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

Treated as a Private Foundation

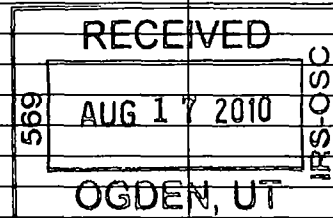
Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2009, or tax year beginning , 2009, and ending , 20

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 PRINCE FOUNDATION		A Employer identification number 36-6116507
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (312) 419-9500
	303 WEST MADISON STREET 1900		C If exemption application is pending, check here <input type="checkbox"/>
	City or town, state, and ZIP code CHICAGO, IL 60606		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 2,338,054.		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule) . . . . .	1,463,000.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B. . . . .				
	3 Interest on savings and temporary cash investments . . . . .	117.	117.	0.	
	4 Dividends and interest from securities . . . . .	109,781.	109,781.	0.	
	5a Gross rents . . . . .				
	b Net rental income or (loss) . . . . .				
	6a Net gain or (loss) from sale of assets not on line 10 . . . . .	21,980.			
	b Gross sales price for all assets on line 6a . . . . .	41,017.			
	7 Capital gain net income (from Part IV, line 2) . . . . .		21,980.		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10 a Gross sales less returns and allowances . . . . .				
b Less Cost of goods sold . . . . .					
c Gross profit or (loss) (attach schedule) . . . . .					
11 Other income (attach schedule) . . . . .					
12 Total Add lines 1 through 11 . . . . .	1,594,878.	131,878.	0.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc . . . . .	0.			
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16 a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .	3,750.	1,875.		1,875.
	c Other professional fees (attach schedule) . . . . .				
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see page 14 of the instructions) * . . . .	2,800.	0.	0.	0.
	19 Depreciation (attach schedule) and depletion . . . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) ATCH. 2 . . . . .	161,160.	0.	0.	161,160.
	24 Total operating and administrative expenses Add lines 13 through 23 . . . . .	167,710.	1,875.	0.	163,035.
	25 Contributions, gifts, grants paid . . . . .	1,089,860.			1,089,860.
26 Total expenses and disbursements Add lines 24 and 25 . . . . .	1,257,570.	1,875.	0.	1,252,895.	
27 Subtract line 26 from line 12 . . . . .	337,308.				
a Excess of revenue over expenses and disbursements . . . . .					
b Net investment income (if negative, enter -0-) . . . . .		130,003.			
c Adjusted net income (if negative, enter -0-) . . . . .			-00.		



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing . . . . .	51,273.	276,819.	276,819.
	2 Savings and temporary cash investments . . . . .			
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable . . . . .			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use . . . . .			
	9 Prepaid expenses and deferred charges . . . . .			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) <u>ATCH 3</u>	1,859,926.	1,971,688.	2,061,235.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,911,199.	2,248,507.	2,338,054.	
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 (attach schedule)			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted . . . . .			
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/></b>			
	27 Capital stock, trust principal, or current funds . . . . .	1,911,199.	2,248,507.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds . . . . .	0.	0.	
30 Total net assets or fund balances (see page 17 of the instructions)	1,911,199.	2,248,507.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,911,199.	2,248,507.		

**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	1,911,199.
2 Enter amount from Part I, line 27a	2	337,308.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	2,248,507.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,248,507.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV 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			

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	21,980.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 . . . . .		}	3

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

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

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

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

(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	1,224,560.	1,848,619.	0.662419
2007	757,643.	1,703,223.	0.444829
2006	746,684.	1,626,175.	0.459166
2005	800,241.	1,636,359.	0.489038
2004	858,640.	1,652,405.	0.519630

2 Total of line 1, column (d) . . . . .	2	2.575082
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . . .	3	0.515016
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .	4	1,992,894.
5 Multiply line 4 by line 3 . . . . .	5	1,026,372.
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .	6	1,300.
7 Add lines 5 and 6 . . . . .	7	1,027,672.
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 on page 18.	8	1,252,895.

