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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

2009Department of the Treasury
Internal Revenue Service

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

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation ROTONDA FOUNDATION		A Employer identification number 36-3866527
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number 312-621-0590
	191 N. WACKER DRIVE	1500	
City or town, state, and ZIP code CHICAGO, IL 60606-1899		C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 15,394,706. (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	25,000.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	3,674.	3,674.		STATEMENT 2
	4 Dividends and interest from securities	233,275.	233,275.		STATEMENT 3
	5a Gross rents	<18,420.>	<18,420.>		STATEMENT 4
	b Net rental income or (loss)	<18,420.>			
	6a Net gain or (loss) from sale of assets not on line 10	<410,655.>			STATEMENT 1
	b Gross sales price for all assets on line 6a	132,795.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	32,880.	60,976.		STATEMENT 5	
12 Total. Add lines 1 through 11	<134,246.>	279,505.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 6	95,976.	4,016.		15.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	294,418.	289,229.		10.
	24 Total operating and administrative expenses. Add lines 13 through 23	390,394.	293,245.		25.
	25 Contributions, gifts, grants paid	434,710.			2,569,710.
26 Total expenses and disbursements. Add lines 24 and 25	825,104.	293,245.		2,569,735.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<959,350.>				
b Net investment income (if negative, enter -0-)		0.			
c Adjusted net income (if negative, enter -0-)			N/A		

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

Form 990-PF (2009)

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ENVELOPE
POSTMARK DATE NOV 15 2010

SCANNED NOV 23 2010

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,523,293.	775,815.	775,815.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	560,356.	560,356.	268,243.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	18,153,196.	15,838,240.	14,271,556.
14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶				
15 Other assets (describe) STATEMENT 10)	91,949.	79,092.	79,092.	
16 Total assets (to be completed by all filers)	20,328,794.	17,253,503.	15,394,706.	
Liabilities	17 Accounts payable and accrued expenses	2,711.	2,733.	
	18 Grants payable	6,690,000.	4,555,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe) STATEMENT 11)	28,439.	15,000.	
23 Total liabilities (add lines 17 through 22)	6,721,150.	4,572,733.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	10,000.	10,000.	
29 Retained earnings, accumulated income, endowment, or other funds	13,597,644.	12,670,770.		
30 Total net assets or fund balances	13,607,644.	12,680,770.		
31 Total liabilities and net assets/fund balances	20,328,794.	17,253,503.		

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 13,607,644.
2 Enter amount from Part I, line 27a	2 <959,350.>
3 Other increases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	3 32,476.
4 Add lines 1, 2, and 3	4 12,680,770.
5 Decreases not included in line 2 (itemize) ▶	5 0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 12,680,770.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENTS				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 132,795.		551,954.	<419,159.>	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			<419,159.>	
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	<419,159.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	2,463,962.	21,551,294.	.114330
2007	2,845,976.	24,112,255.	.118030
2006	1,725,405.	20,624,749.	.083657
2005	1,548,257.	19,270,653.	.080343
2004	1,159,314.	17,851,665.	.064942

2 Total of line 1, column (d)	2	.461302
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	.092260
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	14,706,405.
5 Multiply line 4 by line 3	5	1,356,813.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	1,356,813.
8 Enter qualifying distributions from Part XII, line 4 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.	8	2,569,735.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	0.
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	0.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 16,500.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 10,000.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	26,500.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	26,500.
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ☒ 5,000. Refunded ☒		11	21,500.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ IL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WILLIAM HARRIS INVESTORS, INC. Telephone no. ► 312-621-0590 Located at ► 191 NORTH WACKER DRIVE, SUITE 1500, CHICAGO, IL ZIP+4 ► 60606-1899			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	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? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☒ Yes ☐ No	
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	3b	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**6b****b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		0.	0.	0.

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

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

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

0

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,056,359.
b	Average of monthly cash balances	1b	1,587,274.
c	Fair market value of all other assets	1c	12,286,727.
d	Total (add lines 1a, b, and c)	1d	14,930,360.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	14,930,360.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	223,955.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,706,405.
6	Minimum investment return. Enter 5% of line 5	6	735,320.

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	735,320.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	735,320.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	735,320.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	735,320.

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	2,569,735.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,569,735.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,569,735.

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				735,320.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007	2,503,654.			
e From 2008	2,469,054.			
f Total of lines 3a through e	4,972,708.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$	2,569,735.			
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	2,569,735.			
d Applied to 2009 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	735,320.			735,320.
6 Enter the net total of each column as indicated below:	6,807,123.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	6,807,123.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007	1,768,334.			
d Excess from 2008	2,469,054.			
e Excess from 2009	2,569,735.			

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		Yes	No
	1a(1)		X
	1a(2)		X
	1b(1)		X
	1b(2)		X
	1b(3)		X
	1b(4)		X
	1b(5)		X
	1b(6)		X
	1c		X

[illegible]

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

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Sign Here	Signature of officer or trustee <i>[Signature]</i>		Date 11/12/10	Title Vice President	
	Paid Preparer's Use Only	Preparer's signature <i>[Signature]</i>	Date 11/11/10	Check if self-employed ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code DELOITTE TAX LLP 111 S WACKER DRIVE CHICAGO, IL 60606-4301			EIN Phone no. 312-486-1000		

Form 990-PF (2009)

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

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

OMB No 1545-0047

2009

Name of the organization

Employer identification number

ROTONDA FOUNDATION

36-3866527

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

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

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

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

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

Name of organization

Employer identification number

ROTONDA FOUNDATION

36-3866527

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MAKO FOUNDATION 191 NORTH WACKER DRIVE CHICAGO, IL 60606-1899	\$ 25,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

ROTONDA FOUNDATION

Part II Noncash Property (see instructions)[illegible]

