Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning JUL 1, 2009 , and ending JUN 30, 2010

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

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

Name of foundation: THE PATTIS FAMILY FOUNDATION

A Employer identification number: 36-3433310

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: 600 CENTRAL AVENUE, SUITE 205

B Telephone number: 8474328700

City or town, state, and ZIP code: HIGHLAND PARK, IL 60035

C If exemption application is pending, check here ▶☐
D 1. Foreign organizations, check here ▶☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 3,769,224.

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

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

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

		(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	5,028.		N/A	
	2 Check ▶☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	31,102.	31,102.		STATEMENT 1
	4 Dividends and interest from securities	128,536.	128,536.		STATEMENT 2
	5a Gross rents	-500.	-500.		STATEMENT 3
	b Net rental income or (loss) -500.				
	6a Net gain or (loss) from sale of assets not on line 10	85,515.			
	b Gross sales price for all assets on line 6a 244,743.				
	7 Capital gain net income (from Part IV, line 2)		85,515.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	699,096.	-73,459.		STATEMENT 4
	12 **Total.** Add lines 1 through 11	948,777.	171,194.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	1,155.	606.		0.
	19 Depreciation and depletion	2,093.	2,093.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	4,175.	4,175.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	7,423.	6,874.		0.
	25 Contributions, gifts, grants paid	117,892.			117,892.
	26 **Total expenses and disbursements.** Add lines 24 and 25	125,315.	6,874.		117,892.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	823,462.			
	b **Net investment income** (if negative, enter -0-)		164,320.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	105,116.	286,478.	286,478.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	12,791.	2,463.	2,463.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	641,353.	820,132.	900,567.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	2,190,010.	2,665,752.	2,569,462.
	14 Land, buildings, and equipment: basis ▶ 14,650.			
	Less accumulated depreciation STMT 9 ▶ 6,279.	10,464.	8,371.	8,371.
	15 Other assets (describe ▶ STATEMENT 10)	1,883.	1,883.	1,883.
	16 **Total assets** (to be completed by all filers)	2,961,617.	3,785,079.	3,769,224.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	2,961,617.	3,785,079.	
	30 **Total net assets or fund balances**	2,961,617.	3,785,079.	
	31 **Total liabilities and net assets/fund balances**	2,961,617.	3,785,079.	

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	2,961,617.
2 Enter amount from Part I, line 27a	2	823,462.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,785,079.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,785,079.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
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	244,743.		159,228.	85,515.

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				
b				
c				
d				
e				85,515.

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	85,515.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	123,456.	3,131,086.	.039429
2007	153,713.	3,191,006.	.048171
2006	127,086.	3,498,187.	.036329
2005	167,451.	3,078,986.	.054385
2004	88,268.	2,736,187.	.032259

2 **Total** of line 1, column (d)	2	.210573
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	.042115
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	3,749,281.
5 Multiply line 4 by line 3	5	157,901.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,643.
7 Add lines 5 and 6	7	159,544.
8 Enter qualifying distributions from Part XII, line 4	8	117,892.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	3,286.
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	3,286.
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	3,286.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 4,200.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	4,200.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	914.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 914.	**Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 11	10	X	

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

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

Website address ▶ N/A

14 The books are in care of ▶ S. WILLIAM PATTIS Telephone no. ▶ (847)432-8700

Located at ▶ 600 CENTRAL AVENUE, SUITE 205, HIGHLAND PARK, IL ZIP+4 ▶ 60035

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

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

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

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

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

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b	
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
S. WILLIAM PATTIS 600 CENTRAL AVENUE, SUITE 205 HIGHLAND PARK, IL 60035	PRESIDENT 0.00	0.	0.	0.
BETTE L. PATTIS 600 CENTRAL AVENUE, SUITE 205 HIGHLAND PARK, IL 60035	SECRETARY 0.00	0.	0.	0.
MARK R. PATTIS 600 CENTRAL AVENUE, SUITE 205 HIGHLAND PARK, IL 60035	VICE PRES. 0.00	0.	0.	0.
ROBIN Q. PATTIS HIMOVITZ P.O. BOX 4609, DRAWER 300 SANTA BARBARA, CA 93140	VICE PRES. 0.00	0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NOT APPLICABLE	0.00	0.	0.	0.

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NOT APPLICABLE		0.
Total number of others receiving over $50,000 for professional services ▶		0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NOT APPLICABLE	0.
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	0.
2	
All other program-related investments. See instructions. 3 NONE	0.
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,565,512.
b	Average of monthly cash balances	1b	368,978.
c	Fair market value of all other assets	1c	1,871,887.
d	**Total** (add lines 1a, b, and c)	1d	3,806,377.
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	3,806,377.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	57,096.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,749,281.
6	**Minimum investment return.** Enter 5% of line 5	6	187,464.

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

1	Minimum investment return from Part X, line 6	1	187,464.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 3,286.		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	3,286.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	184,178.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	184,178.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	184,178.

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	117,892.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	117,892.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	117,892.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				184,178.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005 167,451.				
c From 2006				
d From 2007 4,476.				
e From 2008				
f **Total** of lines 3a through e	171,927.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 117,892.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions) **	105,641.			
d Applied to 2009 distributable amount				12,251.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	171,927.			171,927.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	105,641.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	105,641.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009 105,641.				

