81 | 48,305.61 | -14,825.80 | 0.00 |
| 600 0000 | 291011104 | EMERSON ELECTRIC CO | 10/20/2008 | 01/28/2009 | 20,953.86 | 20,375.34 | 578.52 | 0.00 |
| 750 0000 | 30161N101 | EXELON CORP | 06/23/2008 | 01/28/2009 | 42,689.76 | 59,069.35 | -16,379.59 | 0.00 |
| 200 0000 | 30231G102 | EXXON MOBIL CORP | 06/23/2008 | 01/28/2009 | 15,601.91 | 17,280.00 | -1,678.09 | 0.00 |
| 700 0000 | 302571104 | FPL GROUP INC | 11/19/2008 | 01/28/2009 | 35,868.78 | 31,710.98 | 4,157.80 | 0.00 |
| 300 0000 | 336433107 | FIRST SOLAR INC COM | 06/23/2008 | 01/28/2009 | 44,020.76 | 70,979.40 | -26,958.64 | 0.00 |
| 400 0000 | 459200101 | INTL BUSINESS MACHINES CORP | 12/30/2008 | 01/28/2009 | 37,419.79 | 32,822.24 | 4,597.55 | 0.00 |
| 1500 0000 | 46625H100 | J P MORGAN CHASE & CO | 10/20/2008 | 01/28/2009 | 40,694.77 | 56,139.88 | -15,445.11 | 0.00 |
| 1000 0000 | 469814107 | JACOBS ENGR GROUP INC | 12/30/2008 | 01/28/2009 | 43,741.35 | 44,634.30 | -892.95 | 0.00 |
| 800 0000 | 487836108 | KELLOGG CO | 11/03/2008 | 01/28/2009 | 36,155.80 | 41,760.88 | -5,605.08 | 0.00 |
| 400 0000 | 580135101 | MCDONALDS CORP | 02/25/2008 | 01/28/2009 | 23,483.87 | 22,269.71 | 1,214.16 | 0.00 |
| 1000 0000 | 58405U102 | MEDCO HEALTH SOLUTIONS INC | 02/25/2008 | 01/28/2009 | 45,362.45 | 48,758.80 | -3,396.35 | 0.00 |
| 1500 0000 | 595017104 | MICROCHIP TECHNOLOGY INC | 07/24/2008 | 01/28/2009 | 28,484.84 | 46,489.65 | -18,004.81 | 0.00 |
| 12 9300 | 665162533 | MFB NORTHERN FUNDS BD INDEX FD | 01/28/2009 | 01/28/2009 | 131.63 | 131.59 | 0.04 | 0.00 |

This is important tax information and is being furnished to you.

