Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation: THE LELLO FAMILY FOUNDATION

Number and street (or P.O box number if mail is not delivered to street address) / Room/suite: C/O P. FRANKFORT, P.O. BOX 589

City or town, state, and ZIP code: ROCKFORD, IL 61105-0589

A Employer identification number: 36-4410181

B Telephone number: 815-962-7071

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) ▶$ 276,508.

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

	Line	(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			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	5,763.	5,763.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	7,897.			
	b Gross sales price for all assets on line 6a 136,685.				
	7 Capital gain net income (from Part IV, line 2)		7,897.		
	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				
	12 Total. Add lines 1 through 11	13,660.	13,660.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	1,320.	660.		660.
	c Other professional fees STMT 3	2,043.	2,043.		0.
	17 Interest				
	18 Taxes STMT 4	465.	74.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	15.	0.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	3,843.	2,777.		660.
	25 Contributions, gifts, grants paid	15,785.			15,785.
	26 Total expenses and disbursements. Add lines 24 and 25	19,628.	2,777.		16,445.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-5,968.			
	b Net investment income (if negative, enter -0-)		10,883.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	781.	499.	499.
	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 6	242,024.	236,338.	276,009.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	242,805.	236,837.	276,508.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	229,904.	229,904.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	12,901.	6,933.	
	30 Total net assets or fund balances	242,805.	236,837.	
	31 Total liabilities and net assets/fund balances	242,805.	236,837.	

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	242,805.
2	Enter amount from Part I, line 27a	2	-5,968.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	236,837.
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	236,837.

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	WELLS FARGO-SEE ATTACHED	P	VARIOUS	VARIOUS
b	WELLS FARGO-SEE ATTACHED	P	VARIOUS	VARIOUS
c	CAPITAL GAIN DISTRIBUTION	P		
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	59,148.		47,104.	12,044.
b	77,377.		81,684.	-4,307.
c	160.			160.
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				12,044.
b				-4,307.
c				160.
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	7,897.
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? [X] 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			
2007			
2006			
2005			
2004			

2	Total of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	218.
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	218.
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	218.
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 788.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	788.
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	570.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 570. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year?	7	X	
	If "Yes," complete Part II, col. (c), and Part XV			
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ PHILIP R. FRANKFORT Telephone no. ▶ (815)962-7071

Located at ▶ 800 N. CHURCH STREET, ROCKFORD, IL ZIP+4 ▶ 61103

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)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | No: X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		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	242,394.
b	Average of monthly cash balances	1b	1,411.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	243,805.
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	243,805.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,657.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	240,148.
6	**Minimum investment return.** Enter 5% of line 5	6	12,007.

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	12,007.
2a	Tax on investment income for 2009 from Part VI, line 5 2a 218.		
b	Income tax for 2009. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	218.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	11,789.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	11,789.
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	11,789.

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	16,445.
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	16,445.
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	16,445.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				11,789.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			14,291.	
b Total for prior years: 2007, ____, ____		1,302.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 16,445.				
a Applied to 2008, but not more than line 2a			14,291.	
b Applied to undistributed income of prior years (Election required - see instructions)		1,302.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				852.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				10,937.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 8

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
DUCKS UNLIMITED ROCKFORD, IL	NONE	PUBLIC	EDUCATIONAL	585.
GOLDIE B. FLORBERG CENTER ROCKFORD, IL	NONE	PUBLIC	SOCIAL WELFARE	5,000.
NORTHWEST COMMUNITY CENTER ROCKFORD, IL	NONE	PUBLIC	SOCIAL WELFARE	5,000.
ROCKFORD PUBLIC LIBRARY ROCKFORD, IL	NONE	PUBLIC	SOCIAL WELFARE	5,000.
SWEDISH AMERICAN MEDICAL FOUNDATION ROCKFORD, IL	NONE	PUBLIC	MEDICAL	200.
YMCA-ROCK RIVER VALLEY ROCKFORD, IL	NONE	PUBLIC	SOCIAL WELFARE	
Total			▶ 3a	15,785.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	5,763.	
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			18	7,897.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		13,660.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 13,660.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
1	NONE

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee | Date 5-20-10 | Title

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	RSM MCGLADREY, INC. 1252 BELL VALLEY ROAD, SUITE 300 ROCKFORD, IL 61108	EIN	Phone no. 815-231-7300

923622
02-02-10

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

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

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

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

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

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

Type or print	Name of Exempt Organization	Employer identification number
	THE LELLO FAMILY FOUNDATION	36-4410181
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. C/O P. FRANKFORT, P.O. BOX 589	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ROCKFORD, IL 61105-0589	

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

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

- The books are in the care of ▶ PHILIP R. FRANKFORT
800 N. CHURCH STREET - ROCKFORD, IL 61103
Telephone No. ▶ (815)962-7071 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ____ If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension will cover.