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

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', 'Tax under section 511', 'Credits/Payments', and 'Total credits and payments'. Total amount owed is 2,455.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions like 'During the tax year, did the foundation attempt to influence any national, state, or local legislation?', 'Did it spend more than \$100 during the year for political purposes?', 'Did the foundation file Form 1120-POL for this year?', and 'Did the foundation have at least \$5,000 in assets at any time during the year?'. Includes 'Yes' and 'No' columns.

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.FOUNDATIONCENTER.ORG/GRANTMAKER/PRINCE	13	X	
14	The books are in care of ► TONI DOBBINS Telephone no ► 312-419-8700 Located at ► 303 WEST MADISON STREET, SUITE 1900 CHICAGO, IL ZIP + 4 ► 60606			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year			15

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

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

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... (2) Influence the outcome of any specific public election... (3) Provide a grant to an individual for travel... (4) Provide a grant to an organization other than a charitable... (5) Provide for any purpose other than religious... 5b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify... 6a Did the foundation, during the year, receive any funds... 6b Did the foundation, during the year, pay premiums... 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

Table with 5 columns: (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. Row 1: ATTACHMENT 4, 0., 0., 0.

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

Table with 5 columns: (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.

Total number of other employees paid over \$50,000 . . . . . NONE

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)

**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
-----		
-----		
-----		
-----		
-----		
-----		

Total number of others receiving over \$50,000 for professional services . . . . . NONE

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE ----- -----	0.
2 ----- -----	
3 ----- -----	
4 ----- -----	

**Part IX-B Summary of Program-Related Investments** (see page 23 of the instructions)

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

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions )

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	1,962,672.
b	Average of monthly cash balances	1b	60,571.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	2,023,243.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,023,243.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	30,349.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,992,894.
6	Minimum investment return. Enter 5% of line 5	6	99,645.

**Part XI Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part )

1	Minimum investment return from Part X, line 6	1	99,645.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,300.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,300.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	98,345.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	98,345.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	98,345.

**Part XII Qualifying Distributions**(see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	1,252,895.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,252,895.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	1,300.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,251,595.

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

**Part XIII Undistributed Income** (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7 . . . . .				98,345.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only . . . . .			0.	
b Total for prior years 20 07, 20 06, 20 05 . . . . .		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004 . . . . .	777,848.			
b From 2005 . . . . .	719,921.			
c From 2006 . . . . .	667,067.			
d From 2007 . . . . .	674,436.			
e From 2008 . . . . .	1,135,683.			
f Total of lines 3a through e . . . . .	3,974,955.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 1,252,895.				
a Applied to 2008, but not more than line 2a . . . . .			0.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .		0.		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .	0.			
d Applied to 2009 distributable amount . . . . .				98,345.
e Remaining amount distributed out of corpus . . . . .	1,154,550.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	5,129,505.			
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 page 27 of the instructions . . . . .		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010 . . . . .				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .		0.		
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	777,848.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .	4,351,657.			
10 Analysis of line 9				
a Excess from 2005 . . . . .	719,921.			
b Excess from 2006 . . . . .	667,067.			
c Excess from 2007 . . . . .	674,436.			
d Excess from 2008 . . . . .	1,135,683.			
e Excess from 2009 . . . . .	1,154,550.			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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)

Table with 5 columns: Tax year (a) 2009, (b) 2008, (c) 2007, (d) 2006, (e) Total. Rows include 2a-e (Qualifying distributions) and 3a-c (Alternative tests).

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 page 28 of 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))

NONE

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

NONE

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

Check here [ ] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds

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

ATTACHMENT 5

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

ATTACHMENT 6

c Any submission deadlines

NONE

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

NONE

**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 <i>Paid during the year</i> SEE ATTACHED STATEMENT				1,089,860.
<b>Total . . . . .</b> ▶ <b>3a</b>				1,089,860.
b <i>Approved for future payment</i> NONE				0.
<b>Total . . . . .</b> ▶ <b>3b</b>				0.