Name of organization

Employer identification number

ROTONDA FOUNDATION

36-3866527

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SHORT-TERM CAPITAL GAIN FROM PANACEA FUND, LLC K-	P	VARIOUS	VARIOUS
b	SHORT-TERM CAPITAL LOSS FROM WHI GROWTH FUND, LP	P	VARIOUS	VARIOUS
c	SHORT-TERM CAPITAL GAIN FROM WHI FIXED INCOME FUN	P	VARIOUS	VARIOUS
d	SHORT-TERM CAPITAL GAIN FROM WHI FIXED INCOME FUN	P	VARIOUS	VARIOUS
e	SHORT-TERM CAPITAL LOSS FROM WHI NFP FUND, LLC K-	P	VARIOUS	VARIOUS
f	SHORT-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY M	P	VARIOUS	VARIOUS
g	SHORT-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY M	P	VARIOUS	VARIOUS
h	SHORT-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY M	P	VARIOUS	VARIOUS
i	SHORT-TERM CAPITAL LOSS FROM WHI PRIVATE EQUITY M	P	VARIOUS	VARIOUS
j	SHORT-TERM CAPITAL GAIN FROM WHI REALTY FUND II K	P	VARIOUS	VARIOUS
k	SHORT-TERM CAPITAL LOSS FROM WHI REALTY FUND, LLC	P	VARIOUS	VARIOUS
l	SHORT-TERM CAPITAL LOSS FROM WHI TECHNOLOGY FUND,	P	VARIOUS	VARIOUS
m	LONG-TERM CAPITAL GAIN FROM HARRIS VENTURE FUND,	P	VARIOUS	VARIOUS
n	LONG-TERM CAPITAL LOSS FROM PANACEA FUND, LLC K-1	P	VARIOUS	VARIOUS
o	LONG-TERM CAPITAL LOSS FROM WHI GROWTH FUND, LP K	P	VARIOUS	VARIOUS

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 51,370.			51,370.
b		8,814.	<8,814.>
c 973.			973.
d 7,913.			7,913.
e		2,162.	<2,162.>
f 5,155.			5,155.
g 237.			237.
h 13,060.			13,060.
i		10,636.	<10,636.>
j 200.			200.
k		26,504.	<26,504.>
l		5,481.	<5,481.>
m 3,564.			3,564.
n		66,495.	<66,495.>
o		28,834.	<28,834.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			51,370.
b			<8,814.>
c			973.
d			7,913.
e			<2,162.>
f			5,155.
g			237.
h			13,060.
i			<10,636.>
j			200.
k			<26,504.>
l			<5,481.>
m			3,564.
n			<66,495.>
o			<28,834.>

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 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	LONG-TERM CAPITAL LOSS FROM WHI FIXED INCOME FUND	P	VARIOUS	VARIOUS
b	LONG-TERM CAPITAL GAIN FROM WHI FIXED INCOME FUND	P	VARIOUS	VARIOUS
c	LONG-TERM CAPITAL LOSS FROM WHI FIXED INCOME FUND	P	VARIOUS	VARIOUS
d	LONG-TERM CAPITAL LOSS FROM WHI NFP FUND, LLC K-1	P	VARIOUS	VARIOUS
e	LONG-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MA	P	VARIOUS	VARIOUS
f	LONG-TERM CAPITAL LOSS FROM WHI PRIVATE EQUITY MA	P	VARIOUS	VARIOUS
g	LONG-TERM CAPITAL LOSS FROM WHI PRIVATE EQUITY MA	P	VARIOUS	VARIOUS
h	LONG-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MA	P	VARIOUS	VARIOUS
i	LONG-TERM CAPITAL LOSS FROM WHI REALTY FUND, LLC	P	VARIOUS	VARIOUS
j	LONG-TERM CAPITAL LOSS FROM WHI TECHNOLOGY FUND,	P	VARIOUS	VARIOUS
k	LONG-TERM CAPITAL LOSS FROM WHI VENTURE FUND I K-	P	VARIOUS	VARIOUS
l	SECTION 1256 LOSS FROM WHI GROWTH FUND, LP K-1	P	VARIOUS	VARIOUS
m	SECTION 1256 GAIN FROM WHI FIXED INCOME FUND III,	P	VARIOUS	VARIOUS
n	SECTION 1256 LOSS FROM WHI PRIVATE EQUITY MANAGER	P	VARIOUS	VARIOUS
o	SECTION 1256 LOSS FROM WHI PRIVATE EQUITY MANAGER	P	VARIOUS	VARIOUS

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a		68,497.	<68,497.>
b	1,352.		1,352.
c		3,600.	<3,600.>
d		262,461.	<262,461.>
e	11,955.		11,955.
f		2,277.	<2,277.>
g		7,470.	<7,470.>
h	2,231.		2,231.
i		10,365.	<10,365.>
j		18,311.	<18,311.>
k		10,548.	<10,548.>
l		867.	<867.>
m	8.		8.
n		51.	<51.>
o		42.	<42.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<68,497.>
b			1,352.
c			<3,600.>
d			<262,461.>
e			11,955.
f			<2,277.>
g			<7,470.>
h			2,231.
i			<10,365.>
j			<18,311.>
k			<10,548.>
l			<867.>
m			8.
n			<51.>
o			<42.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SECTION 1256 GAIN FROM WHI PRIVATE EQUITY MANAGER	P	VARIOUS	VARIOUS
b	SECTION 1256 GAIN FROM WHI REALTY FUND, LLC K-1	P	VARIOUS	VARIOUS
c	SECTION 1231 LOSS FROM WHI FIXED INCOME FUND III,	P	VARIOUS	VARIOUS
d	SECTION 1231 GAIN FROM WHI PRIVATE EQUITY MANAGER	P	VARIOUS	VARIOUS
e	SECTION 1231 LOSS FROM WHI PRIVATE EQUITY MANAGER	P	VARIOUS	VARIOUS
f	SECTION 1231 LOSS FROM WHI PRIVATE EQUITY MANAGER	P	VARIOUS	VARIOUS
g	SECTION 1231 GAIN FROM WHI REALTY FUND II K-1	P	VARIOUS	VARIOUS
h	SECTION 1231 GAIN FROM WHI REALTY FUND, LLC K-1	P	VARIOUS	VARIOUS
i	UBI CAPITAL GAIN FROM WHI FIXED INCOME FUND II, L	P	VARIOUS	VARIOUS
j	UBI CAPITAL GAIN FROM WHI FIXED INCOME FUND III,	P	VARIOUS	VARIOUS
k	UBI CAPITAL LOSS FROM WHI FIXED INCOME FUND K-1	P	VARIOUS	VARIOUS
l	UBI CAPITAL GAIN FROM WHI NFP FUND, LLC K-1	P	VARIOUS	VARIOUS
m	UBI CAPITAL LOSS FROM WHI PRIVATE EQUITY MANAGERS	P	VARIOUS	VARIOUS
n	UBI CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS	P	VARIOUS	VARIOUS
o	UBI CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS	P	VARIOUS	VARIOUS

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1.			1.
b 1,789.			1,789.
c		73.	<73.>
d 914.			914.
e		8.	<8.>
f		138.	<138.>
g 36.			36.
h 3,128.			3,128.
i 686.		686.	0.
j 56.		56.	0.
k			0.
l 221.		221.	0.
m			0.
n 1,104.		1,104.	0.
o 163.		163.	0.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1.
b			1,789.
c			<73.>
d			914.
e			<8.>
f			<138.>
g			36.
h			3,128.
i			0.
j			0.
k			0.
l			0.
m			0.
n			0.
o			0.

