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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

Department of the Treasury
Internal Revenue Service

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

2009

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 Grainger Foundation Inc.		A Employer identification number 36-6192971	
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 100 Grainger Parkway		B Telephone number (see page 10 of the instructions) 847-535-2030	
	City or town, state, and ZIP code Lake Forest, IL 60045-5201		C If exemption application is pending, check here <input type="checkbox"/>	
	H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 17,228,081		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		(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)	0			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	33,482	33,482		
	4 Dividends and interest from securities	537,023	537,023		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 4	29,823,606			
	b Gross sales price for all assets on line 6a	32,510,604			
	7 Capital gain net income (from Part IV line 2)		29,823,606		
	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) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	30,394,111	30,394,111			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	237,550			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	86,624			
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	18,937	18,937		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	237,365	143		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	79,196			
	21 Travel, conferences, and meetings	6,335			
	22 Printing and publications				
	23 Other expenses (attach schedule)	39,272			
	24 Total operating and administrative expenses. Add lines 13 through 23	705,279	19,080	N/A	
	25 Contributions, gifts, grants paid	32,167,365			32,167,365
26 Total expenses and disbursements. Add lines 24 and 25	32,872,644	19,080	N/A	32,167,365	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	(2,478,533)				
b Net investment income (if negative, enter -0-)		30,375,031			
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. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash—non-interest-bearing			17,971	37,904	37,904
	2 Savings and temporary cash investments			8,856,796	5,423,912	5,423,912
	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					
	10a Investments—U.S. and state government obligations (attach schedule)					
	b Investments—corporate stock (attach schedule)			2,726,911	3,658,960	11,480,998
	c Investments—corporate bonds (attach schedule)					
	11 Investments—land, buildings, and equipment: basis ▶					
Liabilities	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 ▶ <u>Mutual Funds</u>)			432,623	434,992	285,267
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)			12,034,301	9,555,768	17,228,081
	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
Net Assets or Fund Balances	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)					
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds			12,034,301	9,555,768	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
Net Assets or Fund Balances	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances (see page 17 of the instructions)			12,034,301	9,555,768	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)			12,034,301	9,555,768	

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	12,034,301
2 Enter amount from Part I, line 27a	2	(2,478,533)
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	9,555,768
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	9,555,768

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 Schedule Attached—publicly traded securities				
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 32,510,604		2,686,998	29,823,606	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a			29,823,606	
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	29,823,606
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	0

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

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

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

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

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	29,426,253	57,185,427	0.5146
2007	49,179,586	61,602,338	0.7983
2006	15,489,805	37,731,393	0.4105
2005	7,254,316	39,559,138	0.1834
2004	6,813,996	43,278,868	0.1574
2 Total of line 1, column (d)			2 2.0642
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 0.4128
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 30,448,238
5 Multiply line 4 by line 3			5 12,569,033
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 303,750
7 Add lines 5 and 6			7 12,872,783
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 32,167,365

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1		303,750
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		303,750
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		303,750
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	218,000	
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		218,000
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		85,750
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

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?		✓
b It spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>		✓
c Did the foundation file Form 1120-POL for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ <u>N/A</u> (2) On foundation managers. ▶ \$ <u>N/A</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ <u>N/A</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		✓
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? <i>If "Yes," attach a conformed copy of the changes</i>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
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?	✓	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ <u>Illinois</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	✓	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

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 page 20 of the instructions)	11		✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
Website address ▶ n/a				
14	The books are in care of ▶ G.J. Sinclair	Telephone no. ▶	847-535-2030	
	Located at ▶ 100 Grainger Parkway, Lake Forest, IL	ZIP+4 ▶	60045-5201	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ▶ <input type="checkbox"/>			
	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 type="checkbox"/> Yes <input checked="" 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	✓
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	✓
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 ▶ 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions.)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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	✓
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	✓

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

YES NO

5a During the year did the foundation pay or incur any amount to:(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

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

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

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

Total number of other employees paid over \$50,000 ☐ 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
Locke Lord Bissell & Liddell LLP 111 South Wacker Drive, Chicago, IL 60608	Legal	86,624
Total number of others receiving over \$50,000 for professional services		86,624

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 None**2****3****4****Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)**

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

Amount

1 None**2**

All other program-related investments. See page 24 of the instructions.

3

Total. Add lines 1 through 3 **None**

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	21,483,250
b	Average of monthly cash balances	1b	9,428,667
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	30,911,917
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	30,911,917
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	463,679
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	30,448,238
6	Minimum investment return. Enter 5% of line 5	6	1,522,412

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	1,522,412
2a	Tax on investment income for 2009 from Part VI, line 5	2a	303,750
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	303,750
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,218,662
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	1,218,662
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,218,662

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	32,167,365
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	32,167,365
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	303,750
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	31,863,615

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				1,218,662
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	4,766,615			
b From 2005	5,410,727			
c From 2006	13,900,637			
d From 2007	46,420,907			
e From 2008	26,889,026			
f Total of lines 3a through e	97,387,912			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 32,167,365				
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				1,218,662
e Remaining amount distributed out of corpus	30,948,703			
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	128,336,615			
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				0
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)	4,766,615			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	123,570,000			
10 Analysis of line 9:				
a Excess from 2005	5,410,727			
b Excess from 2006	13,900,637			
c Excess from 2007	46,420,907			
d Excess from 2008	26,889,026			
e Excess from 2009	30,948,703			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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

Part XV Supplementary Information (Complete this part only if the 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).)
D.W. Grainger
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 <input checked="" type="checkbox"/> 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 page 28 of the 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:
N/A
b The form in which applications should be submitted and information and materials they should include:
N/A
c Any submission deadlines:
N/A
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
N/A

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> SCHEDULE ATTACHED Note: No recipient is an individual. Thus, no recipient is related to any foundation manager or substantial contributor				
Total			▶ 3a	32,167,365
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	33,482	
4	Dividends and interest from securities			14	537,032	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			14	29,823,606	
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)				30,394,111	
13	Total. Add line 12, columns (b), (d), and (e)				13	30,394,111

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

[illegible]

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)	✓
	(2) Other assets	1a(2)	✓
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	✓
	(3) Rental of facilities, equipment, or other assets	1b(3)	✓
	(4) Reimbursement arrangements	1b(4)	✓
	(5) Loans or loan guarantees	1b(5)	✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)	✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	✓
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.		

[illegible]

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

b If “Yes,” complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Sign Here	Paid Preparer's Use Only	Signature of officer or trustee <i>DW Thangje</i>	Date 4-30-10	President
	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's identifying number (see Signature on page 30 of the instructions)
	Firm's name (or yours if self-employed), address, and ZIP code	EIN		Phone no.