2009 Tax Information Statement

Account Number: 9362
Recipient's Tax ID number: XX-XXX3806

Recipient's Name and Address

☐ Corrected ☐ 2nd TIN notice

485 E. HALF DAY RD. STE. 200
BUFFALO GROVE, IL 60089-8806

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

PART IV SUPPOT

| Number of shares | CUSIP | Description | Date Acquired | Date of Sale | Stocks, Bonds, etc. | Cost or other Basis | Net Gain or Loss | Federal Income Tax Withhe. |
|------------------------|-----------|-----------------------------|---------------|--------------|---------------------|---------------------|------------------|----------------------------|
| 3000.0000 | 808513105 | CHARLES SCHWAB CORP NEW | 09/30/2008 | 01/28/2009 | 46,967.74 | 68,569.54 | -21,601.80 | 0.00 |
| 1750.0000 | 847560109 | SPECTRA ENERGY CORP COM STK | 12/30/2008 | 01/28/2009 | 26,652.35 | 26,556.08 | 96.27 | 0.00 |
| 350.0000 | 867229106 | SUNCOR ENERGY INC | 06/23/2008 | 01/28/2009 | 7,168.52 | 12,211.50 | -5,042.98 | 0.00 |
| 750.0000 | 931142103 | WAL MART STORES INC | 10/06/2008 | 01/28/2009 | 36,382.30 | 41,900.30 | -5,518.00 | 0.00 |
| 200.0000 | G65422100 | NOBLE CORP | 06/23/2008 | 01/28/2009 | 5,517.97 | 13,108.00 | -7,590.03 | 0.00 |
| Total Short Term Sales | | | | | | 815,144.39 | -155,161.23 | 0.00 |
| Long Term 15% Sales | | | | | | | | |
| 1200.0000 | 001055102 | AFLAC INC | 05/11/2006 | 01/28/2009 | 30,297.79 | 58,182.15 | -27,884.36 | 0.00 |
| 1250.0000 | 002824100 | ABBOTT LABORATORIES | 01/31/2007 | 01/28/2009 | 68,062.12 | 66,042.00 | 2,020.12 | 0.00 |
| 1400.0000 | 00724F101 | ADOBE SYS INC | 05/21/2007 | 01/28/2009 | 29,077.84 | 60,743.90 | -31,666.06 | 0.00 |
| 500.0000 | 037411105 | APACHE CORP | 12/05/2002 | 01/28/2009 | 38,803.13 | 17,989.05 | 20,814.08 | 0.00 |
| 600.0000 | 057224107 | BAKER HUGHES INC | 11/27/2001 | 01/28/2009 | 21,404.88 | 21,608.08 | -203.20 | 0.00 |
| 800.0000 | 149123101 | CATERPILLAR INC | 11/23/2004 | 01/28/2009 | 26,399.85 | 36,207.68 | -9,807.83 | 0.00 |
| 2750.0000 | 17275R102 | CISCO SYS INC | 08/29/1995 | 01/28/2009 | 46,310.29 | 26,115.92 | 20,194.37 | 0.00 |
| 600.0000 | 194162103 | COLGATE PALMOLIVE CO | 01/31/2007 | 01/28/2009 | 38,018.79 | 41,076.00 | -3,057.21 | 0.00 |
| 800.0000 | 235851102 | DANAHER CORP | 02/05/2004 | 01/28/2009 | 46,219.74 | 36,659.12 | 9,560.62 | 0.00 |
| 600.0000 | 30231G102 | EXXON MOBIL CORP | 08/11/2004 | 01/28/2009 | 46,805.74 | 29,957.00 | 16,848.74 | 0.00 |
| 2000.0000 | 369604103 | GENERAL ELECTRIC CO | 07/01/1993 | 01/28/2009 | 26,980.45 | 28,476.26 | -1,495.81 | 0.00 |
| 1400.0000 | 458140100 | INTEL CORP COM | 12/05/2002 | 01/28/2009 | 19,627.89 | 30,245.00 | -10,617.11 | 0.00 |