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 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

2

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a UBI CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS		P	VARIOUS	VARIOUS
b UBI CAPITAL GAIN FROM WHI REALTY FUND, LLC K-1		P	VARIOUS	VARIOUS
c UBI RECLASS		P	VARIOUS	VARIOUS
d GENZYME CORPORATION BIOSURGERY DIVISION SECURITIE		P	VARIOUS	VARIOUS
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 6,101.		6,101.	0.
b 1,485.		1,485.	0.
c		8,504.	<8,504.>
d 19,093.			19,093.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			0.
b			0.
c			<8,504.>
d			19,093.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }		2	<419,159.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }		3	N/A

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT

1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT-TERM CAPITAL GAIN FROM PANACEA FUND, LLC K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
51,370.	0.	0.	0.	51,370.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT-TERM CAPITAL LOSS FROM WHI GROWTH FUND, LP K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	8,814.	0.	<8,814.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT-TERM CAPITAL GAIN FROM WHI FIXED INCOME FUND II, LLC K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
973.	0.	0.	0.	973.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT-TERM CAPITAL GAIN FROM WHI FIXED INCOME FUND III, LP K-1	7,913.	0.	0.	0.	7,913.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT-TERM CAPITAL LOSS FROM WHI NFP FUND, LLC K-1	0.	0.	2,162.	0.	<2,162.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND II K-1	5,155.	0.	0.	0.	5,155.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	237.	0.	0.	0.	237.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
SHORT-TERM CAPITAL LOSS FROM WHI REALTY FUND, LLC K-1	PURCHASED		VARIOUS		VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	0.	26,504.	0.	<26,504.>	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT-TERM CAPITAL LOSS FROM WHI TECHNOLOGY FUND, LLC K-1	0.	0.	5,481.	0.	<5,481.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG-TERM CAPITAL GAIN FROM HARRIS VENTURE FUND, LLC K-1	3,564.	0.	0.	0.	3,564.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG-TERM CAPITAL LOSS FROM PANACEA FUND, LLC K-1	0.	0.	66,495.	0.	<66,495.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG-TERM CAPITAL LOSS FROM WHI GROWTH FUND, LP K-1	0.	0.	28,834.	0.	<28,834.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
LONG-TERM CAPITAL LOSS FROM WHI FIXED INCOME FUND II, LLC K-1	0.	0.	68,497.	0.		VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
LONG-TERM CAPITAL GAIN FROM WHI FIXED INCOME FUND III, LP K-1	1,352.	0.	0.	0.		VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
LONG-TERM CAPITAL LOSS FROM WHI FIXED INCOME FUND K-1	0.	0.	3,600.	0.		VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
LONG-TERM CAPITAL LOSS FROM WHI NFP FUND, LLC K-1	0.	0.	262,461.	0.		VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
LONG-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND II K-1	11,955.	0.	0.	0.		11,955.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
LONG-TERM CAPITAL LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	0.	0.	2,277.	0.		<2,277.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
LONG-TERM CAPITAL LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	0.	0.	7,470.	0.		<7,470.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
LONG-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	2,231.	0.	0.	0.		2,231.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG-TERM CAPITAL LOSS FROM WHI REALTY FUND, LLC K-1	0.	0.	10,365.	0.	<10,365.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG-TERM CAPITAL LOSS FROM WHI TECHNOLOGY FUND, LLC K-1	0.	0.	18,311.	0.	<18,311.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG-TERM CAPITAL LOSS FROM WHI VENTURE FUND I K-1	0.	0.	10,548.	0.	<10,548.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1256 LOSS FROM WHI GROWTH FUND, LP K-1	0.	0.	867.	0.	<867.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
SECTION 1256 GAIN FROM WHI FIXED INCOME FUND III, LP K-1	8.	0.	0.	PURCHASED	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
SECTION 1256 LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND II K-1	0.	0.	51.	PURCHASED	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
SECTION 1256 LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	0.	0.	42.	PURCHASED	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
SECTION 1256 GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	1.	0.	0.	PURCHASED	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SECTION 1256 GAIN FROM WHI REALTY FUND, LLC K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,789.	0.	0.	0.	1,789.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SECTION 1231 LOSS FROM WHI FIXED INCOME FUND III, LP K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	73.	0.	<73.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SECTION 1231 GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
914.	0.	0.	0.	914.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SECTION 1231 LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	8.	0.	<8.>

(A) DESCRIPTION OF PROPERTY	(B)		(C)	(D)	(E)	(F)
	GROSS		COST OR	EXPENSE OF	DEPREC.	GAIN OR LOSS
	SALES PRICE		OTHER BASIS	SALE		
UBI CAPITAL GAIN FROM WHI FIXED INCOME FUND II, LLC K-1	686.	0.	0.	0.	0.	686.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI CAPITAL GAIN FROM WHI FIXED INCOME FUND III, LP K-1	56.	0.	0.	0.	56.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI CAPITAL LOSS FROM WHI FIXED INCOME FUND K-1	0.	0.	693.	0.	<693.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI CAPITAL GAIN FROM WHI NFP FUND, LLC K-1	221.	0.	0.	0.	221.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI CAPITAL LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND II K-1	0.	0.	619.	0.	<619.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
UBI CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	1,104.	0.	0.	PURCHASED	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
UBI CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	163.	0.	0.	PURCHASED	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
UBI CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	6,101.	0.	0.	PURCHASED	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
UBI CAPITAL GAIN FROM WHI REALTY FUND, LLC K-1	1,485.	0.	0.	PURCHASED	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
UBI RECLASS	0.	0.	8,504.		0.	<8,504.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
GENZYME CORPORATION BIOSURGERY DIVISION SECURITIES	19,093.	0.	0.	0.	19,093.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	<410,655.>

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
WHI AGENCY INTEREST	3,674.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	3,674.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME FROM WHI FIXED INCOME FUND II, LLC K-1	63.	0.	63.
DIVIDEND INCOME FROM WHI FIXED INCOME FUND III, L.P. K-1	678.	0.	678.
DIVIDEND INCOME FROM WHI FIXED INCOME FUND K-1	12.	0.	12.