Legal, Accounting, and Other Professional Fees
Page 1, Part 1, Line 16(a), (b), and (c)

<u>Name</u>	<u>Type of Service</u>	<u>Amount</u>
(a) Locke, Lord, Bissell & Liddell LLP	Legal Fees	\$ 86,624
	Legal Fees - TOTAL	\$ 86,624
(b) --	Accounting Fees - TOTAL	None
(c) The Northern Trust Co.	Agency Fees	\$ 1,668
William Blair & Co.	Advisory Fees	\$ 17,269
	Other Professional Fees - TOTAL	\$ 18,937

Taxes

Page 1, Part I, Line 18

Description

2008 Federal Excise Tax on Net Investment Income
990PF - 2008 return

\$ 19,222

2009 Federal Excise Tax on Net Investment Income - Estimates
Payment Summary:

\$ 218,000

5/14/2009	\$ 41,000
6/12/2009	\$ 41,000
9/15/2009	\$ 41,000
12/15/2009	\$ 95,000

Foreign Tax Paid on Investments (Dividends)

\$ 143

Taxes - TOTAL

\$ 237,365

Other Expenses

Page 1, Part I, Line 23

Description

W.W. Grainger, Inc. Use Agreement, Miscellaneous Expenses
Illinois Annual Report Filing Fee
Illinois Charity Bureau Fund/Filing Fee
Office Supplies - Checks

\$ 39,020

\$ 10

\$ 15

\$ 227

Other Expenses - TOTAL

\$ 39,272

Balance Sheet - December 31, 2009

Cash - Non-Interest Bearing

Page 2, Part II - Line 1

	<u>Beginning of Year</u>	<u>End of Year</u>	
<u>Investment</u>	<u>Book Value</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Northern Trust Checking Account	\$ 17,760	\$ 37,904	\$ 37,904
William Blair Cash Agency Account	\$ 211	\$ -	\$ -
Cash - Non Interest Bearing - TOTAL	<u>\$ 17,971</u>	<u>\$ 37,904</u>	<u>\$ 37,904</u>

Balance Sheets - December 31, 2009
Savings and Temporary Cash Investments
Page 2, Part II - Line 2

	<u>Beginning of Year</u>	<u>End of Year</u>	
<u>Investment</u>	<u>Book Value</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Commercial Paper	\$ -	\$ -	\$ -
Money Market-Northern Trust	\$ 7,721,523	\$ 5,366,599	\$ 5,366,599
Money Market - William Blair	\$ 1,135,273	\$ 57,313	\$ 57,313
Savings and Temp. Cash Investments - TOTAL	<u>\$ 8,856,796</u>	<u>\$ 5,423,912</u>	<u>\$ 5,423,912</u>

Balance Sheets - December 31, 2009
Investments - Other
Page 2, Part II - Line 15

	<u>Beginning of Year</u>	<u>End of Year</u>	
<u>Investment</u>	<u>Book Value</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Mutual Funds-William Blair Int'l	<u>\$ 432,623</u>	<u>\$ 434,992</u>	<u>\$ 285,267</u>

Balance Sheets - December 31, 2009

Investments

Page 2, Part II - Lines 10 (a), (b), and (c)

	<u>Beginning of Year</u>		<u>End of Year</u>	
	<u>Book Value</u>		<u>Book Value</u>	<u>Fair Market Value</u>
(a) <u>U.S. and State Government Obligations</u>	\$ 0		\$ 0	\$ 0
(b) <u>Corporate Stocks</u>				
2,200 Abbott Labs	99,480		121,223	118,778
5,250 Accenture PLC Ireland Class A	140,887		140,887	217,875
1,250 Baxter International Inc.	0		63,471	73,350
2,000 Celgene Corp.	0		112,216	111,360
7,500 Charles Schwab	142,193		142,193	141,150
6,000 Cisco	198,300		158,640	143,640
2,250 Colgate/Palmolive	163,373		163,373	184,838
3,000 CVS Caremark	129,810		129,810	96,630
3,450 Ecolab Inc.	97,289		97,289	153,801
0 Gilead Sciences Inc.	73,347		0	0
75,210 W.W. Grainger, Inc.	15,520		2,682	7,282,584
1,500 Haemonetics Corp-Mass	0		83,588	82,725
2,070 Hewlett Packard Co.	0		75,445	106,626
11,200 IShares Trust	0		942,292	929,152
1,850 JB Hunt	66,881		66,881	59,700
5,000 Knight Transportation Inc.	79,821		61,188	96,450
3,000 Kohls Corp	146,036		146,036	161,790
2,000 McDonalds Corp.	0		114,854	124,880
1,850 Medco	90,075		90,075	118,234
6,000 Microsoft	180,719		180,719	182,940
700 Monsanto Co.	0		57,751	57,225
2,600 Nike Inc. - Class B	105,299		105,299	171,782
4,100 Paychex Inc.	87,367		87,367	125,624
1,500 Praxair Inc.	59,278		59,278	120,465
0 Price T Rowe Group	139,567		0	0
2,000 Qualcomm	69,690		92,541	92,520
2,500 Ritchie Bros Auctioneers Inc.	0		63,805	56,075
0 Rockwell Collins Inc.	120,570		0	0
1,500 Schlumberger Ltd.	65,310		65,310	97,635
0 Smith International	151,150		0	0
0 Stryker	142,139		0	0
2,600 Suncor Energy Inc.	24,000		24,000	91,806
1,250 United Parcel Svc Inc.	0		71,938	71,713
3,000 Walgreens	107,820		107,820	110,160
5,278 Western Union Co.	30,989		30,989	99,490
TOTAL	\$ 2,726,911		\$ 3,658,960	\$ 11,480,998
(c) <u>Corporate Bonds</u>	\$ 0		\$ 0	\$ 0

THE GRAINGER FOUNDATION INC.

36-6192971

FORM 990-PF

Year Ended December 31, 2009

Capital Gains and Losses for Tax on Investment Income
Page 3, Part IV - Lines 1, 2, and 3