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

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 0.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 0.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 0.

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.

As of Date: 2/05/10

Account Number: 5092-6475
LELLO FAMILY FOUNDATION
DENNIS W LELLO, PRESIDENT
FUNDSOURCE ACCT

Realized Gain/Loss Detail for Year

Short Term

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
DODGE & COX INCOME FD	4.8180	11.9400	04/29/09	09/28/09	62.15	57.53	4.62
	56.5080	11.9400	04/29/09	12/21/09	733.48	674.71	58.77
DWS CORE FIXED INCOME	965.0330	8.6000	11/19/08	09/28/09	8,714.24	8,299.28	414.96
	0.7090	8.4800	11/24/08	09/28/09	6.40	6.01	0.39
	6.2810	8.7100	01/02/09	09/28/09	56.71	54.71	2.00
	4.1410	8.7200	01/27/09	09/28/09	37.39	36.11	1.28
	4.7730	8.7100	02/24/09	09/28/09	43.10	41.57	1.53
	4.6470	8.4900	03/26/09	09/28/09	41.96	39.45	2.51
	4.0690	8.5500	04/27/09	09/28/09	36.74	34.79	1.95
	3.1770	8.6500	05/26/09	09/28/09	28.69	27.48	1.21
	3.4690	8.6800	06/25/09	09/28/09	31.33	30.11	1.22
	3.8070	8.7900	07/28/09	09/28/09	34.38	33.46	0.92
	3.1560	8.9200	08/26/09	09/28/09	28.50	28.15	[illegible]
	3.3050	9.0200	09/25/09	09/28/09	29.86	29.81	[illegible]
EATON VANCE SER II INCOME FUND BOSTON CL I	1,560.0150	3.9900	11/19/08	09/28/09	8,314.88	6,224.46	2,090.42
	5.7590	3.8600	12/01/08	09/28/09	30.69	22.23	8.46
	17.6480	3.9200	01/02/09	09/28/09	94.06	69.18	24.88
	17.1860	4.0800	02/02/09	09/28/09	91.60	70.12	21.48
	16.0300	4.0000	03/02/09	09/28/09	85.44	64.12	21.32
	17.8680	4.0100	04/01/09	09/28/09	95.23	71.65	23.58
	15.7660	4.4500	05/01/09	09/28/09	84.03	70.16	13.87
	15.6400	4.6700	06/01/09	09/28/09	83.36	73.04	10.32
	14.8210	4.8000	07/01/09	09/28/09	79.00	71.14	7.86

Realized Gain/Loss

WELLS FARGO ADVISORS

As of Date: 2/05/10

Account Number: 5092-6475
LELLO FAMILY FOUNDATION
DENNIS W LELLO, PRESIDENT
FUNDSOURCE ACCT

Short Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	14.5940	5.0800	08/03/09	09/28/09	77.79	74.14	3.65
	14.5860	5.1400	09/01/09	09/28/09	77.76	74.97	2.79
FMI FDS INC FOCUS FUND	151.2400	17.1400	11/03/08	09/28/09	3,452.86	2,592.26	860.60
	6.7140	17.1400	11/03/08	09/28/09	153.29	115.07	38.22
GOLDMAN SACHS FINL SQ FINANCIAL CL I	514.4500	1.0000	11/19/08	07/10/09	514.45	514.45	0.00
GOLDMAN SACHS TR FINL SQUARE MMKT FD CL I	475.8700	1.0000	11/19/08	01/09/09	475.87	475.87	0.00
	437.6800	1.0000	11/19/08	04/09/09	437.68	437.68	0.00
GOLDMAN SACHS TR FINL SQUARE MONEY MKT FD INSTL CLASS	2,721.6400	1.0000	11/19/08	09/28/09	2,721.64	2,721.64	0.00
	1.8700	1.0000	12/01/08	09/28/09	1.87	1.87	0.00
	5.1100	1.0000	01/02/09	09/28/09	5.11	5.11	0.00
	4.4000	1.0000	02/02/09	09/28/09	4.40	4.40	0.00
	2.3400	1.0000	03/02/09	09/28/09	2.34	2.34	0.00
	0.3700	1.0000	03/31/09	09/28/09	0.37	0.37	0.00
	1.7700	1.0000	04/01/09	09/28/09	1.77	1.77	0.00
	1.5100	1.0000	05/01/09	09/28/09	1.51	1.51	0.00
	1.2800	1.0000	06/01/09	09/28/09	1.28	1.28	0.00
	1.0400	1.0000	07/08/09	09/28/09	1.04	1.04	0.00
	0.7400	1.0000	08/03/09	09/28/09	0.74	0.74	0.00
	0.6000	1.0000	09/01/09	09/28/09	0.60	0.60	0.00
	77.7800	1.0000	09/16/09	09/28/09	77.78	77.78	0.00