**Schedule of Contributors**

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

**2009**

Name of the organization

PRINCE FOUNDATION

Employer identification number

36-6116507

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

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

**Special Rules**

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

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

Name of organization <b>PRINCE FOUNDATION</b>	Employer identification number <b>36-6116507</b>
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**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JOHN D. & CATHERINE T MACARTHUR FND.  140 S. DEARBORN STREET, SUITE 1100  CHICAGO, IL 60603-5285	\$ 1,463,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )

ATTACHMENT 1

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
EXCISE TAXES	2,800.	0.	0.	0.
TOTALS	<u>2,800.</u>	<u>0.</u>	<u>0.</u>	<u>0.</u>

ATTACHMENT 2

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
MACARTHUR GRANT PROGRAM EXP	161,035.	0.	0.	161,035.
MISCELLANEOUS EXPENSES	125.	0.	0.	125.
TOTALS	<u>161,160.</u>	<u>0.</u>	<u>0.</u>	<u>161,160.</u>

PRINCE FOUNDATION

36-6116507

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 3

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PIMCO MUTUAL FUND	1,971,688.	1,971,688.
TOTALS	<u>1,971,688.</u>	<u>1,971,688.</u>

PRINCE FOUNDATION

36-6116507

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 4

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
WILLIAM N WOOD PRINCE 303 WEST MADISON STREET SUITE 1900 CHICAGO, IL 60606	PRESIDENT & TRUSTEE 1.00	0.	0.	0.
FREDERICK HENRY PRINCE 303 WEST MADISON STREET SUITE 1900 CHICAGO, IL 60606	VICE PRESIDENT & TRUSTEE 1.00	0.	0.	0.
RANDALL M HIGHLEY 303 WEST MADISON STREET SUITE 1900 CHICAGO, IL 60606	VICE PRESIDENT & TRUSTEE 1.00	0.	0.	0.
SARAH A RICHARDSON 303 WEST MADISON STREET SUITE 1900 CHICAGO, IL 60606	SECRETARY/TREASURER/TRUSTEE 1.00	0.	0.	0.
<u>GRAND TOTALS</u>		<u>0.</u>	<u>0.</u>	<u>0.</u>

PRINCE FOUNDATION

36-6116507

ATTACHMENT 5

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

PRINCE CHARITABLE TRUSTS  
303 W MADISON, STREET, SUITE 1900  
CHICAGO, IL 60606  
312-419-8700

ATTN: TRUSTEES

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

APPLICANTS ARE REQUIRED TO SUBMIT WRITTEN PROPOSALS, AN IRS LETTER OF DETERMINATION UNDER SECTION 509(A), CURRENT BUDGET, AUDITED FINANCIAL STATEMENTS, AND OTHER DESCRIPTIVE LITERATURE.

**SCHEDULE D  
(Form 1041)**

Department of the Treasury  
Internal Revenue Service

# Capital Gains and Losses

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

## 2009

Name of estate or trust <b>PRINCE FOUNDATION</b>	Employer identification number <b>36-6116507</b>
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**Note:** Form 5227 filers need to complete *only* Parts I and II

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b> SHORT-TERM CAPITAL GAIN DIVIDENDS			ATCH 7		16,443.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	<b>1b</b>	
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	<b>2</b>	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	<b>3</b>	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	<b>4</b>	( )
5 <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back	<b>5</b>	16,443.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b> LONG-TERM CAPITAL GAIN DIVIDENDS			ATCH 8		4,573.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	<b>6b</b>	964.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	<b>7</b>	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	<b>8</b>	
9 Capital gain distributions	<b>9</b>	
10 Gain from Form 4797, Part I	<b>10</b>	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	<b>11</b>	( )
12 <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back	<b>12</b>	5,537.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