1.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.)	(e) Gross Sales price minus expense of sale	(g) Cost or other basis	(h) Gain or (loss) (e) minus (g)	(i) Gain/Loss
a.	stk 2,250 sh Rockwell Collins Inc.	P	8/23/2006	2/3/2009	86,472.19	120,570.30	(34,098.11) lt	(34,098.11)
b.	stk 724 sh Knight Transportation Inc.	P	9/10/2003	4/22/2009	11,622.03	8,893.79	2,728.24 lt	2,728.24
c.	stk 794 sh Knight Transportation Inc.	P	9/3/2003	4/22/2009	12,737.29	9,739.49	2,997.80 lt	2,997.80
d.	stk 1,500 sh Cisco Systems Inc.	P	5/16/2008	7/21/2009	32,189.17	39,660.00	(7,470.83) lt	(7,470.83)
e.	stk 2,300 sh Gilead Sciences Inc.	P	8/23/2006	9/28/2009	107,775.22	73,347.00	34,428.22 lt	34,428.22
f.	stk 1,850 sh Smith International Inc.	P	5/16/2008	9/28/2009	53,700.97	151,150.18	(97,449.21) lt	(97,449.21)
g.	stk 2,250 sh Stryker Corp	P	5/16/2008	9/28/2009	103,305.42	142,139.25	(38,833.83) lt	(38,833.83)
h.	stk 2,250 sh T Rowe Price Group Inc.	P	5/16/2008	9/28/2009	100,828.00	139,566.83	(38,738.83) lt	(38,738.83)
	Subtotal				\$ 508,630.29	\$ 685,066.84	\$ (176,436.55)	\$ (176,436.55)
i.	Sprint Corp. Sec. Litigation	-	-	3/10/2009	14.39	0	14.39	14.39
j.	Motorola Secs. Litigation	-	-	6/25/2009	704.61	0	704.61	704.61
	Subtotal				\$ 719.00	\$ -	\$ 719.00	\$ 719.00
k.	stk 200,000 sh W.W. Grainger, Inc.	D	1/1/1970	2/12/2009	14,711,017.58	7,132.00	14,703,885.58 lt	14,703,885.58
l.	stk 2,600 sh W.W. Grainger, Inc.	D	1/1/1970	9/10/2009	233,915.98	92.72	233,823.26 lt	233,823.26
m.	stk 47,400 sh W.W. Grainger, Inc.	D	1/1/1970	9/11/2009	4,264,468.36	1,690.28	4,262,778.08 lt	4,262,778.08
n.	stk 60,000 sh W.W. Grainger, Inc.	D	1/1/1970	11/9/2009	5,878,300.87	2,139.60	5,876,161.27 lt	5,876,161.27
o.	stk 50,000 sh W.W. Grainger, Inc.	D	1/1/1970	12/15/2009	4,924,458.39	1,783.00	4,922,675.39 lt	4,922,675.39
	Subtotal				\$ 30,012,161.18	\$ 12,837.60	\$ 29,999,323.58	\$ 29,999,323.58
p.	2,000,000 cp HSBC Commercial Paper	P	4/23/2009	9/21/2009	1,989,094.00	1,989,094.00	0	0
	Total				\$ 32,510,604.47	\$ 2,686,998.44	\$ 29,823,606.03	\$ 29,823,606.03
	Line 2 - Capital Gain Net Income							\$ 29,823,606.03
	Line 3 - Short Term Capital Loss							\$ -

Statements Regarding Activities
Page 4, Part VII-A - Question 10

Donor

D.W. Grainger
100 Grainger Parkway
Lake Forest, IL 60045

D.W. Grainger has been a substantial contributor to The Grainger Foundation in prior years and is an officer and director of the Foundation.

Officers, Directors, Trustees, Foundation Mgrs, and Their Compensation, if any
Page 6, Part VIII - Line 1

<u>Name and Address</u>	<u>Title</u>	<u>Avg. Hrs. per week devoted to position</u>	<u>Contributions to employee benefit plans</u>	<u>Exp. Acct., other allowances</u>	<u>Compensation</u>
D.W. Grainger 100 Grainger Parkway Lake Forest, IL 60045	President, Treasurer, & Director	20 hours	0	0	none
G.J. Sinclair 100 Grainger Parkway Lake Forest, IL 60045	Vice President & Secretary	30 hours	\$ 38,010.00	0	\$ 159,540.00
W.B. Hayden 100 Grainger Parkway Lake Forest, IL 60045	Vice President	4 hours	0	0	\$ 40,000.00
J.S. Chapman 111 S. Wacker Dr. Chicago, IL 60606	Director	unknown	0	0	none
D.L. Kendall 111 S. Wacker Dr. Chicago, IL 60606	Director	unknown	0	0	none
Total Officer Compensation			<u><u>\$ 38,010.00</u></u>		<u><u>\$ 199,540.00</u></u>

Grants and Contributions Paid During the Year

Page 11, Part XV, Line 3a

Recipient - Name and Address	Foundation Status	Purpose of Grant	\$ Amount
Ace Foundation/Anthony Munoz Foundation Cincinnati, OH	Publicly Supported	Education/Scholarship Fund	15,000
Adler Planetarium Chicago, IL	Publicly Supported	Special Program Fund	4,000,000
Aging Community Coordinated Enterprise Supportive Services, Inc. Medford, OR	Publicly Supported	Food Bank	5,000
Akron-Canton Regional Foodbank Akron, OH	Publicly Supported	Food Bank	10,000
The Alameda County Community Food Bank, Inc. Oakland, CA	Publicly Supported	Food Bank	5,000
Alamo Community College District Foundation, Inc. San Antonio, TX	School	Scholarship Fund	20,000
Alzheimer's Disease & Related Disorders Association, Inc. - Northwest Ohio Chapter Toledo, OH	Publicly Supported	Operating Fund	1,000
American Cancer Society Inc Parkersburg, WV	Publicly Supported	Operating Fund	5,000
American Institute of Indian Studies Chicago, IL	Publicly Supported	Special Program Fund	2,500
American Junior Academy of Science Wheaton, IL	Publicly Supported	Special Program Fund	20,000
American National Red Cross - Alabama Gulf Coast Chapter Mobile, AL	Publicly Supported	Disaster Relief	10,000
American National Red Cross - Alaska Chapter Anchorage, AK	Publicly Supported	Disaster Relief	40,000
American National Red Cross - Albuquerque Chapter Albuquerque, NM	Publicly Supported	Disaster Relief/Equipment Fund	5,000
American National Red Cross - Chisholm Trail Chapter Fort Worth, TX	Publicly Supported	Equipment Fund	10,000
American National Red Cross - Heart of Tennessee Chapter Murfreesboro, TN	Publicly Supported	Disaster Relief	5,000
American National Red Cross - Kalamazoo Area Chapter Kalamazoo, MO	Publicly Supported	Disaster Relief	5,000
American National Red Cross - Lakeland Chapter Green Bay, WI	Publicly Supported	Disaster Relief	5,000
American National Red Cross - Marathon County Chapter Wausau, WI	Publicly Supported	Equipment Fund	10,000
American National Red Cross - Mid-Michigan Chapter Lansing, MI	Publicly Supported	Food Bank	10,000
American National Red Cross - Northwest Michigan Chapter Traverse City, MI	Publicly Supported	Operating Fund	10,000
American National Red Cross - Sonoma County & Redwood Empire Chapter Santa Rosa, CA	Publicly Supported	Disaster Relief/Scholarship Fund	18,000
American National Red Cross - Southcentral Kentucky Chapter Bowling Green, KY	Publicly Supported	Disaster Relief/Food	5,000
American National Red Cross - Southeastern Michigan Chapter Detroit, MI	Publicly Supported	Disaster Relief	10,000
America's Second Harvest of Coastal Georgia, Inc. Savannah, GA	Publicly Supported	Food Bank	10,000
America's Second Harvest of Tampa Bay, Inc. Tampa, FL	Publicly Supported	Food Bank/Operating Fund	20,000
America's Second Harvest of Wisconsin, Inc. Milwaukee, WI	Publicly Supported	Equipment Fund	50,000
Arden Shore Child and Family Services Vernon Hills, IL	Publicly Supported	Capital Fund	50,000