Realized Gain/Loss

As of Date: 2/05/10

Account Number: 5092-6475
LELLO FAMILY FOUNDATION
DENNIS W LELLO, PRESIDENT
FUNDSOURCE ACCT

Short Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	614.2100	1.0000	09/16/09	10/09/09	614.21	614.21	0.00
HARBOR FD INTL GROWTH FUNDINSTL CLASS	1,333.9840	6.9000	11/19/08	09/28/09	14,607.12	9,204.48	5,402.64
	17.7990	7.8800	12/23/08	09/28/09	194.90	140.26	54.64
HARRIS ASSOC INVT TR OAKMARK INTL FUND CL I	58.7730	16.2100	09/29/09	12/21/09	973.28	952.72	20.56
HOTCHKIS & WILEY FDS DIVERSIFIED VALUE FUND I	82.5020	5.4700	11/19/08	09/28/09	677.34	451.29	226.05
ING MAYFLOWER TRUST INTL VALUE FD CL I	219.1130	9.4200	11/05/08	09/28/09	2,607.46	2,064.04	543.42
	73.9590	9.4200	11/05/08	09/28/09	880.11	696.69	183.42
	30.4580	9.4200	11/05/08	09/28/09	362.45	286.91	75.54
	27.0000	9.4700	12/18/08	09/28/09	321.31	255.69	65.62
	0.2830	9.4700	12/18/08	09/28/09	3.37	2.68	0.69
JANUS INVT FD FLEXIBLE BD FD CLASS I	55.5910	10.3900	09/29/09	12/21/09	583.15	577.60	5.
LAZARD FDS INC EMERGING MKTS PORT INSTL SHS	32.4160	17.3600	09/29/09	12/21/09	581.87	562.75	19.12
MFS SER TR I VALUE FUND CLASS W	40.6400	20.0200	09/28/09	12/21/09	839.63	813.62	26.01
PIMCO FDS PAC INVT MGMT SER-COMMODITY REAL RETURN STRAT FD INSTL CL	149.0450	7.4500	09/28/09	12/21/09	1,231.11	1,110.39	120.72
RIVERSOURCE INV SER INC MID CAP VALUE FD CL A	504.0760	4.3700	11/19/08	09/28/09	3,110.15	2,202.82	907.33