<b>Part III Summary of Parts I and II</b> <b>Caution: Read the instructions before completing this part.</b>		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
<b>13</b>	Net short-term gain or (loss)	<b>13</b>		16,443.
<b>14</b>	Net long-term gain or (loss):			
a	Total for year	<b>14a</b>		5,537.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	<b>14b</b>		
c	28% rate gain	<b>14c</b>		
<b>15</b>	Total net gain or (loss). Combine lines 13 and 14	<b>15</b>		21,980.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV If line 15, column (3), is a net loss, complete Part IV and the Capital Loss Carryover Worksheet necessary

<b>Part IV Capital Loss Limitation</b>		<b>16</b>
<b>16</b>	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of a The loss on line 15, column (3) or b \$3,000	( )

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the Capital Loss Carryover Worksheet on page 7 of the instructions to figure your capital loss carryover

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero  
**Caution:** Skip this part and complete the worksheet on page 8 of the instructions if  
• Either line 14b, col (2) or line 14c, col (2) is more than zero, or  
• Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

**Form 990-T trusts.** Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	<b>17</b>		
<b>18</b>	Enter the smaller of line 14a or 15 in column (2) but not less than zero	<b>18</b>		
<b>19</b>	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	<b>19</b>		
<b>20</b>	Add lines 18 and 19	<b>20</b>		
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	<b>21</b>		
<b>22</b>	Subtract line 21 from line 20 If zero or less, enter -0-	<b>22</b>		
<b>23</b>	Subtract line 22 from line 17 If zero or less, enter -0-	<b>23</b>		
<b>24</b>	Enter the smaller of the amount on line 17 or \$2,300	<b>24</b>		
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23	<b>25</b>		
<b>26</b>	Subtract line 25 from line 24	<b>26</b>		
<b>27</b>	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	<b>27</b>		
<b>28</b>	Enter the amount from line 26 (If line 26 is blank, enter -0-)	<b>28</b>		
<b>29</b>	Subtract line 28 from line 27	<b>29</b>		
<b>30</b>	Multiply line 29 by 15% ( 15)		<b>30</b>	
<b>31</b>	Figure the tax on the amount on line 23 Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)		<b>31</b>	
<b>32</b>	Add lines 30 and 31		<b>32</b>	
<b>33</b>	Figure the tax on the amount on line 17 Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)		<b>33</b>	
<b>34</b>	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)		<b>34</b>	



FEDERAL CAPITAL GAIN DIVIDENDS

ATTACHMENT 7

SHORT-TERM CAPITAL GAIN DIVIDENDS

PIMCO TOTAL RETURN FUND	16,443.
TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS	<u>16,443.</u>

ATTACHMENT 8

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS	
PIMCO TOTAL RETURN FUND	4,573.
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS	<u>4,573.</u>
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS	<u>4,573.</u>

FEDERAL FOOTNOTES

MACARTHUR GRANT PROGRAM EXPENSES OF \$161,035 REPORTED ON PART I ARE RELATED TO REIMBURSEMENTS TO THE FREDERICK HENRY PRINCE TESTAMENTARY TRUST FOR ADMINISTRATIVE EXPENSES OTHER THAN SALARIES FOR THE GRANT PROGRAM FUNDED BY THE MACARTHUR FOUNDATION.

THE MACARTHUR FOUNDATION WILL GRANT THE PRINCE FOUNDATION \$6,450,000 OVER A 5 YEAR PERIOD BEGINNING IN 2008. THE TOTAL GRANT RECEIVED BY PRINCE FOUNDATION FOR 2009 IS \$1,463,000 AS DISCLOSED ON SCHEDULE B. TOTAL GRANTS PAID OUT UNDER THIS AGREEMENT WERE \$1,080,000 FOR 2009 AND ARE LISTED IN PART XV, LINE 3A OF THE RETURN.