Grants and Contributions Paid During the Year

Page 11, Part XV, Line 3a

Recipient - Name and Address	Foundation Status	Purpose of Grant	\$ Amount
Arkansas Foodbank Network, Inc. Little Rock, AR	Publicly Supported	Food Bank	10,000
The Art Institute of Chicago Chicago, IL	Publicly Supported	Operating Fund	10,000
The Art Institute of Chicago, School of Chicago, IL	School	Special Program and Scholarship Funds	10,000
Arthritis Foundation Chicago, IL	Publicly Supported	Special Program Fund	7,500
Ashland County Food Bank Ashland, OH	Publicly Supported	Food Bank	5,000
Assistance Center of Towson Churches, Inc. Towson, MD	Publicly Supported	Food Program	2,000
Atlanta Community Food Bank, Inc. Atlanta, GA	Publicly Supported	Food Bank	20,000
Auburn Vocational School District Concord Twp, OH	School	Equipment and Scholarship Funds	10,000
Auburn Vocational School District Painesville, OH	School	Equipment and Scholarship Funds	5,000
Augusta Technical College Foundation Inc Augusta, GA	School	Technical Education	5,000
Aurora Area Interfaith Food Pantry Aurora, IL	Publicly Supported	Food Bank	10,000
Austin Community College Foundation Austin, TX	School	Scholarship Fund	15,000
Bay Area Food Bank Theodore, AL	Publicly Supported	Food Bank	10,000
Beaver County Career & Technology Center Monaca, PA	School	Equipment Fund	10,000
Best Education Foundation Inc. Garland, TX	School	Scholarship Fund	10,000
Bluffton Self Help, Inc. Bluffton, SC	Publicly Supported	Food Bank	5,000
Boca Helping Hands Inc. Boca Raton, FL	Publicly Supported	Food Bank/Capital Fund	10,000
Boys and Girls Club of Lake County North Chicago, IL	Publicly Supported	Special Program Fund	40,000
Boys Hope Girls Hope New Orleans, LA	Publicly Supported	Scholarship and Capital Funds	20,000
Brighton Center, Inc. Newport, KY	Publicly Supported	Food Bank	2,500
The Bucks County Community College Foundation Newtown, PA	School	Scholarship Fund	11,000
Caestecker Public Library Foundation Inc. Green Lake, WI	Publicly Supported	Operating Fund	2,500
John C Calhoun State Community College Foundation Inc Decatur, AL	School	Scholarship Fund	10,000
Camden Clark Foundation Parkersburg, WV	Hospital	Capital Fund	5,000
Canine Companions for Independence Woodstock, IL	Publicly Supported	Operating Fund	10,000
Cape Fear Community College Foundation, Inc. Wilmington, NC	School	Scholarship Fund	5,000
Capital Area Food Bank of Texas Inc. Austin, TX	Publicly Supported	Food Bank	30,000
Casper College Foundation Casper, WY	School	Equipment Fund	5,000

Grants and Contributions Paid During the Year

Page 11, Part XV, Line 3a

Recipient - Name and Address	Foundation Status	Purpose of Grant	\$ Amount
Catawba Valley Community College Foundation, Inc. Hickory, NC	School	Scholarship and Equipment Funds	20,000
Center for Speech and Language Disorders Elmhurst, IL	Publicly Supported	Operating Fund	15,000
Central Illinois Foodbank Springfield, IL	Publicly Supported	Food Bank	5,000
Central Minnesota Community Foundation St. Cloud, MN	Publicly Supported	Emergency Preparedness	5,000
Central Pennsylvania Food Bank Harrisburg, PA	Publicly Supported	Food Bank	30,000
Central Piedmont Community College Foundation Inc. Charlotte, NC	School	Scholarship Fund	20,000
Chattanooga Area Food Bank, Inc. Chattanooga, TN	Publicly Supported	Food Bank	20,000
Chicago Anti-Hunger Federation Chicago, IL	Publicly Supported	Food Bank	10,000
Chicago Botanic Garden Glencoe, IL	Publicly Supported	Capital and Special Program Funds	3,060,000
Chicago Cares, Inc. Chicago, IL	Publicly Supported	Youth Leadership Program	7,500
Chicago Fund on Aging and Disability Chicago, IL	Publicly Supported	Food Bank	12,500
Chicago Humanities Festival Chicago, IL	Publicly Supported	Operating Fund	2,500
Chicago Symphony Orchestra Chicago, IL	Publicly Supported	Special Program Funds	2,215,000
ChildNet, Inc. Plantation, FL	Publicly Supported	Operating Fund	10,000
Childrens' Hospital Foundation Philadelphia, PA	Hospital	Special Programs and Operating Funds	50,000
Children's Memorial Foundation Chicago, IL	Hospital	Medical Research	1,005,000
Christian Community Storehouse of Keller Keller, TX	Publicly Supported	Food Bank	10,000
Christ's Haven for Children Keller, TX	Publicly Supported	Capital Fund	25,000
City Harvest Inc. New York, NY	Publicly Supported	Food Bank	10,000
Cleveland Foodbank, Inc. Cleveland, OH	Publicly Supported	Food Bank	40,000
The Colonial Williamsburg Foundation Williamsburg, VA	Publicly Supported	Special Program Fund	400,000
Commission on Economic Opportunity of Luzerne County Wilkes Barre, PA	Publicly Supported	Food Bank	15,000
Community Action House Holland, MI	Publicly Supported	Food Bank	5,000
Community Food Bank of Eastern Oklahoma, Inc. Tulsa, OK	Publicly Supported	Food Bank	10,000
Community Food Bank of New Jersey Inc Hillside, NJ	Publicly Supported	Food Bank	20,000
Community Harvest Food Bank of Northeast Indiana Inc. Forty Wayne, IN	Publicly Supported	Food Bank	15,000
Community Hospital Foundation Monterey, CA	Hospital	Special Program and Equipment Funds	100,000
Connecticut Food Bank Inc. East Haven, CT	Publicly Supported	Food Bank	15,000