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DIVIDEND INCOME FROM WHI GROWTH FUND, L.P. K-1	23,404.	0.	23,404.
DIVIDEND INCOME FROM WHI NFP FUND, LLC K-1	4,802.	0.	4,802.
DIVIDEND INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND II K-1	1,016.	0.	1,016.
DIVIDEND INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	736.	0.	736.
DIVIDEND INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	4,844.	0.	4,844.
DIVIDEND INCOME FROM WHI REALTY FUND II, LLC K-1	1,226.	0.	1,226.
DIVIDEND INCOME FROM WHI REALTY FUND, LLC K-1	616.	0.	616.
DIVIDEND INCOME FROM WHI TECHNOLOGY FUND, LLC K-1	3,628.	0.	3,628.
INTEREST FROM JDI MONTCLAIR, LLC K-1	107.	0.	107.
INTEREST FROM U.S. OBLIGATIONS FROM HARRIS VENTURE PARTNERS, LLC K-1	6.	0.	6.
INTEREST FROM U.S. OBLIGATIONS FROM WHI FIXED INCOME FUND III, L.P. K-1	17.	0.	17.
INTEREST FROM U.S. OBLIGATIONS FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	13.	0.	13.
INTEREST FROM U.S. OBLIGATIONS FROM WHI REALTY FUND III, LP K-1	2.	0.	2.
INTEREST FROM WHI FIXED INCOME FUND II, LLC K-1	56,879.	0.	56,879.
INTEREST FROM WHI FIXED INCOME FUND III, L.P. K-1	20,935.	0.	20,935.
INTEREST FROM WHI FIXED INCOME FUND K-1	12,722.	0.	12,722.
INTEREST FROM WHI GROWTH FUND LP K-1	21.	0.	21.
INTEREST FROM WHI MORULA FUND, LLC K-1	1,603.	0.	1,603.
INTEREST FROM WHI NFP FUND LP K-1	18,209.	0.	18,209.
INTEREST FROM WHI PRIVATE EQUITY MANAGERS FUND II K-1	6,010.	0.	6,010.
INTEREST FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	747.	0.	747.
INTEREST FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	16,254.	0.	16,254.
INTEREST FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	10,747.	0.	10,747.
INTEREST FROM WHI REALTY FUND II, LP K-1	1,249.	0.	1,249.
INTEREST FROM WHI REALTY FUND III, LP K-1	2.	0.	2.
INTEREST FROM WHI REALTY FUND, LLC K-1	3,745.	0.	3,745.

INTEREST FROM WHI VENTURE FUND I, K-1	5.	0.	5.
SANFORD BERNSTEIN DIVIDENDS	41,793.	0.	41,793.
SECTION 988 INCOME FROM WHI NFP FUND, LLC K-1	79.	0.	79.
SECTION 988 INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	378.	0.	378.
SECTION 988 INCOME FROM WHI REALTY FUND, LLC K-1	727.	0.	727.
TOTAL TO FM 990-PF, PART I, LN 4	233,275.	0.	233,275.

FORM 990-PF	RENTAL INCOME	STATEMENT	4
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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL INCOME FROM WHI NFP FUND, LLC K-1	1	<59.>
RENTAL INCOME FROM WHI PRIVATE EQUITY FUND III K-1	2	<38.>
RENTAL INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND, LLC K-1	3	2,334.
RENTAL INCOME FROM WHI REALTY FUND III, LP K-1	4	<882.>
RENTAL INCOME FROM WHI REALTY FUND II, LP K-1	5	<4,841.>
RENTAL INCOME FROM WHI REALTY FUND, LP K-1	6	<9,494.>
OTHER RENTAL INCOME FROM WHI NFP FUND LLC, K-1	7	<143.>
OTHER RENTAL INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	8	<11.>
OTHER RENTAL INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND LLC, K-1	9	<5,287.>
RENTAL INCOME FROM WHI PRIVATE EQUITY FUND IV K-1	10	1.
TOTAL TO FORM 990-PF, PART I, LINE 5A		<18,420.>

FORM 990-PF	OTHER INCOME	STATEMENT	5
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY LOSS FROM WHI GROWTH FUND, LP K-1	<50.>	<50.>	
ORDINARY LOSS FROM WHI FIXED INCOME FUND II, LLC K-1	<563.>	<563.>	
ORDINARY INCOME FROM WHI FIXED INCOME FUND III, LP K-1	12,539.	12,539.	
ORDINARY INCOME FROM WHI MORULA FUND, LP K-1	390.	390.	

ORDINARY INCOME FROM WHI NFP FUND, LLC K-1	241.	241.
ORDINARY LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND II, LP K-1	<3,936.>	<3,936.>
ORDINARY LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND III, LP K-1	<2,590.>	<2,590.>
ORDINARY INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND IV, LP K-1	4,738.	4,738.
ORDINARY INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	6,243.	6,243.
ORDINARY LOSS FROM WHI REALTY FUND III, LP K-1	<4.>	<4.>
ORDINARY INCOME FROM WHI REALTY FUND II, LP K-1	3,829.	3,829.
ORDINARY LOSS FROM WHI REALTY FUND, LLC K-1	<17,877.>	<17,877.>
ORDINARY INCOME FROM WHI VENTURE FUND, I K-1	81.	81.
OTHER PORTFOLIO INCOME FROM PANACEA FUND, LP K-1	208.	208.
OTHER PORTFOLIO INCOME FROM WHI GROWTH FUND, LP K-1	1,049.	1,049.
OTHER PORTFOLIO INCOME FROM FIXED INCOME FUND II, LLC K-1	1,081.	1,081.
OTHER PORTFOLIO LOSS FROM FIXED INCOME FUND III, LP K-1	<5,912.>	<5,912.>
OTHER PORTFOLIO INCOME FROM WHI NFP FUND, LLC K-1	<2,549.>	<2,549.>
OTHER PORTFOLIO INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND II K-1	611.	611.
OTHER PORTFOLIO INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	105.	105.
OTHER PORTFOLIO INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	<182.>	<182.>
OTHER PORTFOLIO INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	1,408.	1,408.
OTHER PORTFOLIO INCOME FROM WHI REALTY FUND, LLC K-1	4,627.	4,627.
OTHER INCOME FROM WHI FIXED INCOME FUND II, LLC K-1	933.	933.
OTHER INCOME FROM WHI FIXED INCOME FUND III, LP K-1	435.	435.
OTHER INCOME FROM WHI NFP FUND, LLC K-1	10,956.	10,956.
OTHER INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND II K-1	36.	36.
OTHER INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	<15.>	<15.>
OTHER INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	<204.>	<204.>
OTHER INCOME FROM WHI PRIVATE EQUITY MANAGERS FUNDS K-1	9,347.	9,347.
OTHER INCOME FROM WHI REALTY FUND II, LP K-1	232.	232.