Realized Gain/Loss

WELLS FARGO ADVISORS

As of Date: 2/05/10

Account Number: 5092-6475
LELLO FAMILY FOUNDATION
DENNIS W LELLO, PRESIDENT
FUNDSOURCE ACCT

Short Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
ROYCE FD PREMIER FD CL W	8.8470	11.4600	12/11/08	09/28/09	139.78	101.39	38.39
	0.1380	11.4600	12/11/08	09/28/09	2.19	1.58	0.61
RS INVT TR GLOBAL NATL RESOURCE FUND	34.1360	16.9800	11/19/08	09/28/09	939.43	579.63	359.80
	2.5920	18.4900	11/25/08	09/28/09	71.33	47.93	23.40
	0.9750	19.1300	12/22/08	09/28/09	26.83	18.65	8.18
	0.8150	19.1300	12/22/08	09/28/09	22.44	15.60	6.84
	0.0980	19.1300	12/22/08	09/28/09	2.70	1.87	0.83
RS INVT TR VALUE FUND	65.3690	13.0100	11/19/08	09/28/09	1,313.27	850.45	462.82
T ROWE PRICE REAL EST FUND INC	25.4210	13.0700	09/28/09	12/21/09	349.03	332.26	16.77
TCW FDS INC RELATIVE VALUE LRG CAP FD CL I	7.7470	8.0100	11/19/08	09/28/09	89.40	62.06	27.34
WESTERN ASSET CORE BOND FD CL-I	18.1300	10.7700	05/01/08	04/28/09	160.82	195.26	-34.44
	19.6950	10.6500	06/02/08	04/28/09	174.70	209.75	-35.05
	20.3080	10.3700	07/01/08	04/28/09	180.14	210.59	-30.45
	21.1800	10.1100	08/01/08	04/28/09	187.87	214.13	-26.26
	22.4620	10.1100	09/02/08	04/28/09	199.24	227.09	-27.85
	20.8180	9.6700	10/01/08	04/28/09	184.66	201.31	-16.65
	22.6150	9.0300	11/03/08	04/28/09	200.61	204.21	-3.60
	15.1610	8.6300	12/01/08	04/28/09	134.48	130.84	3.64

YT155038 013641 038080947155 NYNNN NNNNN NNNNNN 000015

Realized Gain/Loss

As of Date: 2/05/10

Account Number: 5092-6475
LELLO FAMILY FOUNDATION
DENNIS W LELLO, PRESIDENT
FUNDSOURCE ACCT

Short Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	22.1200	9.0800	01/02/09	04/28/09	196.22	200.85	-4.63
	3.8720	8.9100	02/02/09	04/28/09	34.34	34.50	-0.16
	5.6790	8.4400	03/02/09	04/28/09	50.38	47.93	2.45
	5.3050	8.6100	04/01/09	04/28/09	47.07	45.68	1.39
Total - Short Term					**$59,147.76**	**$47,103.87**	**$12,043.89**

Long Term

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
ARTIO GLOBAL INV FUNDS INTL EQUITY FD CL I	250.5860	24.6400	11/21/03	09/28/09	7,487.51	6,174.41	1,313.10
BRANDYWINE BLUE FD INC	89.6440	18.2700	11/19/08	12/21/09	1,930.94	1,637.80	293.14
COLUMBIA FDS SER TR MARSICO FOCUSED EQUITIES FD CL A	10.3570	13.7500	11/19/08	12/02/09	200.00	142.41	57.59
	86.8530	13.7500	11/19/08	12/21/09	1,651.08	1,194.23	456.85
FMI FDS INC FOCUS FUND	222.7300	23.1600	12/13/02	09/28/09	5,084.92	5,158.41	-73.49
	16.3420	31.8600	11/02/04	09/28/09	373.08	520.67	-147.59
	2.7930	34.7200	01/03/05	09/28/09	63.76	96.96	-33.20
	1.0070	34.7200	01/03/05	09/28/09	22.98	34.98	-12.00
	24.2920	30.6200	10/31/05	09/28/09	554.58	743.82	-189.24
	17.9430	30.6200	10/31/05	09/28/09	409.64	549.40	-139.76
	4.4130	32.6200	01/03/06	09/28/09	100.74	143.96	-43.22
	1.6770	32.6200	01/03/06	09/28/09	38.28	54.69	-16.41
	39.7230	32.3600	10/30/06	09/28/09	906.88	1,285.43	-378.55
	9.8380	32.3600	10/30/06	09/28/09	224.60	318.37	-93.77