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Recipient - Name and Address	Foundation Status	Purpose of Grant	\$ Amount
Connecticut Food Bank Inc. Fairfield, CT	Publicly Supported	Food Bank	10,000
Cookeville Regional Medical Center Foundation Cookeville, TN	Hospital	Special Program Fund	5,000
Cooperative Feeding Program, Inc. Ft. Lauderdale, FL	Publicly Supported	Food Bank	5,000
County of Atlantic Atlantic City, NJ	Government	Emergency Preparedness	5,000
Crawford Sebastian Community Development Council, Inc. Fort Smith, AR	Publicly Supported	Food Program	5,000
Daily Bread Food Bank Miami, FL	Publicly Supported	Food Bank	20,000
Daily Bread, Inc. Melbourne, FL	Publicly Supported	Food Bank	5,000
Dare to Care Inc. Louisville, KY	Publicly Supported	Food Bank	15,000
Des Moines Area Community College Foundation Ankeny, IA	School	Capital Fund	15,000
East Little Havana Neighborhood Governing Board Inc Miami, FL	Publicly Supported	Food Bank	10,000
Ecumenical Assembly of Bartholomew County Churches, Inc. Columbus, IN	Publicly Supported	Food Bank	10,000
Emergency Food Bank Stockton, CA	Publicly Supported	Food Bank	5,000
Essex Community College Foundation Baltimore, MD	School	Scholarship Fund	20,000
The Evanston Art Center Evanston, IL	Publicly Supported	Special Program Fund	7,500
Family Service Society Inc Paducah, KY	Publicly Supported	Food Bank	5,000
Far West Texas & Southern New Mexico Trauma Regional Advisory Council El Paso, TX	Publicly Supported	Emergency Preparedness	5,000
Father Fred Foundation Traverse City, MI	Publicly Supported	Food Bank	12,000
The Festival Foundation Traverse City, MI	Publicly Supported	Operating Fund	1,500
The Field Museum Chicago, IL	Publicly Supported	Special Program and Operating Funds	3,337,500
Filter Pure, Inc. Prescott Valley, AZ	Publicly Supported	Operating Fund	10,000
FirstLink Fargo, ND	Publicly Supported	Emergency Preparedness	5,000
Florence-Darlington Technical College Foundation, Inc. Florence, SC	School	Scholarship Fund	20,000
Food & Friends, Inc. Washington, DC	Publicly Supported	Food Bank	20,000
Food Bank of Alaska Inc. Anchorage, AK	Publicly Supported	Food Bank	20,000
Food Bank of Central and Eastern North Carolina Inc. Raleigh, NC	Publicly Supported	Food Bank	20,000
Food Bank of Central and Eastern North Carolina Inc. Wilmington, NC	Publicly Supported	Food Bank	20,000
Food Bank of Central Louisiana, Inc. Alexandria, LA	Publicly Supported	Food Bank	5,000

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Recipient - Name and Address	Foundation Status	Purpose of Grant	\$ Amount
Food Bank of Delaware Inc. Newark, DE	Publicly Supported	Food Bank	2,000
Food Bank of East Alabama Inc. Auburn, AL	Publicly Supported	Food Bank	5,000
Food Bank of Eastern Michigan Inc. Flint, MI	Publicly Supported	Food Bank	10,000
Food Bank of Greater Tarrant County Fort Worth, TX	Publicly Supported	Food Bank	20,000
Food Bank of Iowa Des Moines, IA	Publicly Supported	Food Bank	10,000
Food Bank of North Alabama Huntsville, AL	Publicly Supported	Food Bank	20,000
Food Bank of Northeast Georgia Athens, GA	Publicly Supported	Food Bank	5,000
Food Bank of Northern Indiana South Bend, IN	Publicly Supported	Food Bank	20,000
Food Bank of Northern Nevada Inc McCarran, NV	Publicly Supported	Food Bank	5,000
Food Bank of the Rio Grande Valley, Inc. McAllen, TX	Publicly Supported	Food Bank	5,000
Food Bank of the Rockies Denver, CO	Publicly Supported	Food Bank	50,000
Food Bank of Somerset County, Inc. Bound Brook, NJ	Publicly Supported	Food Bank	10,000
Food Bank of South Jersey, Inc. Pennsauken, NJ	Publicly Supported	Food Bank	5,000
Food Bank of Southwest Georgia Inc. Albany, GA	Publicly Supported	Food Bank	5,000
Food Bank of Western New York, Inc. Buffalo, NY	Publicly Supported	Food Bank	10,000
Food for Lane County Eugene, OR	Publicly Supported	Food Bank	5,000
FOOD Inc Fresno, CA	Publicly Supported	Food Bank	5,000
The Foodbank Inc. Dayton, OH	Publicly Supported	Food Bank	10,000
Foodlink, Inc. Rochester, NY	Publicly Supported	Food Bank	10,000
Foodnet of Lafayette LA Lafayette, LA	Publicly Supported	Food Bank	5,000
Foster Care Central Elk Grove, CA	Publicly Supported	Special Program Fund	10,000
Foundation Center, The New York, NY	Publicly Supported	Operating Fund	5,000
Foundation of the Wisconsin Automobile & Truck Dealers Association Milwaukee, WI	Publicly Supported	Education	10,000
Franklin Institute Inc. Boston, MA	School	Technical Education	1,000
Freedom Alliance Dulles, VA	Publicly Supported	Special Program and Scholarship Funds	50,000
Gathering of Southeast Wisconsin Inc. Milwaukee, WI	Publicly Supported	Equipment Fund	6,000
Gleaners Community Food Bank Inc. Detroit, MI	Publicly Supported	Food Bank	50,000

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Recipient - Name and Address	Foundation Status	Purpose of Grant	\$ Amount
The Gleaners Food Bank of Indiana, Inc. Indianapolis, IN	Publicly Supported	Food Bank	10,000
God's Pantry Food Bank, Inc. Lexington, KY	Publicly Supported	Food Bank	5,000
Golden Harvest Food Bank, Inc. Augusta, GA	Publicly Supported	Food Bank	10,000
Good Samaritans of Garland, Inc. Garland, TX	Publicly Supported	Food Bank	10,000
Good Shepherd Food-Bank Auburn, ME	Publicly Supported	Food Bank	5,000
Grand Traverse Regional Land Conservancy Traverse City, MI	Publicly Supported	Special Program Fund	100,000
Grand View College Des Moines, IA	School	Education/Tuition Assistance	5,000
The Greater Boston Food Bank Inc. Boston, MA	Publicly Supported	Food Bank	20,000
Greater Chicago Food Depository Chicago, IL	Publicly Supported	Food Bank	15,000
Greater Hammond Community Services Inc. Hammond, IN	Publicly Supported	Food Bank	5,000
Greater Pittsburgh Community Food Bank Duquesne, PA	Publicly Supported	Food Bank	20,000
Green Lake Conservancy Foundation Inc. Green Lake, WI	Publicly Supported	Operating Fund	2,500
Green Lake Festival of Music Green Lake, WI	Publicly Supported	Operating Fund	10,000
Greensboro Urban Ministry Greensboro, NC	Publicly Supported	Food Bank	5,000
Emily Griffith Foundation, Inc. Denver, CO	School	Scholarship Fund	50,000
Guns N Hoses Foundation Garland, TX	Publicly Supported	Special Program Fund	5,000
Hands on Nashville Inc. Nashville, TN	Publicly Supported	Special Program Fund	10,000
Harford Community Action Agency, Inc. Edgewood, MD	Publicly Supported	Food Bank	10,000
Harmony House Homeless Services, Inc. Mansfield, OH	Publicly Supported	Operating Fund	10,000
Harrisburg Area Community College Foundation York, PA	School	Scholarship Fund	5,000
The Harrisburg Area Community College Foundation Harrisburg, PA	School	Scholarship Fund	5,000
Harry Chapin Food Bank of Southwest Florida Inc. Fort Myers, FL	Publicly Supported	Food Bank	5,000
Harvest Hope Food Bank Columbia, SC	Publicly Supported	Food Bank	15,000
Harvesters-The Community Food Network Kansas City, MO	Publicly Supported	Food Bank	10,000
Hawaii 3R's Honolulu, HI	Publicly Supported	Operating Fund	5,000
Hawaii Foodbank Honolulu, HI	Publicly Supported	Operating Fund	10,000
Hawkeye Area Community Action Program, Inc. Hiawatha, IA	Publicly Supported	Food Bank and Equipment Fund	20,000
The Hennepin Technical College Foundation Brooklyn Park, MN	School	Scholarship Fund	10,000