PRINCE FOUNDATION  
 CHICAGO, IL  
 PART XV, LINE 3 (A) - CONTRIBUTIONS AND GRANTS - MACARTHUR  
 DECEMBER 31, 2009

<u>ORGANIZATION</u>	<u>Street Address</u>	<u>CITY AND STATE</u>	<u>Zip Code</u>	<u>STATUS</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
About Face Theatre Collective	122 W Wilson 2nd Fl W	Chicago, IL	60640	public	operating support	35,000 00
American Theater Company	1909 W Byron Street	Chicago, IL	60613	public	operating support	30,000 00
Art & Business Council of Chicago	70 E Lake St Ste 500	Chicago, IL	60601	public	operating support	25,000 00
The Art Institute of Chicago (Gene Siskel Film Center)	111 S Michigan Ave	Chicago, IL	60603	public	operating support	30,000 00
Beverly Art Center	2407 W 111th St	Chicago, IL	60655	public	operating support	35,000 00
Black Ensemble Theater Corporation	4520 N Beacon St	Chicago, IL	60640	public	operating support	25,000 00
Chicago Chamber Musicians	180 N Steilson Ave Ste 1330	Chicago, IL	60601	public	operating support	30,000 00
Chicago Childrens Theatre	1464 N Milwaukee Ave 2nd Flr	Chicago, IL	60642	public	operating support	25,000 00
Chicago Classical Recording Foundation	1205 W Balmoral Ave	Chicago, IL	60640	public	operating support	10,000 00
Chicago Human Rhythm Project	2936 N Southport Ave	Chicago, IL	60657	public	operating support	30,000 00
Chicago Public Art Group	1259 S Wabash	Chicago, IL	60605	public	operating support	25,000 00
Chicago Sinfonietta Inc	70 E Lake St Ste 226	Chicago, IL	60601	public	operating support	35,000 00
Chicago Youth Symphony Orchestra	410 S Michigan Ave Ste 833	Chicago, IL	60605	public	operating support	25,000 00
Columbia College (The Dance Center of Columbia College)	600 S Michigan	Chicago, IL	60605	public	operating support	35,000 00
Columbia College (Chicago Jazz Ensemble)	600 S Michigan	Chicago, IL	60605	public	operating support	25,000 00
E T A Creative Arts Foundation	7558 S South Chicago Ave	Chicago, IL	60619	public	operating support	25,000 00
Gilloury Institute	680 S Federal Street #301	Chicago, IL	60605	public	operating support	20,000 00
Glen Eilyn Childrens Chorus (ANIMA)	799 Roosevelt RD	Glen Eilyn, IL	60137	public	operating support	15,000 00
Hyde Park Art Center	5020 S Cornell Ave	Chicago, IL	60615	public	operating support	35,000 00
Illinois Arts Alliance Foundation	203 N Wabash Ave Ste 1920	Chicago, IL	60601	public	operating support	25,000 00
International Latino Cultural Center of Chicago	676 N LaSalle St Ste 520	Chicago, IL	60654	public	operating support	25,000 00
Intuit the Center for Intuitive and Outside Art	756 N Milwaukee Ave	Chicago, IL	60622	public	operating support	25,000 00
League of Chicago Theatres Foundation	228 S Wabash Ave Ste 900	Chicago, IL	60604	public	operating support	25,000 00
Lifeline Productions Inc	6912 N Glenwood Ave	Chicago, IL	60626	public	operating support	30,000 00
Light Opera Works Inc	927 Noyes St Ste 225	Chicago, IL	60201	public	operating support	20,000 00
Luna Negra Dance Theater	445 W Erie St Ste 101	Chicago, IL	60654	public	operating support	35,000 00
Manwen Foundation	833 N Orleans St	Chicago, IL	60610	public	operating support	25,000 00
Muritu Dance Theatre	7127 S Ellis 2nd Floor	Chicago, IL	60619	public	operating support	35,000 00
Music of the Baroque	111 N Wabash Ave Ste 810	Chicago, IL	60602	public	operating support	35,000 00
Next Theater Company	927 Noyes	Evanston, IL	60201	public	operating support	30,000 00
Pegasus Players	1145 W Wilson Ave	Chicago, IL	60640	public	operating support	30,000 00
Puerto Rican Arts Alliance	1440 N Sacramento Ave	Chicago, IL	60622	public	operating support	20,000 00
Redmoon Theatre	1438 W Kinzie	Chicago, IL	60622	public	operating support	30,000 00
Remy Bumpo Theatre Company	3717 N Ravenswood Ste 245	Chicago, IL	60613	public	operating support	30,000 00
Renaissance Society at the University at The Chicago	5811 S Ellis Ave	Chicago, IL	60637	public	operating support	10,000 00
River North Dance Company	1016 N Dearborn Parkway	Chicago, IL	60610	public	operating support	30,000 00
SCT Productions	2936 N Southport Ave	Chicago, IL	60657	public	operating support	20,000 00
Street-Level Youth Media	1856 W Chicago	Chicago, IL	60622	public	operating support	35,000 00
Swedish American Museum Association of Chicago	5211 N Clark St	Chicago, IL	60640	public	operating support	20,000 00
Timeline Theatre Company	615 W Wellington Ave	Chicago, IL	60657	public	operating support	30,000 00