OTHER INCOME FROM WHI REALTY FUND, LLC K-1	5,313.	5,313.
ORDINARY UBI FROM WHI FIXED INCOME FUND II, LLC K-1	160.	0.
ORDINARY UBI FROM WHI FIXED INCOME FUND III, LP K-1	643.	0.
ORDINARY UBI FROM WHI FIXED INCOME FUND K-1	2,597.	0.
ORDINARY UBI FROM WHI NFP FUND, LLC K-1	<5,053.>	0.
ORDINARY UBI FROM WHI PRIVATE EQUITY MANAGERS FUND II, LP K-1	<1,785.>	0.
ORDINARY UBI FROM WHI PRIVATE EQUITY MANAGERS FUND III, LP K-1	<2,552.>	0.
ORDINARY UBI FROM WHI PRIVATE EQUITY MANAGERS FUND IV, LP K-1	4,203.	0.
ORDINARY UBI FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	<5,556.>	0.
ORDINARY UBI FROM WHI REALTY FUND II, LP K-1	<2,897.>	0.
ORDINARY UBI FROM WHI REALTY FUND, LLC K-1	<20,210.>	0.
UBI RECLASS	30,450.	30,450.
ROYALTY INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND IV, LP K-1	5.	5.
ROYALTY INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	1.	1.
NONTAXABLE INCOME	2,354.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	32,880.	60,976.

FORM 990-PF

TAXES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAX PAYMENTS	83,908.	0.		0.
FOREIGN TAXES FROM WHI GROWTH FUND, LP K-1	224.	224.		0.
FOREIGN TAXES FROM WHI FIXED INCOME FUND II, LLC K-1	262.	262.		0.
FOREIGN TAXES FROM WHI FIXED INCOME FUND III, LP K-1	19.	19.		0.
FOREIGN TAXES FROM WHI NFP FUND, LLC K-1	646.	646.		0.
FOREIGN TAXES FROM WHI PRIVATE EQUITY MANAGERS FUND II K-1	7.	7.		0.

FOREIGN TAXES FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	47.	47.	0.
FOREIGN TAXES FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	1.	1.	0.
FOREIGN TAXES FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	1,229.	1,229.	0.
FOREIGN TAXES FROM WHI REALTY FUND, LLC K-1	1,529.	1,529.	0.
FOREIGN TAXES FROM WHI TECHNOLOGY FUND, LLC K-1	52.	52.	0.
STATE TAXES PAID	8,015.	0.	15.
STATE TAXES PAID FROM WHI REALTY FUND, LLC K-1	37.	0.	0.
TO FORM 990-PF, PG 1, LN 18	95,976.	4,016.	15.

FORM 990-PF

OTHER EXPENSES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM HARRIS VENTURE PARTNERS LLC K-1	287.	287.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM JDI MONTCLAIR LLC K-1	1,937.	1,937.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM PANACEA FUND, LLC K-1	6,253.	6,253.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI GROWTH FUND K-1	33,714.	33,714.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI FIXED INCOME FUND II K-1	22,689.	22,689.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI FIXED INCOME FUND III K-1	5,823.	5,823.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI FIXED INCOME FUND, LLC K-1	2,511.	2,511.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FORM WHI MORULA FUND II K-1	10,260.	10,260.		0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FORM WHI NFP FUND, LLC K-1	62,965.	62,965.		0.

DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI PRIVATE EQUITY FUND II K-1	20,705.	20,705.	0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI PRIVATE EQUITY FUND III K-1	3,424.	3,424.	0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI PRIVATE EQUITY FUND IV K-1	10,306.	10,306.	0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI PRIVATE EQUITY MANAGERS K-1	31,098.	31,098.	0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI REALTY FUND III, LP K-1	423.	423.	0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI REALTY FUND II, LP K-1	8,080.	8,080.	0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI REALTY FUND, LLC K-1	7,321.	7,321.	0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI TECHNOLOGY FUND, LLC K-1	5,367.	5,367.	0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI VENTURE FUND I K-1	141.	141.	0.
DEDUCTIONS - MISCELLANEOUS NON 2% FROM WHI NFP FUND, LLC K-1	13.	13.	0.
DEDUCTIONS - MISCELLANEOUS NON 2% FROM WHI PRIVATE EQUITY MANAGERS IV K-1	2,099.	2,099.	0.
DEDUCTIONS - MISCELLANEOUS NON 2% FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	235.	235.	0.
DEDUCTIONS - MISCELLANEOUS NON 2% FROM WHI REALTY FUND, LLC K-1	1,133.	1,133.	0.
DEDUCTIONS - MISCELLANEOUS NON 2% FROM WHI VENTURE FUND I K-1	8.	8.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI GROWTH FUND K-1	1,467.	1,467.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI FIXED INC II K-1	7,194.	7,194.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI FIXED INC III K-1	1,235.	1,235.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI FIXED INCOME K-1	992.	992.	0.

INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI NFP FUND, LLC K-1	6,267.	6,267.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI PRIVATE II K-1	266.	266.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI PRIVATE III K-1	348.	348.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI PRIVATE IV K-1	3,310.	3,310.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI PRIVATE K-1	5,383.	5,383.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI REALTY III K-1	73.	73.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI REALTY II K-1	250.	250.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI REALTY LLC K-1	1,999.	1,999.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI TECHNOLOGY K-1	114.	114.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE E FROM WHI PRIVATE K-1	313.	313.	0.
SECTION 988 LOSS FROM WHI FIXED INCOME FUND II, LLC K-1	2,443.	2,443.	0.
SECTION 988 LOSS FROM WHI FIXED INCOME FUND III, LP K-1	973.	973.	0.
SECTION 988 LOSS FROM WHI FIXED INCOME FUND, LLC K-1	1,385.	1,385.	0.
SECTION 988 LOSS FROM PRIVATE EQUITY MANAGERS FUND II K-1	876.	876.	0.
SECTION 988 LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	7.	7.	0.
SECTION 988 LOSS FROM PRIVATE EQUITY MANAGERS FUND K-1	1,064.	1,064.	0.
SECTION 988 LOSS FROM WHI REALTY FUND II K-1	35.	35.	0.
CHARITABLE CONTRIBUTION EXPENSE FROM WHI FIXED INCOME FUND III, LP K-1	2.	2.	0.
CHARITABLE CONTRIBUTION EXPENSE FROM WHI PRIVATE EQUITY MANAGERS III K-1	1.	1.	0.