2009 Tax Information Statement

Account Number: 19362
Recipient's Tax ID number: XX-XXX3806

☐ Corrected ☐ 2nd TIN notice

485 E. HALF DAY RD. STE. 200
BUFFALO GROVE, IL 60089-8806

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Part IV support

| Number of shares | CUSIP | Description | Date Acquired | Date of Sale | Stocks, Bonds, etc. | Cost or other Basis | Net Gain or Loss | Federal Income Tax- Withheld |
|---------------------------|-----------|--|---------------|--------------|---------------------|---------------------|------------------|------------------------------|
| 700.0000 | 464287556 | ISHARES TR NASDAQ BIOTECH INDEX FD | 05/21/2007 | 01/28/2009 | 49,944.72 | 55,954.44 | -6,009.72 ✓ | 0.00 |
| 900.0000 | 478160104 | JOHNSON & JOHNSON | 08/13/1996 | 01/28/2009 | 52,352.71 | 34,580.70 | 17,772.01 | 0.00 |
| 600.0000 | 580135101 | MCDONALDS CORP | 12/14/2007 | 01/28/2009 | 35,225.80 | 37,153.20 | -1,927.40 ✓ | 0.00 |
| 1000.0000 | 585055106 | MEDTRONIC INC | 04/17/1998 | 01/28/2009 | 33,799.81 | 31,248.00 | 2,551.81 ✓ | 0.00 |
| 2500.0000 | 594918104 | MICROSOFT CORP COM | 02/08/1999 | 01/28/2009 | 44,824.75 | 72,269.36 | -27,444.61 ✓ | 0.00 |
| 1250.0000 | 637071101 | NATIONAL OILWELL INC | 01/31/2007 | 01/28/2009 | 35,384.55 | 37,931.25 | -2,546.70 ✓ | 0.00 |
| 61391.5800 | 665162533 | MFB NORTHERN FUNDS BD INDEX FD | 07/02/2007 | 01/28/2009 | 624,966.22 | 600,000.00 | 24,966.22 | 0.00 |
| 1000.0000 | 66987V109 | ADR NOVARTIS AG SPONSORED ADR ISIN #US66987V1098 | 01/19/2006 | 01/28/2009 | 42,737.46 | 55,290.00 | -12,552.54 ✓ | 0.00 |
| 1000.0000 | 713448108 | PEPSICO INC | 02/18/1999 | 01/28/2009 | 51,740.41 | 46,078.00 | 5,662.41 ✓ | 0.00 |
| 1000.0000 | 73935A104 | MFC POWERSHARES QQQ TR UNIT SER 1 | 04/29/2003 | 01/28/2009 | 30,219.83 | 30,884.56 | -664.73 ✓ | 0.00 |
| 750.0000 | 74005P104 | PRAXAIR INC | 10/04/2002 | 01/28/2009 | 47,644.23 | 20,857.90 | 26,786.33 | 0.00 |
| 1000.0000 | 742718109 | PROCTER & GAMBLE CO | 10/09/2002 | 01/28/2009 | 57,509.68 | 51,693.98 | 5,815.70 | 0.00 |
| 900.0000 | 867229106 | SUNCOR ENERGY INC | 05/01/2003 | 01/28/2009 | 18,433.34 | 7,573.50 | 10,859.84 | 0.00 |
| 1200.0000 | 881624209 | TEVA PHARMACEUTICALS INDS LTD ADR | 10/09/2002 | 01/28/2009 | 49,871.72 | 19,867.90 | 30,003.82 ✓ | 0.00 |
| 500.0000 | 913017109 | UNITED TECHNOLOGIES CORP | 06/05/2003 | 01/28/2009 | 25,203.86 | 17,487.50 | 7,716.36 | 0.00 |
| 1500.0000 | 931422109 | WALGREEN CO | 01/26/1995 | 01/28/2009 | 41,701.27 | 35,981.24 | 5,720.03 | 0.00 |
| 1800.0000 | G1150G111 | ACCENTURE LTD BERMUDA CL A | 09/23/2003 | 01/28/2009 | 59,490.93 | 48,557.78 | 10,933.15 ✓ | 0.00 |
| 1000.0000 | G65422100 | NOBLE CORP | 11/23/2004 | 01/28/2009 | 27,589.84 | 24,290.00 | 3,299.84 ✓ | 0.00 |
| Total Long Term 15% Sales | | | | | | 1,766,649.64 | 1,681,001.47 | 85,648.17 |

This is important tax information and is being furnished to you.

2009 Tax Information Statement

Page 4 of 5
Ref: AGH

Recipient's Name and Address

Account Number: 7885
Recipient's Tax ID number: XX-XXX3806

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Part 1 V Support

2009 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

| Number of shares | CUSIP | Description | Date Acquired | Date of Sale | Stocks, Bonds, etc. | Cost or other Basis | Net Gain or Loss | Federal Income Tax Withheld |
|----------------------------------|-----------|--------------------------------|---------------|--------------|---------------------|---------------------|------------------|-----------------------------|
| Short Term Sales | | | | | | | | |
| 665.1500 | 665162533 | MFB NORTHERN FUNDS BD INDEX FD | 09/24/2008 | 08/27/2009 | 6,864.33 | 6,674.45 | 189.88 | 0.00 |
| Total Short Term Sales | | | | | | | | |
| | | | | | 6,864.33 | 6,674.45 | 189.88 | 0.00 |
| Long Term 15% Sales | | | | | | | | |
| 13887.9500 | 665162533 | MFB NORTHERN FUNDS BD INDEX FD | 03/05/2007 | 08/27/2009 | 143,323.30 | 138,651.09 | 4,672.21 | 0.00 |
| Total Long Term 15% Sales | | | | | | | | |
| | | | | | 143,323.30 | 138,651.09 | 4,672.21 | 0.00 |

This is important tax information and is being furnished to you.