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Recipient - Name and Address	Foundation Status	Purpose of Grant	\$ Amount
Henry Ford Community College Foundation Dearborn, MI	School	Technical Education/Equipment	25,365
Hephzibah Children's Association Oak Park, IL	Publicly Supported	Operating Fund	10,000
Hibbing College Foundation Hibbing, MN	School	Scholarship Fund	5,000
Hollins University Roanoke, VA	School	Operating Fund	2,500
Homan Square Power House Chicago, IL	School	Capital Fund	500,000
Housing First Inc. Mobile, AL	Publicly Supported	Scholarship and Equipment Funds	15,000
Houston Food Bank Houston, TX	Publicly Supported	Food Bank	45,000
Huckleberry Youth Programs San Francisco, CA	Publicly Supported	Capital Fund	25,000
Huntington Area Food Bank Inc. Huntington, WV	Publicly Supported	Food Bank	5,000
IEEE Foundation Piscataway, NJ	Publicly Supported	Special Program Fund	50,000
Indiana Easter Seal Society for Crippled Childrens & Adults of Indiana, Southwestern Indiana Chapter Evansville, IN	Publicly Supported	Operating Fund	15,000
Indiana Elks Chanties, Inc. Columbus, IN	Publicly Supported	Special Program Fund	5,000
Injured Marine Semper Fi Fund Oceanside, CA	Publicly Supported	Operating Fund	100,000
Irvine Valley College Foundation Irvine, CA	School	Scholarship Fund	5,000
Island Harvest Ltd. Mineola, NY	Publicly Supported	Food Bank	10,000
Ivy Tech Foundation Inc. Indianapolis, IN	School	Equipment Fund	5,000
JA Worldwide Cincinnati, OH	Publicly Supported	Technical Education	29,500
Jefferson College Foundation Incorporated Hillsboro, MO	School	Technical Education	5,000
Jewish Employment & Vocational Services Philadelphia, PA	School	Scholarship Fund	10,000
Joliet Junior College Foundation Joliet, IL	School	Capital Fund	5,000
Kalamazoo Loaves & Fishes, Inc. Kalamazoo, MI	Publicly Supported	Food Bank	10,000
Kansas Food Bank Warehouse Inc. Wichita, KS	Publicly Supported	Food Bank	10,000
Lake Forest Hospital Lake Forest, IL	Hospital	Capital/Equipment Fund	1,000,000
Lancaster County Career & Technology Foundation Willow Street, PA	School	Scholarship Fund	5,000
Long Island Cares, Inc. Hauppauge, NY	Publicly Supported	Food Bank	20,000
Louisiana Technical College Dist IV Foundation Lafayette, LA	School	Scholarship and Operating Funds	5,000
Love Inc of Southeastern Ottawa County Hudsonville, MI	Publicly Supported	Food Bank	5,000

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Recipient - Name and Address	Foundation Status	Purpose of Grant	\$ Amount
LowCountry Food Bank Inc. Charleston, SC	Publicly Supported	Food Bank	5,000
Lutheran Social Services of North Dakota Fargo, ND	Publicly Supported	Food Bank	10,000
Lutheran Social Services of Northeast Florida Inc. Jacksonville, FL	Publicly Supported	Food Bank	40,000
General Douglas MacArthur Memorial Norfolk, VA	Publicly Supported	Capital Fund	75,000
Madison Area Technical College Foundation Inc. Madison, WI	School	Technical Education	5,000
MANNA FoodBank, Inc. Asheville, NC	Publicly Supported	Food Bank	5,000
Mansfield Board of Education Mansfield, OH	School	Education	5,000
Marine Industry Education Foundation of Palm Beach County, Inc. Pahokee, FL	School	Technical Education	5,000
Martha's Table Washington, DC	Publicly Supported	Food Bank	5,000
Maryland Food Bank Inc. Baltimore, MD	Publicly Supported	Food Bank	5,000
The Meeting Ground Inc. Elkton, MD	Publicly Supported	Food Program	3,000
Memphis Food Bank Memphis, TN	Publicly Supported	Food Bank	5,000
Metrocrest Social Services Carrollton, TX	Publicly Supported	Operating and Capital Funds	20,000
Mid-Ohio FoodBank Columbus, OH	Publicly Supported	Food Bank	15,000
Middle Georgia Community Food Bank, Inc. Macon, GA	Publicly Supported	Food Bank	5,000
Mississippi Food Network, Inc. Jackson, MS	Publicly Supported	Food Bank	10,000
Missouri University of Science & Technology Rolla, MO	School	Special Program Fund	35,000
Monroe Community College Foundation, Inc. Rochester, NY	School	Scholarship Fund	20,000
More Than Words, Inc. Waltham, MA	Publicly Supported	Operating Fund	5,000
Morning Star Mission Ministries Joliet, IL	Publicly Supported	Food Bank	10,000
Munson Healthcare Regional Foundation Traverse City, MI	Hospital	Operating Fund	10,000
Museum of Science and Industry Chicago, IL	Publicly Supported	Capital and Operating Funds	5,010,000
National Academy of Engineering Fund Washington, DC	Publicly Supported	Special Program Fund	1,000,000
National Childrens Advocacy Center Huntsville, AL	Publicly Supported	Operating Fund	7,500
National Disaster Search Dog Foundation Ojai, CA	Publicly Supported	Operating Fund	10,000
National Safety Council Itasca, IL	Publicly Supported	Special Program Fund	25,000
Naval Aviation Monument Fund Virginia Beach, VA	Publicly Supported	Special Program Fund	5,000