CHARITABLE CONTRIBUTION EXPENSE FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	40.	40.	0.
CHARITABLE CONTRIBUTION EXPENSE FROM WHI REALTY FUND III, LP K-1	1.	1.	0.
CHARITABLE CONTRIBUTION EXPENSE FROM WHI REALTY FUND, LLC K-1	4.	4.	0.
SECTION 179 EXPENSE DEDUCTION FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	1.	1.	0.
SECTION 179 EXPENSE DEDUCTION FROM WHI VENTURE FUND I K-1	42.	42.	0.
SECTION 59(E)(2) EXPENDITURES FROM WHI PRIVATE EQUITY III K-1	6.	6.	0.
SECTION 59(E)(2) EXPENDITURES FROM WHI PRIVATE EQUITY MANAGERS K-1	384.	384.	0.
NONDEDUCTIBLE EXPENSES FROM WHI FIXED INCOME FUND III, LP K-1	8.	0.	0.
NONDEDUCTIBLE EXPENSES FROM WHI MORULA II, LP K-1	2,241.	0.	0.
NONDEDUCTIBLE EXPENSES FROM WHI NFP FUND, LLC K-1	4.	0.	0.
NONDEDUCTIBLE EXPENSES FROM WHI PRIVATE EQUITY MANAGERS FUND II K-1	2.	0.	0.
NONDEDUCTIBLE EXPENSES FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	44.	0.	0.
NONDEDUCTIBLE EXPENSES FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	2.	0.	0.
NONDEDUCTIBLE EXPENSES FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	623.	0.	0.
NONDEDUCTIBLE EXPENSES FROM WHI REALTY FUND III, LP K-1	9.	0.	0.
NONDEDUCTIBLE EXPENSES FROM WHI REALTY FUND II, LP K-1	503.	0.	0.
NONDEDUCTIBLE EXPENSES FROM WHI REALTY FUND, LLC K-1	99.	0.	0.
NONDEDUCTIBLE EXPENSES FROM WHI VENTURE FUND I K-1	4.	0.	0.
FILING FEES	10.	0.	10.
INVESTMENT ADVISORY FEES	15,962.	15,962.	0.
EVENT EXPENSE	1,640.	0.	0.
TO FORM 990-PF, PG 1, LN 23	294,418.	289,229.	10.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	560,356.	268,243.
TOTAL TO FORM 990-PF, PART II, LINE 10B	560,356.	268,243.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SANFORD BERNSTEIN	FMV	905,148.	927,040.
PRIVATE EQUITY FUND CORPORATION	FMV	2,834,162.	1,176,363.
PRIVATE EQUITY FUND CORPORATION II	FMV	456,176.	111,870.
JDI MONTCLAIR	FMV	23,015.	0.
PANACEA FUND	FMV	559,636.	532,976.
WHI REALTY FUND, LLC	FMV	364,576.	425,337.
WHI REALTY FUND II, LLC	FMV	493,060.	356,811.
WHI REALTY FUND III, L.P.	FMV	26,597.	26,811.
WHI TECHNOLOGY FUND, LLC	FMV	500,932.	571,225.
WHI VENTURE FUND I, LLC	FMV	9,210.	12,964.
WHI MORULA FUND II, LP	FMV	176,147.	141,107.
WHI PRIVATE EQUITY MANAGERS FUND, LLC	FMV	688,268.	882,609.
WHI PRIVATE EQUITY MANAGERS FUND II, L.P.	FMV	371,688.	429,215.
WHI PRIVATE EQUITY MANAGERS FUND III, L.P.	FMV	103,519.	102,678.
WHI PRIVATE EQUITY MANAGERS FUND IV, L.P.	FMV	408,147.	379,122.
WHI GROWTH FUND, LP	FMV	3,191,159.	3,373,537.
WHI FIXED INCOME FUND, LLC	FMV	89,738.	52,572.
WHI FIXED INCOME FUND II, LLC	FMV	562,317.	460,738.
WHI FIXED INCOME FUND III, L.P.	FMV	252,011.	249,164.
WHI NFP, LLC	FMV	3,773,456.	4,031,088.
HARRIS VENTURE PARTNERS, LLC	FMV	49,278.	28,329.
TOTAL TO FORM 990-PF, PART II, LINE 13		15,838,240.	14,271,556.

FORM 990-PF	OTHER ASSETS		STATEMENT 10
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
FEDERAL EXCISE TAX RECEIVABLE	90,806.	0.	0.
DIVIDENDS RECEIVABLE	1,143.	1,217.	1,217.
ACCOUNTS RECEIVABLE	0.	77,875.	77,875.
TO FORM 990-PF, PART II, LINE 15	91,949.	79,092.	79,092.

FORM 990-PF	OTHER LIABILITIES		STATEMENT 11
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
UNSETTLED PURCHASES	20,939.	0.	
FEDERAL INCOME TAX PAYABLE	7,500.	15,000.	
TOTAL TO FORM 990-PF, PART II, LINE 22	28,439.	15,000.	