Form 990-PF, Page 1, Part I, Line 11

Line 11 Stmt

| Other income: | Rev/Exp Book | Net Inv Inc | Adj Net Inc |
|----------------------------------|-------------------|--------------|-------------|
| OTHER INCOME | 1,533,068. | | |
| FROM K-1 - MF LARGE CAP VALUE FU | | 49. | |
| FROM K-1 - MF SMALL CAP GROWTH F | | 29. | |
| FROM K-1 MF SMALL CAP VALUE FUND | | 55. | |
| FROM K-1 - MF INTERNATIONAL FUND | | -929. | |
| Total | 1,533,068. | -796. | |

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

| Taxes (see the instructions) | Rev/Exp Book | Net Inv Inc | Adj Net Inc | Charity Disb |
|----------------------------------|---------------|---------------|-------------|--------------|
| 2007 PENALTY | 86. | | | |
| 1ST QTR ES PAYMENT | 2,000. | | | |
| FROM K-1 - MF LARGE CAP VALUE FU | | 6. | | |
| FROM K-1 - MF SMALL CAP VALUE FU | | 1. | | |
| FROM K-1 - MF INTERNATIONAL FUND | | 1,177. | | |
| Total | 2,086. | 1,184. | | |

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

| Other expenses: | Rev/Exp Book | Net Inv Inc | Adj Net Inc | Charity Disb |
|--|---------------|---------------|-------------|---------------|
| POSTAGE, MAILING SERVICES | 113. | | | 113. |
| IGAM FEES | 211. | | | 211. |
| BLACKBERRIES & CONFERENCE CALLS | 47. | | | 47. |
| MISCELLANEOUS | 1,169. | | | 1,169. |
| FROM K-1 - MF INTERNATIONAL EMER | | 3. | | |
| FROM K-1 MF LARGE CAP GROWTH | | 2. | | |
| FROM K-1 MF LARGE CAP VALUE | | 2. | | |
| FROM K-1 - MF INDEX FUND LLC | | 1. | | |
| FROM K-1 - MF SMALL GROWTH FUND LLC | | 2. | | |
| FROM K-1 - MF SMALL VALUE FUND LLC | | 2. | | |
| FROM K-1 - MF INTERNATIONAL FUND | | 1,304. | | |
| FROM K-1 - MF TAXABLE BOND FUND LLC | | 7. | | |
| NORTHERN TRUST ACCOUNT #2649362 | | 397. | | |
| Total | 1,540. | 1,720. | | 1,540. |

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (a) thru (d)

| (a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company) | (b) How acquired P-Purchase D-Donation | (c) Date acquired (month, day, year) | (d) Date sold (month, day, year) |
|--|---|---|---|
| FROM K-1 MF S&P INDEX | P | Various | Various |
| FROM K-1 MF SMALL CAP GROWTH | P | Various | Various |
| FROM K-1 MF INTERNATIONAL | P | Various | Various |
| FROM K-1 MF TAXABLE BOND FUND | P | Various | Various |
| NORTHERN TRUST ACCOUNT #8753 (SEE ATTACHED) | P | Various | Various |

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (a) thru (d)

Continued

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company) | (b) How acquired P-Purchase D-Donation | (c) Date acquired (month, day, year) | (d) Date sold (month, day, year) |
|--|---|---|---|
| NORTHERN TRUST ACCOUNT #9362 (SEE ATTACHED) | P | Various | Various |
| NORTHERN TRUST ACCOUNT #7885 (SEE ATTACHED) | P | Various | Various |

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (e) thru (h)

| (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) |
|--------------------------|--|---|--|
| 52,934. | | 0. | 52,934. |
| 0. | | 166,378. | -166,378. |
| 0. | | 623,805. | -623,805. |
| 170. | | 0. | 170. |
| 1,051. | | 0. | 1,051. |
| 0. | | 66,806. | -66,806. |
| 4,862. | | 0. | 4,862. |
| Total | | 856,989. | -797,972. |

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (i) thru (l)Complete only for assets showing gain in column (h) and owned
by the foundation on 12/31/69

| (i) Fair Market Value as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of column (i) over column (j), if any | (l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h)) |
|---|--------------------------------------|---|---|
| 0. | 0. | 0. | 52,934. |
| | | | -166,378. |
| | | | -623,805. |
| 0. | 0. | 0. | 170. |
| 0. | 0. | 0. | 1,051. |
| | | | -66,806. |
| 0. | 0. | 0. | 4,862. |
| Total | 0. | 0. | -797,972. |

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

| (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 |
|--|--|--|--|--|
| Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> ERIC F. ACHEPOHL 485 HALF DAY ROAD, SUITE 200 BUFFALO GROVE IL 60089 | TREASURER 1.00 | 0. | 0. | 0. |
| Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> SCOTT HIRSCH 485 HALF DAY ROAD, SUITE 200 BUFFALO GROVE IL 60089 | ASSISTANT TREASUR 1.00 | 0. | 0. | 0. |

Total

0. 0. 0.