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Recipient - Name and Address	Foundation Status	Purpose of Grant	\$ Amount
Navy League of the United States, Lake County Council Grayslake, IL	Publicly Supported	Special Program Fund	10,000
The Night Ministry Chicago, IL	Publicly Supported	Special Program Fund	50,000
North Harris Montgomery Community College District Foundation The Woodlands, TX	School	Scholarship Fund	15,000
North Park University Chicago, IL	School	Operating Fund	10,000
North Texas Food Bank Dallas, TX	Publicly Supported	Food Bank	10,000
Northeast Iowa Food Bank Inc. Waterloo, IA	Publicly Supported	Food Bank	10,000
Northeast State Technical Community College Foundation Blountville, TN	School	Scholarship Fund	5,000
Northern Illinois Food Bank St. Charles, IL	Publicly Supported	Food, Capital and Operating Funds	130,000
Northwest Arkansas Food Bank Springdale, AR	Publicly Supported	Food Bank	5,000
Ohio Newspapers Foundation Columbus, OH	Publicly Supported	Educational Program	5,000
Old Man Rivers Parkersburg, WV	Publicly Supported	Food Bank	10,000
Operation Blessings of Fayetteville Inc. Fayetteville, NC	Publicly Supported	Food Bank	5,000
Operation Homefront-Florida, Inc. Royal Palm Beach, FL	Publicly Supported	Food Program	25,000
Operation Homefront, Inc.-San Diego Chapter San Diego, CA	Publicly Supported	Food Program	6,000
Operation Our Town Inc Altoona, PA	Publicly Supported	Operating Fund	10,000
Oregon Food Bank Inc. Portland, OR	Publicly Supported	Food Bank	30,000
PADS of Elgin Inc Elgin, IL	Publicly Supported	Operating Fund	5,000
Patchwork Central, Inc. Evansville, IN	Publicly Supported	Education	4,690
Pennsylvania Friends of Agriculture Foundation Camp Hill, PA	Publicly Supported	Educational Program	8,000
Pensacola Junior College Foundation, Inc. Pensacola, FL	School	Scholarship Fund	5,000
Peoria Citizens Committee for Economic Opportunity, Inc. Peoria, IL	Publicly Supported	Food Bank	5,000
The Peralta Colleges Foundation Oakland, CA	School	Scholarship Fund	5,000
Perry House Foundation, Inc. Stratford, CT	Publicly Supported	Education/Cultural Programs	5,000
Philabundance Philadelphia, PA	Publicly Supported	Food Bank	10,000
Pitt Technical Institute Foundation Inc. Greenville, NC	School	Scholarship Fund	5,000
Platt Regional Vocational Technical School Parent Faculty Organization, Inc. Milford, CT	Publicly Supported	Technical Education	10,000
Portland Youthbuilders Portland, OR	Publicly Supported	Operating Fund	20,000

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Recipient - Name and Address	Foundation Status	Purpose of Grant	\$ Amount
Pulaski Technical College Foundation Inc. North Little Rock, AR	School	Capital Fund	5,000
Ranken Technical College St. Louis, MO	School	Capital Fund and Educational Programs	12,000
Reach Community Development, Inc. Portland, OR	Publicly Supported	Special Program Funds	30,000
Reach Out Lakota Inc. West Chester, OH	Publicly Supported	Food Bank	10,000
REACT International, Inc. St. Cloud, MN	Publicly Supported	Special Program Fund	7,000
Reading Power, Inc. Lake Forest, IL	Publicly Supported	Special Program Fund	106,000
Red Rocks Community College Foundation Lakewood, CO	School	Equipment Fund	30,000
Redwood Empire Food Bank Santa Rosa, CA	Publicly Supported	Food Bank	10,000
Regional Emergency and Hospital Preparedness Council Houston, TX	Publicly Supported	Equipment Fund	10,000
Regional Food Bank of N.E. NY, Inc. Latham, NY	Publicly Supported	Food Bank	10,000
Regional Food Bank of Oklahoma, Inc. Oklahoma City, OK	Publicly Supported	Food Bank	10,000
Rescue Mission Alliance Oxnard, CA	Publicly Supported	Food Bank	30,000
Roadrunner Food Bank Inc. Albuquerque, NM	Publicly Supported	Food Bank	10,000
Ronald McDonald House Charities Oak Brook, IL	Publicly Supported	Capital Fund	100,000
The Rotary Club of San Jose North San Jose, CA	Publicly Supported	Operating Fund	5,000
Rotary Club of Traverse Bay Sunrise Foundation Inc. Acme, MI	Publicly Supported	Education	4,000
Rush University Medical Center Chicago, IL	Hospital	Capital, Medical Research, and Scholarship Funds	4,100,000
Saint Ignatius College Prep Chicago, IL	School	Scholarship Fund	50,000
Saint Louis Regional Green Building Council St. Louis, MO	Publicly Supported	Scholarship Fund and Program Sponsorship	10,000
Salvation Army Chicago, IL	Publicly Supported	Operating Fund	100,000
Salvation Army Metro Division Elgin, IL	Publicly Supported	Operating Fund	10,000
Salvation Army Northern Division Saint Cloud, MN	Publicly Supported	Food Bank	10,000
San Antonio Food Bank Inc San Antonio, TX	Publicly Supported	Food Bank	20,000
San Diego Food Bank Corporation San Diego, CA	Publicly Supported	Food Bank	70,000
San Jacinto College Foundation Pasadena Texas Pasadena, TX	School	Scholarship Fund	5,000
Santiago Canyon College Foundation Orange, CA	School	Technical Education	10,000
Sauk Valley College Foundation Dixon, IL	School	Scholarship Fund	5,000
Savannah VO-TECH FDN INC Savannah, GA	School	Scholarship Fund	5,000

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Recipient - Name and Address	Foundation Status	Purpose of Grant	\$ Amount
Scholarship America, Inc. Carpentersville, IL	Publicly Supported	Scholarship Fund	2,000
SCTC Foundation St. Cloud, MN	School	Scholarship Fund	12,000
Second Harvest Food Bank of Central Florida Inc. Daytona Beach, FL	Publicly Supported	Food Bank	10,000
Second Harvest Food Bank of Central Florida Inc. Orlando, FL	Publicly Supported	Food Bank	10,000
Second Harvest Food Bank of the Chattahoochee Valley Inc. Columbus, GA	Publicly Supported	Food Bank	15,000
Second Harvest Food Bank of East Central Indiana Inc Muncie, IN	Publicly Supported	Food Bank	5,000
Second Harvest Food Bank of Greater New Orleans and Acadiana New Orleans, LA	Publicly Supported	Food Bank	10,000
Second Harvest Food Bank of Metrolina Inc. Charlotte, NC	Publicly Supported	Food Bank	30,000
Second Harvest Food Bank of Middle Tennessee Inc. Nashville, TN	Publicly Supported	Food Bank	20,000
Second Harvest Foodbank of the Mahoning Valley Youngstown, OH	Publicly Supported	Food Bank	20,000
Second Harvest Food Bank of Northeast Tennessee, Inc. Gray, TN	Publicly Supported	Food Bank	10,000
Second Harvest Food Bank of Northwest North Carolina, Inc. Winston Salem, NC	Publicly Supported	Food Bank	5,000
Second Harvest Food Bank of Northwest Pennsylvania Erie, PA	Publicly Supported	Food Bank	5,000
Second Harvest Food Bank of Orange County Irvine, CA	Publicly Supported	Food Bank	30,000
Second Harvest Food Bank Serving Riverside & San Bernardino Counties Riverside, CA	Publicly Supported	Food Bank	5,000
Second Harvest Gleaners Food Bank of West Michigan, Inc. Comstock Park, MI	Publicly Supported	Food Bank	10,000
Second Harvest Heartland St. Paul, MN	Publicly Supported	Food Bank	10,000
Second Harvest Northern Lakes Food Bank Duluth, MN	Publicly Supported	Food Bank	10,000
Shared Harvest Foodbank Inc Fairfield, OH	Publicly Supported	Food Bank	10,000
John G. Shedd Aquarium Chicago, IL	Publicly Supported	Operating Fund	35,000
Shriners Hospitals for Children Garland, TX	Hospital	Operating Fund	5,000
Society of St. Vincent DePaul, Council of the United States Johnstown, PA	Publicly Supported	Food Bank	17,000
South Boston Neighborhood House, Inc. South Boston, MA	Publicly Supported	Special Program Fund	9,000
South Brevard Sharing Center Inc. Melbourne, FL	Publicly Supported	Food Program	10,000
South Plains Food Bank Inc. Lubbock, TX	Publicly Supported	Food Bank	5,000
South Texas Food Bank Laredo, TX	Publicly Supported	Food Bank	5,000
Special Olympics of Pennsylvania, Inc. Norristown, PA	Publicly Supported	Operating Fund	10,000