TOTAL MACARTHUR GRANTS

1,060,000.00

PRINCE FOUNDATION  
CHICAGO, IL  
PART XV, LINE 3 (A) - CONTRIBUTIONS AND GRANTS  
DECEMBER 31, 2009

<u>ORGANIZATION</u>	<u>Street Address</u>	<u>CITY AND STATE</u>	<u>Zip Code</u>	<u>STATUS</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Cystic Fibrosis Foundation	150 N Michigan Avenue Suite 400	Chicago, IL	60601	public	operating support	200.00
Des Plaines Valley Council BSA	811 W Hillgrove Avenue	LaGrange, IL	60525	public	operating support	200.00
Friends of Audubon School	3500 N Hoyne Avenue	Chicago, IL	60618	public	operating support	100.00
Friends of Audubon School	3500 N Hoyne Avenue	Chicago, IL	60618	public	operating support	160.00
Lupus Foundation of Greater Washington	2000 L Street NW #732	Washington, DC	20036	public	operating support	200.00
Near North Montesson School	1434 W Division Street	Chicago, IL	60642	public	operating support	3,000.00
Preservation Society of Newport County	424 Bellevue Avenue	Newport, RI	2840	public	operating support	3,000.00
Rabies Challenge Fund Charitable Trust	11330 Markon Drive	Garden Grove, CA	92841	public	operating support	400.00
Reeces Rainbow Down Syndrome Adoption Ministry	PO Box 4024	Gaithersburg, MD	20885	public	operating support	200.00
St Patrick Residence	1400 Brookdale Road	Naperville, IL	60563	public	operating support	1,400.00
St Patrick Residence	1400 Brookdale Road	Naperville, IL	60563	public	operating support	1,000.00
<b>TOTAL CHARITABLE CONTRIBUTIONS AND GRANTS</b>						<b>9,860.00</b>

Account #5230 Contributions 0.00  
 Account #5235 Matching Gifts 9,860.00  
9,860.00

**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
							16,443.	
							4,573.	
							VAR	09/11/2009
10,000.		920.810SH PIMCO PROPERTY TYPE: SECURITIES 9,498.				P	502.	
10,000.		923.361SH PIMCO 9,538.					VAR 462.	12/22/2009
TOTAL GAIN (LOSS) .....							<u>21,980.</u>	

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

Department of the Treasury  
Internal Revenue Service

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
  - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

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

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

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

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

Type or print  File by the due date for filing your return. See instructions	Name of Exempt Organization PRINCE FOUNDATION	Employer identification number 36-6116507
	Number, street, and room or suite no. If a P O box, see instructions 303 WEST MADISON STREET	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions CHICAGO, IL 60606	

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

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

• The books are in the care of ▶ TONI DOBBINS

Telephone No ▶ 312 419-8700 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 08/16, 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	\$	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 <b>Balance Due.</b> 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

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