Realized Gain/Loss

WELLS FARGO ADVISORS

As of Date: 2/05/10

Account Number: 5092-6475
LELLO FAMILY FOUNDATION
DENNIS W LELLO, PRESIDENT
FUNDSOURCE ACCT

Long Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	8.4730	32.5300	01/03/07	09/28/09	193.44	275.63	-82.19
	2.0480	32.5300	01/03/07	09/28/09	46.75	66.62	-19.87
	29.7500	32.8300	10/31/07	09/28/09	679.20	976.69	-297.49
	2.0610	32.8300	10/31/07	09/28/09	47.05	67.67	-20.62
	4.8220	31.2900	12/31/07	09/28/09	110.08	150.89	-40.81
	0.9040	31.2900	12/31/07	09/28/09	20.63	28.28	-7.65
FRANKLIN VALUE INVS TR SMALL CAP VALUE FD ADVISOR CL	2.0350	23.2600	11/19/08	12/21/09	73.87	47.34	26.53
HOTCHKIS & WILEY FDS DIVERSIFIED VALUE FUND I	52.9500	5.4700	11/19/08	12/21/09	435.25	289.64	145.61
ING MAYFLOWER TRUST INTL VALUE FD CL I	684.0300	12.1500	06/26/02	09/28/09	8,139.95	8,310.92	-170.97
	17.9480	10.1900	11/19/02	09/28/09	213.58	182.89	30.69
	26.6590	10.1900	11/19/02	09/28/09	317.24	271.66	45.58
	11.1660	10.1900	11/19/02	09/28/09	132.87	113.78	19.09
	19.5770	13.7200	11/19/03	09/28/09	232.96	268.59	-35.63
	29.6890	16.8700	11/23/04	09/28/09	353.29	500.86	-147.57
	81.6410	16.8700	11/23/04	09/28/09	971.53	1,377.28	-405.75
	20.1970	17.9900	12/20/05	09/28/09	240.34	363.35	-123.01
	116.7490	17.9900	12/20/05	09/28/09	1,389.31	2,100.31	-711.00
	7.0070	17.9900	12/20/05	09/28/09	83.38	126.05	-42.67
	22.0110	20.4500	12/20/06	09/28/09	261.93	450.12	-188.19
	141.2530	20.4500	12/20/06	09/28/09	1,680.91	2,888.63	-1,207.72
	27.5890	20.4500	12/20/06	09/28/09	328.31	564.19	-235.88

Realized Gain/Loss

As of Date: 2/05/10

Account Number: 5092-6475
LELLO FAMILY FOUNDATION
DENNIS W LELLO, PRESIDENT
FUNDSOURCE ACCT

Long Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	24.1210	18.4100	12/20/07	09/28/09	287.04	444.06	-157.02
	219.5930	18.4100	12/20/07	09/28/09	2,613.17	4,042.70	-1,429.53
	38.8370	18.4100	12/20/07	09/28/09	462.16	714.99	-252.83
LEGG MASON VALUE TR INC NAVIGATOR VALUE TR	14.6620	62.0400	07/19/04	08/12/09	585.00	909.64	-324.64
	20.0610	62.0400	07/19/04	09/28/09	835.76	1,244.59	-408.83
	14.6550	62.0400	07/19/04	12/21/09	619.74	909.20	-289.46
NEUBERGER BERMAN EQTY FD SMALL CAP GROWTH FD INV CL	52.0330	10.9400	11/19/08	12/21/09	768.00	569.25	198.75
OPPENHEIMER INTL GRWTH FD CL Y SHS	36.7030	15.5500	11/19/08	12/21/09	880.50	570.74	309.76
PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL	44.5190	10.6900	12/15/04	12/21/09	483.03	475.90	7.13
	4.1410	10.6700	01/03/05	12/21/09	44.93	44.19	0.
RIVERSOURCE INV SER INC MID CAP VALUE FD CL A	111.0090	4.3700	11/19/08	12/21/09	711.57	485.11	226.46
ROWE T PRICE MID-CAP GROWTH FUND INC	183.6560	32.0500	07/12/02	09/28/09	8,319.63	5,886.17	2,433.46
	19.7500	32.0500	07/12/02	12/21/09	931.81	632.99	298.82
ROYCE FD PREMIER FD CL W	201.0110	10.2400	06/26/02	09/28/09	3,175.97	2,058.34	1,117.63
	36.6110	9.5900	12/06/02	09/28/09	578.45	351.10	227.35
	3.5430	9.5900	12/06/02	09/28/09	55.97	33.98	21.99
	6.1880	12.6600	12/05/03	09/28/09	97.77	78.34	19.43