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Recipient - Name and Address	Foundation Status	Purpose of Grant	\$ Amount
Spirit of 67 Foundation Lake Forest, IL	Publicly Supported	Special Program Fund	10,000
St. Louis Area Food Bank Inc. Bridgeton, MO	Publicly Supported	Food Bank	18,000
St. Petersburg Free Clinic, Inc. St. Petersburg, FL	Publicly Supported	Food Bank	5,000
Starbase Atlantis Hampton Roads Portsmouth, VA	Publicly Supported	Operating Fund	10,000
Sterling House Community Center Stratford, CT	Publicly Supported	Food Bank	10,000
Sweetwater Valley Community Action Mission Program, Inc. Austell, GA	Publicly Supported	Food Bank	5,000
Tarrant Area Food Bank Fort Worth, TX	Publicly Supported	Food Bank	35,000
Three Square Las Vegas, NV	Publicly Supported	Food Bank	10,000
Tigard School District 23J Tigard, OR	School	Special Program Funds	10,000
Together We Cope Tinley Park, IL	Publicly Supported	Food Bank	10,000
Toledo NW Ohio Food Bank, Inc. Toledo, OH	Publicly Supported	Food Bank	5,000
Traverse Area Recreation and Transportation Trails Inc Traverse City, MI	Publicly Supported	Operating Fund	6,000
Treasure Coast Food Bank Incorporated Fort Pierce, FL	Publicly Supported	Food Bank	5,000
TreeHouse Wildlife Center, Inc. Brighton, IL	Publicly Supported	Operating Fund	10,000
Triangle United Way, Inc. Research Triangle Park, NC	Publicly Supported	Disaster Relief	5,000
Tri-State Food Bank Inc. Evansville, IN	Publicly Supported	Food Bank	10,310
Trumbull Career and Technical Center Warren, OH	School	Scholarship and Equipment Funds	5,000
Tulsa Vo-Tech Education Foundation Inc. Broken Arrow, OK	School	Scholarship Fund	5,000
UDT/Seal Museum Association Inc Fort Pierce, FL	Publicly Supported	Capital Fund	10,000
Union County Vocational Technical Schools Scotch Plains, NJ	School	Technical Education	5,000
United Food Bank Mesa, AZ	Publicly Supported	Food Bank	10,000
United Methodist Church and Affiliates Troy, OH	Church	Food Program	5,000
United Services Organization (USO) Arlington, VA	Publicly Supported	Special Program Fund	100,000
United Services Organization (USO) San Diego, CA	Publicly Supported	Special Program Fund	8,000
United States Olympic Committee (USOC) Colorado Springs, CO	Publicly Supported	Special Program Fund	100,000
United Way of Metropolitan Nashville, Inc. Nashville, TN	Publicly Supported	Operating Fund	10,000
United Way of Monongalia and Preston Counties, Inc. Morgantown, WV	Publicly Supported	Operating Fund	2,500

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Recipient - Name and Address	Foundation Status	Purpose of Grant	\$ Amount
University of Illinois Foundation University of Illinois at Chicago Chicago, IL	School	Special Program Fund	100,000
University of Richmond Richmond, VA	School	Special Program Fund	1,000,000
University of Wisconsin Foundation Madison, WI	School	Professorship Funds	270,000
USS George H.W. Bush Commissioning Norfolk, VA	Publicly Supported	Special Program Fund	250,000
Victim Relief Ministries, Inc. Richardson, TX	Publicly Supported	Operating Fund	5,000
Volunteers of America Mansfield, OH	Publicly Supported	Food Bank	5,000
Wake Technical Community College Foundation, Inc. Raleigh, NC	School	Scholarship Fund	15,000
West Ohio Food Bank Lima, OH	Publicly Supported	Food Bank	15,000
West Texas Food Bank El Paso, TX	Publicly Supported	Food Bank	10,000
West Valley Occupational Center Woodland Hills, CA	Government	Scholarship Fund	5,000
WFBG Christmas Carol Foundation Hollidaysburg, PA	Publicly Supported	Operating Fund	1,000
Wichita Area Technical College Foundation Wichita, KS	School	Scholarship Fund	5,000
Wichita Falls Area Food Bank Wichita Falls, TX	Publicly Supported	Food Bank	5,000
Widows Orphans & Disabled Firemen's Fund Los Angeles, CA	Publicly Supported	Disaster Relief	5,000
Willow Creek Community Church South Barrington, IL	Church	Food Pantry	5,000
Wisconsin Indianhead Technical College Foundation, Inc. Superior, WI	School	Scholarship Fund	5,000
Wood County Emergency Communications, Inc. Parkersburg, WV	Publicly Supported	Equipment Fund	9,000
Worcester County Food Bank Inc. Shrewsbury, MA	Publicly Supported	Food Bank	10,000
Worthington Educational Foundation Worthington, OH	School	Technical Educational Program	20,000
Yale University New Haven, CT	School	Operating Fund	2,500
YMCA of Greater Des Moines Boone, IA	Publicly Supported	Capital Fund	15,000
Youth Job Center of Evanston Inc. Evanston, IL	Publicly Supported	Operating Fund	2,500
Youth Organizations Umbrella Inc. Evanston, IL	Publicly Supported	Operating Fund	2,500
YouthBuild Lake County North Chicago, IL	Publicly Supported	Operating Fund	5,000
Total 2009			32,167,365