FORM 990-PF

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

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROXANNE H. FRANK 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 60606-1899	PRESIDENT/SECRETARY/DIR 1.00	0.	0.	0.
DANIEL MEYER 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 60606-1899	VICE PRESIDENT / DIRECTOR 1.00	0.	0.	0.
JACK POLSKY 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 60606-1899	VICE PRESIDENT 1.00	0.	0.	0.
NANCY MEYER 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 60606-1899	VICE PRESIDENT / DIRECTOR 1.00	0.	0.	0.
THOMAS MEYER 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 60606-1899	VICE PRESIDENT / DIRECTOR 1.00	0.	0.	0.
MICHAEL S. RESNICK 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 60606-1899	TREASURER 1.00	0.	0.	0.
BETH STEPHENS 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 60606-1899	ASST. TREASURER/ASST. SECR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR - 2009

Recipient Name	Address	If grantee is individual, show relationship	Foundation Status of Recipient	Purpose of Grant or Contribution	Payment Date	Amount
<u>Rotonda Foundation</u>						
Alzheimer's Disease And Related Disorders Association, Inc.	9370 Olive Boulevard St Louis, MO 63132	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$1,000
American Jewish Committee	165 E 56th St New York, NY 10022	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$10,000
American Jewish World Service	45 W 36th St , 11th Floor New York, NY 10018	N/A	Public	General Operating Support/Annual Gift	12/22/2009	\$2,500
American Parkinson Disease Association	Campus Box 8111 660 S Euclid Ave St. Louis, MO 63110	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$1,000
Anti-Defamation League Foundation	10420 Old Olive, Suite 208 St Louis, MO 63141	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$2,500
Arts Connection	520 Eighth Avenue, Suite 321, 3rd Floor New York, NY 10018	N/A	Public	General Operating Support/Annual Gift	12/7/2009	\$1,250
Barnes Jewish Hospital Foundation	1001 Highlands Plaza Drive, Ste 140 St Louis, MO 63110	N/A	Public	General Operating Support/Annual Gift	4/17/2009	\$4,060
Barnes Jewish Hospital Foundation	1001 Highlands Plaza Drive, Ste 140 St Louis, MO 63110	N/A	Public	General Operating Support/Annual Gift	9/15/2009	\$5,000
Barnes Jewish Hospital Foundation	1001 Highlands Plaza Drive, Ste 140 St Louis, MO 63110	N/A	Public	General Operating Support/Annual Gift	9/15/2009	\$10,000
Big Apple Circus	505 8th Ave , 19th Floor New York, NY 10018	N/A	Public	General Operating Support/Annual Gift	12/22/2009	\$500
Bronx Opera Company	5 Minerva Place, 2 J Bronx, New York 10468	N/A	Public	General Operating Support/Annual Gift	4/3/2009	\$750
Center for Civic Participation/ State Voices	719 Griswold Street, Suite 600 Detroit, MI 48226	N/A	Public	General Operating Support/Annual Gift	12/22/2009	\$5,000
Chelsea Day School	319 Fifth Avenue, 2nd Floor New York, NY 10016	N/A	Public	General Operating Support/Annual Gift	12/22/2009	\$500
Colleges of the Seneca - Hobart and William Smith Colleges	615 S Main Street Geneva, NY 14456	N/A	Public	General Operating Support/Annual Gift	12/22/2009	\$1,500
Contemporary Art Museum St. Louis	3750 Washington Blvd. St Louis, MO 63108	N/A	Public	General Operating Support/Annual Gift	3/12/2009	\$2,000
Corporate Accountability International	10 Milk Street Suite 610 Boston, MA 02108	N/A	Public	General Operating Support/Annual Gift	12/22/2009	\$500
Democracy Now Productions	207 W 25th St., 11th Floor New York, NY 10001	N/A	Public	General Operating Support/Annual Gift	12/22/2009	\$2,000
Doctors Without Borders USA, Inc.	333 7th Ave , 2nd Floor New York, NY 10001	N/A	Public	General Operating Support/Annual Gift	12/22/2009	\$1,000
Food Allergy and Anaphylaxis Network, The	11781 Lee Jackson Highway, Suite 160 Fairfax, VA 22033-3309	N/A	Public	General Operating Support/Annual Gift	12/22/2009	\$2,500

Recipient Name	Address	If grantee is individual, show relationship	Foundation Status of Recipient	Purpose of Grant or Contribution	Payment Date	Amount
Forest Park Forever Inc.	5595 Grand Drive in Forest Park St. Louis, MO 63112	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$2,000
Gramercy Park Block Association	23 Gramercy Park South New York, NY 10003	N/A	Public	General Operating Support/Annual Gift	4/3/2009	\$500
Jazz St. Louis - Jazz at the Bistro	3547 Olive Street, Suite 212 St. Louis, MO 63103	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$10,000
Jewish Federation of St. Louis	12 Millstone Campus Drive St. Louis, MO 63146	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$20,000
John Burroughs School	755 South Price Road St. Louis, MO 63124	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$2,000
Laumeler Sculpture Park	12580 Rott Road St. Louis, MO 63127	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$1,000
Madison Square Park Conservancy, Inc.	One Madison Square Park, 6th Floor New York, NY 10010	N/A	Public	General Operating Support/Annual Gift	3/12/2009	\$1,000
Madison Square Park Conservancy, Inc.	One Madison Square Park, 6th Floor New York, NY 10010	N/A	Public	General Operating Support/Annual Gift	4/17/2009	\$50,000
Madison Square Park Conservancy, Inc.	One Madison Square Park, 6th Floor New York, NY 10010	N/A	Public	General Operating Support/Annual Gift	9/25/2009	\$3,800
Moog Center for Deaf Education	12300 South Forty Drive St. Louis, MO 63141	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$20,000
Museum of Modern Art - New York	11 West 53rd St New York, NY 10019-5498	N/A	Public	General Operating Support/Annual Gift	7/7/2009	\$15,000
NARAL Pro-Choice America Foundation	1156 15th Street, N.W., Suite 700 Washington, DC 20005	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$5,000
National Council For Research On Women Inc.	11 Hanover Square, 24th Floor New York, NY 10005-	N/A	Public	General Operating Support/Annual Gift	12/22/2009	\$2,500
National Council of Jewish Women- St. Louis Section	8350 Delcrest Dr St. Louis, MO 63124	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$1,000
North Star Fund	520 Eighth Ave., Floor 22 New York, NY 10018	N/A	Public	General Operating Support/Annual Gift	3/12/2009	\$2,500
Opera Theatre of St. Louis	P.O. Box 191910 St. Louis, MO 63119-7910	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$10,000
Planned Parenthood Association of St. Louis	4251 Forest Park Avenue St. Louis, MO 63108-	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$10,000
Project Ark/ Washington University - "The SPOT"	4169 Laclede Ave St. Louis, MO 63108	N/A	Public	General Operating Support/Annual Gift	4/17/2009	\$25,000
Research Foundation of SUNY	SUNY New Paltz, HAB 805 1 Hawk Drive New Paltz, NY 12561	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$75,000
Saint Louis Symphony Orchestra	Powell Symphony Hall at Grand Center 718 N. Grand Blvd St. Louis, MO 63103	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$12,500