Realized Gain/Loss

WELLS FARGO ADVISORS

As of Date: 2/05/10

Account Number: 5092-6475
LELLO FAMILY FOUNDATION
DENNIS W LELLO, PRESIDENT
FUNDSOURCE ACCT

Long Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	5.3910	12.6600	12/05/03	09/28/09	85.17	68.25	16.92
	41.3980	14.8600	12/07/04	09/28/09	654.09	615.18	38.91
	3.7300	14.8600	12/07/04	09/28/09	58.93	55.43	3.50
	43.5910	16.7800	12/06/05	09/28/09	688.74	731.45	-42.71
	2.0460	16.7800	12/06/05	09/28/09	32.32	34.33	-2.01
	4.0500	18.0300	12/07/06	09/28/09	63.99	73.03	-9.04
	33.1140	18.0300	12/07/06	09/28/09	523.20	597.05	-73.85
	0.2560	18.0300	12/07/06	09/28/09	4.04	4.61	-0.57
	16.6060	17.5800	12/11/07	09/28/09	262.37	291.93	-29.56
	112.0440	17.5800	12/11/07	09/28/09	1,770.32	1,969.74	-199.42
	18.4690	17.5800	12/11/07	09/28/09	291.82	324.68	-32.86
RS INVT TR GLOBAL NATL RESOURCE FUND	181.1520	36.9000	06/08/07	09/28/09	4,985.30	6,684.51	-1,699.21
	0.0140	36.8100	12/24/07	09/28/09	0.38	0.51	-0.13
	11.8690	36.8100	12/24/07	09/28/09	326.63	436.88	-110.25
	1.2920	36.8100	12/24/07	09/28/09	35.55	47.57	-12.02
	0.0120	36.8100	03/25/08	09/28/09	0.33	0.45	-0.12
RS INVT TR VALUE FUND	21.2060	13.0100	11/19/08	12/21/09	435.57	275.89	159.68
T ROWE PRICE MID-CAP GROWTH FUND	36.9130	32.0500	07/12/02	07/07/09	1,320.00	1,183.06	136.94
TCW FDS INC RELATIVE VALUE LRG CAP FD CL I	62.7350	8.0100	11/19/08	12/21/09	742.16	502.51	239.65
WESTERN ASSET CORE BOND FD CL-I	1.0990	11.4800	10/01/04	04/28/09	9.74	12.61	-2.87
	8.1820	11.5600	11/01/04	04/28/09	72.57	94.58	-22.01

Realized Gain/Loss

As of Date: 2/05/10

Account Number: 5092-6475
LELLO FAMILY FOUNDATION
DENNIS W LELLO, PRESIDENT
FUNDSOURCE ACCT

Long Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	8.9350	11.3900	12/01/04	04/28/09	79.25	101.77	-22.52
	12.1930	11.4000	12/01/04	04/28/09	108.15	139.00	-30.85
	4.2680	11.4000	12/01/04	04/28/09	37.85	48.65	-10.80
	12.3860	11.4800	01/03/05	04/28/09	109.86	142.19	-32.33
	9.6210	11.4800	02/01/05	04/28/09	85.33	110.45	-25.12
	6.4820	11.4000	03/01/05	04/28/09	57.49	73.89	-16.40
	10.2530	11.2900	04/01/05	04/28/09	90.94	115.76	-24.82
	12.6140	11.3700	05/02/05	04/28/09	111.88	143.42	-31.54
	1.1840	11.4000	05/26/05	04/28/09	10.50	13.50	-3.00
	14.1520	11.4600	06/01/05	04/28/09	125.52	162.18	-36.66
	13.8570	11.5200	07/01/05	04/28/09	122.91	159.63	-36.72
	11.9620	11.4500	08/01/05	04/28/09	106.10	136.97	-30.87
	12.4650	11.5300	09/01/05	04/28/09	110.56	143.72	-33.16
	13.7750	11.3600	10/03/05	04/28/09	122.18	156.48	-34.
	15.0400	11.2100	11/01/05	04/28/09	133.40	168.60	-35.20
	17.0240	11.1600	12/01/05	04/28/09	151.00	189.99	-38.99
	14.8220	11.2100	01/03/06	04/28/09	131.47	166.15	-34.68
	11.4600	11.2300	02/01/06	04/28/09	101.65	128.70	-27.05
	11.9280	11.2200	03/01/06	04/28/09	105.80	133.83	-28.03
	15.3710	11.0500	04/03/06	04/28/09	136.34	169.85	-33.51
	14.7490	10.9800	05/01/06	04/28/09	130.82	161.94	-31.12
	15.4280	10.9200	06/01/06	04/28/09	136.84	168.47	-31.63
	16.0130	10.9000	07/03/06	04/28/09	142.03	174.54	-32.51
	16.1520	11.0400	08/01/06	04/28/09	143.27	178.32	-35.05