Form 990-PF, Page 1, Part I

Line 16a - Legal Fees

| Name of Provider | Type of Service Provided | Amount Paid Per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|----------------------|-----------------------------|-----------------------------|-----------------------------|---------------------------|---|
| NEAL, GERBER, AND EI | LEGAL SERVICES | 10,011. | | | 10,011. |
| Total | | 10,011. | | | 10,011. |

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

| Name of Provider | Type of Service Provided | Amount Paid Per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|----------------------|-----------------------------|-----------------------------|-----------------------------|---------------------------|---|
| NORTHERN TRUST | OTHER PROFESSIONAL SER | 397. | 397. | | 397. |
| THE BENIDA GROUP LLC | MANAGEMENT SERVICES | 16,267. | | | 16,267. |
| Total | | 16,664. | 397. | | 16,664. |

Form 990-PF, Line 19

Allocated Depreciation

| Description | Date Acquire | Cost or Basis | Prior Yr. Depr | Mthd | Life | Current Depr | Net Invest Income | Adjusted Net Income |
|-------------|-----------------|------------------|-------------------|-------|------|-----------------|-------------------------|---------------------------|
| LAPTOP | 06/01/08 | 181 | 18 | 200DB | 5.00 | 29 | | |

Total

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

| Line 10b - Investments - Corporate Stock: | End of Year | |
|---|-------------------|-------------------|
| | Book Value | Fair Market Value |
| MF INTERNATIONAL FUND | 431,500. | 333,080. |
| MF LARGE CAP GROWTH FUND | 288,253. | 233,584. |
| MF LARGE CAP VALUE | 392,235. | 257,628. |
| MF S & P INDEX FUND | 84,773. | 67,649. |
| MF SMALL CAP GROWTH FUND | 156,500. | 147,647. |
| MF SMALL CAP VALUE FUND | 186,500. | 112,561. |
| Total | <u>1,539,761.</u> | <u>1,152,149.</u> |

Form 990-PF, Page 2, Part II, Line 10c

L- 10c Stmt

| Line 10c - Investments - Corporate Bonds: | End of Year | |
|---|-----------------|-------------------|
| | Book Value | Fair Market Value |
| MF TAXABLE BOND FUND | 149,000. | 147,755. |
| Total | <u>149,000.</u> | <u>147,755.</u> |

Form **8868**

(Rev April 2009)

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

OMB No 1545-1709

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

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

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

| | | |
|--|---|--------------------------------|
| Type or print File by the due date for filing your return. See instructions. | Name of Exempt Organization | Employer identification number |
| | GRANDY FOUNDATION | 36-3563806 |
| | Number, street, and room or suite number. If a P.O. box, see instructions | |
| | 485 HALF DAY ROAD, #200 | |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions | |
| | BUFFALO GROVE | IL 60089 |

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

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

- The books are in the care of ► ERIC F. ACHEPOHL

Telephone No ► (847) 883-9700 FAX No ► (847) 883-9808

- 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 Aug 16, 20 10, to file the exempt organization return for the organization named above. The extension is for the organization's return for

- ☒ calendar year 20 09 or
 ► ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____.

- 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 | \$ | 1,258. |
| 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 | \$ | 258. |
| 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 | \$ | 1,000. |

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

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

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

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

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

| | | |
|--|--|--------------------------------|
| Type or print File by the extended due date for filing the return. See instructions. | Name of Exempt Organization | Employer identification number |
| | GRANDY FOUNDATION | 36-3563806 |
| | Number, street, and room or suite number. If a P.O. box, see instructions. | For IRS use only |
| | 485 HALF DAY ROAD, #200 | |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions. | |
| | BUFFALO GROVE IL 60089 | |

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

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

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

- The books are in care of ERIC F. ACHEPOHL
Telephone No. (847) 883-9700 FAX No. (847) 883-9808
- 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 Nov 15, 20105 For calendar year 2009, or other tax year beginning , 20 , and ending , 20 .6 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period7 State in detail why you need the extension INFORMATION NECESSARY TO COMPLETE THE RETURNHAS NOT BEEN MADE AVAILABLE

| | | | |
|--|-----------|----|--------|
| 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 | \$ | 2,258. |
| 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 | \$ | 2,258. |
| c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instrs. | 8c | \$ | 0. |

Signature and Verification

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

Signature  Title CPA Date 08/12/10