Recipient Name	Address	If grantee is individual, show relationship	Foundation Status of Recipient	Purpose of Grant or Contribution	Payment Date	Amount
Saint Louis Zoo Foundation	One Government Drive, Forest Park St Louis, MO 63110	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$1,000
Scholarship Foundation Of St. Louis	8215 Clayton Road St Louis, MO 63117	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$5,000
Share Our Strength, Inc.	1730 M Street N W , Suite 700 Washington, DC 20036	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$5,000
Sheldon Arts Foundation	3648 Washington Blvd St Louis, MO 63108	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$1,500
St. Louis Art Museum Foundation	One Fine Arts Drive St Louis, MO 63110-1380	N/A	Public	Capital Campaign	6/23/2009	\$1,000,000
St. Louis Art Museum Foundation	One Fine Arts Drive St. Louis, MO 63110-1380	N/A	Public	General Operating Support/Annual Gift	7/7/2009	\$5,000
St. Louis Art Museum Foundation	One Fine Arts Drive St Louis, MO 63110-1380	N/A	Public	Capital Campaign	12/15/2009	\$1,000,000
St. Louis Beacon	3655 Olive St St Louis, MO 63108	N/A	Public	General Operating Support/Annual Gift	7/7/2009	\$2,500
St. Louis Regional Educational And Public TV Commission	KETC/Channel 9 3655 Olive Street St. Louis, MO 63108	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$7,500
StreetSquash	40 W. 116th Street New York, NY 10026	N/A	Public	Capital Campaign	1/15/2009	\$100,000
StreetSquash	40 W 116th Street New York, NY 10026	N/A	Public	General Operating Support/Annual Gift	1/15/2009	\$5,000
Theatre for a New Audience, Inc.	154 Chrstopher St , # 3 D New York, NY 10014	N/A	Public	General Operating Support/Annual Gift	4/3/2009	\$2,500
Theatre for a New Audience, Inc.	154 Chrstopher St., # 3 D New York, NY 10014	N/A	Public	General Operating Support/Annual Gift	8/28/2009	\$20,000
Union Square Partnership, Inc.	4 Irving Place, Room 1148 - S New York, NY 10003	N/A	Public	General Operating Support/Annual Gift	6/30/2009	\$25,000
University City Children's Center	6646 Vernon Ave St Louis, MO 63130	N/A	Public	General Operating Support/Annual Gift	12/30/2009	\$5,000
University of Missouri, St. Louis - KWMU Radio	One University Blvd St Louis, MO 63121	N/A	Public	Capital Campaign	6/2/2009	\$20,000
Washington University	1 Brookings Drive Box 1210 St Louis, MO 63130	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$10,000
Wellness Community of Greater St. Louis, Inc.	1058 Old Des Peres Rd St Louis, MO 63131	N/A	Public	General Operating Support/Annual Gift	12/15/2009	\$20,000
William J. Brennan Jr. Center for Justice	161 Avenue of the Americas, 12th Floor New York, NY 10013	N/A	Public	General Operating Support/Annual Gift	12/22/2009	\$10,000
Working America Education Fund	815 16th St , N W. Washington, DC 20006	N/A	Public	General Operating Support/Annual Gift	12/22/2009	\$2,350

Total Rotonda Foundation (59 items)

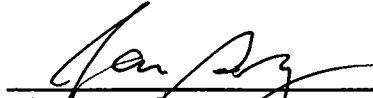
\$2,569,710

THE ROTONDA FOUNDATION
EIN: 36-3866527

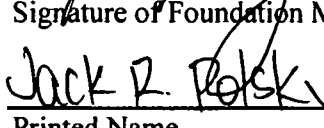
ATTACHMENT TO IRS FORM 990-PF, PART XIII, LINE 4c
FOR THE YEAR ENDED DECEMBER 31, 2009

ELECTION UNDER TREASURY REGULATION SECTION 53-4942(a)-3(d)(2)

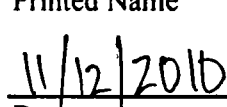
The Rotonda Foundation hereby elects to treat qualifying distributions for the year ended December 31, 2009 as being made out of corpus pursuant to Treasury Regulation Section 53-4942(a)-3(d)(2).



Signature of Foundation Manager



Printed Name



Date

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

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits

Type or print	Name of Exempt Organization	Employer identification number
	ROTONDA FOUNDATION	36-3866527
	Number, street, and room or suite no. If a P.O. box, see instructions. 191 NORTH WACKER DRIVE, STE 1500	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHICAGO, IL 60606-1899	

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

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

WILLIAM HARRIS INVESTORS, INC. - 191 NORTH WACKER DRIVE,

- The books are in the care of ▶ **SUITE 1500, CHICAGO, IL - 60606-1899**

Telephone No. ▶ **(312) 621-0590**

FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

- 1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ▶ ☒ calendar year **2009** or
- ▶ ☐ tax year beginning _____, and ending _____.

- 2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	66,408.
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	\$	56,408.
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	\$	10,000.

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.

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

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

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

Part II		Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).	
Type or print File by the extended due date for filing the return. See instructions	Name of Exempt Organization	Employer Identification number	
	ROTONDA FOUNDATION	36-3866527	
	Number, street, and room or suite no. If a P.O. box, see instructions. 191 NORTH WACKER DRIVE, STE 1500	For IRS use only	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHICAGO, IL 60606-1899		

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

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

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

- WILLIAM HARRIS INVESTORS, INC. - 191 NORTH WACKER DRIVE,
 • The books are in the care of ► SUITE 1500, CHICAGO, IL - 60606-1899
 Telephone No. ► (312) 621-0590 FAX No. ►
 • If the organization does not have an office or place of business in the United States, check this box ☐
 • If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN)
 box ► ☐ . If it is for part of the group, check this box ► ☐ and attach a list with the names and EINs of all members the extension is for.
 4 I request an additional 3-month extension of time until NOVEMBER 15, 2010.
 5 For calendar year 2009, or other tax year beginning , and ending .
 6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
 7 State in detail why you need the extension
ALL INFORMATION NEEDED TO FILE A COMPLETE AND ACCURATE RETURN HAS NOT BEEN RECEIVED. AN EXTENSION OF TIME TO FILE IS HEREBY REQUESTED.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 8089, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	26,500.
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	\$	26,500.
c	Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification

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

Signature ► William C. Mc2 Title ► CPA

Date ► 8/10/10

Form 8868 (Rev 4-2009)