Realized Gain/Loss

As of Date: 2/05/10

WELLS FARGO ADVISORS

Account Number: 5092-6475
LELLO FAMILY FOUNDATION
DENNIS W LELLO, PRESIDENT
FUNDSOURCE ACCT

Long Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	15.3600	11.2000	09/01/06	04/28/09	136.24	172.03	-35.79
	15.3580	11.2600	10/02/06	04/28/09	136.22	172.93	-36.71
	15.6870	11.3200	11/01/06	04/28/09	139.14	177.58	-38.44
	13.8290	11.4500	12/01/06	04/28/09	122.66	158.34	-35.68
	22.6520	11.3400	01/03/07	04/28/09	200.92	256.87	-55.95
	15.1220	11.2800	02/01/07	04/28/09	134.13	170.58	-36.45
	15.2940	11.4200	03/01/07	04/28/09	135.66	174.66	-39.00
	16.2600	11.3700	04/02/07	04/28/09	144.22	184.88	-40.66
	16.7090	11.3800	05/01/07	04/28/09	148.21	190.15	-41.94
	11.9880	11.2100	05/25/07	04/28/09	106.33	134.39	-28.06
	5.0480	11.2100	05/25/07	04/28/09	44.77	56.59	-11.82
	17.3920	11.1800	06/01/07	04/28/09	154.27	194.44	-40.17
	302.6430	11.0500	06/08/07	04/28/09	2,684.49	3,344.20	-659.71
	18.5650	11.0700	07/02/07	04/28/09	164.67	205.52	-40.85
	19.4680	10.9500	08/01/07	04/28/09	172.68	213.17	-40.49
	18.8440	10.9700	09/04/07	04/28/09	167.15	206.72	-39.57
	18.6680	11.0700	10/03/07	04/28/09	165.58	206.65	-41.07
	18.3950	11.0400	11/01/07	04/28/09	163.16	203.08	-39.92
	19.1170	10.9800	12/03/07	04/28/09	169.57	209.91	-40.34
	19.3550	10.9100	01/02/08	04/28/09	171.68	211.16	-39.48
	19.6900	11.0600	02/01/08	04/28/09	174.65	217.77	-43.12
	18.4600	10.7500	03/03/08	04/28/09	163.74	198.44	-34.70
	19.2720	10.5400	04/01/08	04/28/09	170.95	203.13	-32.18
Total - Long Term					$77,376.81	$81,683.66	-$4,306.85

Taxpayer, The Lello Family Foundation, Employer Identification No. 36-4410181, herby elects under Regs. Sec 53.4942(a)-3(d)(2) to designate the qualifying distribution of $16,445 it made for 2009. The taxpayer elects that the distribution be allocated in the following manner: (1) $1,302 to the taxable year ending December 31, 2007; (2) $14,291 to the taxable year ending December 31, 2008; (3) $852 to the taxable year ending December 31, 2009.

Dated: May 15, 2010

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
WACHOVIA SECURITIES-6475	5,763.	0.	5,763.
TOTAL TO FM 990-PF, PART I, LN 4	5,763.	0.	5,763.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	1,320.	660.		660.
TO FORM 990-PF, PG 1, LN 16B	1,320.	660.		660.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVISORY FEES	2,043.	2,043.		0.
LEGAL	0.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	2,043.	2,043.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	74.	74.		0.
FEDERAL TAX	391.	0.		0.
TO FORM 990-PF, PG 1, LN 18	465.	74.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS EXPENSE	15.	0.		0.
TO FORM 990-PF, PG 1, LN 23	15.	0.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO	236,338.	276,009.
TOTAL TO FORM 990-PF, PART II, LINE 10B	236,338.	276,009.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 7

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DENNIS W. LELLO 800 N. CHURCH STREET P. O. BOX 589 ROCKFORD, IL 611050589	PRESIDENT 0.00	0.	0.	0.
PEGGY A. LELLO 800 N. CHURCH STREET P. O. BOX 589 ROCKFORD, IL 611050589	VICE-PRES 0.00	0.	0.	0.
PHILIP R. FRANKFORT 800 N. CHURCH STREET P. O. BOX 589 ROCKFORD, IL 611050589	DIRECTOR 0.00	0.	0.	0.
CHRISTINE ANN LELLO MIKOL 800 N. CHURCH STREET P. O. BOX 589 ROCKFORD, IL 611050589	DIRECTOR 0.00	0.	0.	0.
MICHAEL J. SCHAPPERT 800 N. CHURCH STREET P. O. BOX 589 ROCKFORD, IL 611050589	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF PART XV - LINE 1A LIST OF FOUNDATION MANAGERS STATEMENT 8

NAME OF MANAGER
DENNIS W. LELLO
PEGGY A. LELLO