** SEE STATEMENT 12

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

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. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT 13				
Total			▶ 3a	117,892.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
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	31,102.	
4 Dividends and interest from securities			14	128,536.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	-500.	
6 Net rental income or (loss) from personal property					
7 Other investment income	525990	-54,091.	14	753,187.	
8 Gain or (loss) from sales of assets other than inventory			18	85,515.	
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)		-54,091.		997,840.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 943,749.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee [signature] Date 11/22/10 Title VICE-PRESIDENT

Paid Preparer's Use Only

Preparer's signature [signature]	Date 11/19/10	Check if self-employed ☐	Preparer's identifying number P00889168
Firm's name (or yours if self-employed), address, and ZIP code	RSM MCGLADREY INC ONE SOUTH WACKER DRIVE, SUITE 800 CHICAGO, IL 60606-3392	EIN 41-1944416	Phone no. 312-634-3400

923622
02-02-10

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

Schedule of Contributors

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

OMB No 1545-0047

2009

Name of the organization

THE PATTIS FAMILY FOUNDATION

Employer identification number

36-3433310

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	Employer identification number
THE PATTIS FAMILY FOUNDATION	36-3433310

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MARK PATTIS 297 WHISTLER HIGHLAND PARK, IL 60035	$ 5,028.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
THE PATTIS FAMILY FOUNDATION	36-3433310

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	EQUITY INTEREST IN NEWSER, LLC.	$ 5,028.	07/01/09

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

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	KAYNE ANDERSON CAPITAL INCOME PARTNERS ST	P	VARIOUS	VARIOUS
b	KAYNE ANDERSON CAPITAL INCOME PARTNERS LT	P	VARIOUS	VARIOUS
c	1470 SHS. PIMCO HIGH YIELD	P	VARIOUS	VARIOUS
d	1750 SHS. VANGUARD	P	VARIOUS	VARIOUS
e	150 SHS. SPY	P	VARIOUS	VARIOUS
f	226 SHS. OSI PHARMA	P	VARIOUS	VARIOUS
g	500 SHS. KEY3MEDIA	P	VARIOUS	VARIOUS
h	2500 SHS. CHARTER COMMUNICATIONS	P	VARIOUS	VARIOUS
i	CALL ON 165,000 SHS. MORGAN STANLEY CAP I	P	VARIOUS	VARIOUS
j	52,700 SHS. BEAR STEARNS ARM TRUST	P	VARIOUS	VARIOUS
k	67,800 SHS. AMER HOME EQUITY BONDS	P	VARIOUS	VARIOUS
l	306 SHS. OSI PHARMA	P	VARIOUS	VARIOUS
m	DISPOSAL OF ALPHAGEN CAPELLA FUND	P	VARIOUS	VARIOUS
n	HARRIS CAPITAL GAINS DISTRIBUTION	P	VARIOUS	VARIOUS
o	ALPHAGEN CAPELLA FUND	P	VARIOUS	VARIOUS

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	734.			734.
b			40,713.	-40,713.
c	12,877.		10,011.	2,866.
d	17,098.		15,120.	1,978.
e	16,795.		12,905.	3,890.
f	13,456.		20,565.	-7,109.
g	1.		2,735.	-2,734.
h	1.		8,525.	-8,524.
i	19,054.		19,225.	-171.
j	23,529.		11,088.	12,441.
k	20,956.		10,503.	10,453.
l	17,595.		7,838.	9,757.
m	99,919.			99,919.
n	26.			26.
o	2,702.			2,702.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				734.
b				-40,713.
c				2,866.
d				1,978.
e				3,890.
f				-7,109.
g				-2,734.
h				-8,524.
i				-171.
j				12,441.
k				10,453.
l				9,757.
m				99,919.
n				26.
o				2,702.

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	85,515.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

2009 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
11	FURNITURE AND FIXTURES	120107	200DB	7.00	17	14,650.			14,650.	4,186.		2,093.
	* TOTAL 990-PF PG 1 DEPR					14,650.		0.	14,650.	4,186.	0.	2,093.

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
LESS PURCHASED INTEREST	-154.
OTHER INTEREST INCOME	31,256.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	31,102.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ALPHAGEN CAPELLA FUND LIMITED	59,684.	0.	59,684.
KAYNE ANDERSON	18,612.	0.	18,612.
NEWSER	2.	0.	2.
NORTHBROOK RECEIVABLES PARTNERS, LLC	3.	0.	3.
OTHER DIVIDEND INCOME	9,839.	0.	9,839.
RUSSIA PARTNERS II	1.	0.	1.
VOGEN FUNDING	40,395.	0.	40,395.
TOTAL TO FM 990-PF, PART I, LN 4	128,536.	0.	128,536.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
KAYNE ANDERSON	1	33.
FRANKLIN LEASING PARTNERS	2	-533.
TOTAL TO FORM 990-PF, PART I, LINE 5A		-500.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ROYALTY INCOME - MCGRAW HILL	44.	44.	
ROYALTY INCOME - KAYNE ANDERSON	123.	123.	
NORTHBROOK RECEIVABLES K-1	4,163.	4,163.	
NORTHBROOK RECEIVABLES K-1	1,245.	0.	
KAYNE ANDERSON CAPITAL K-1	209,832.	0.	
KAYNE ANDERSON CAPITAL K-1	-10,603.	-10,603.	
VOGEN FUNDING K-1	-64,017.	-64,017.	
VOGEN FUNDING K-1	88,115.	0.	
NEWSER, LLC K-1	-2,021.	-2,021.	
NEWSER, LLC K-1	-263.	0.	
RUSSIA PARTNERS II K-1	-1,148.	-1,148.	
RUSSIA PARTNERS II K-1	293,937.	0.	
FRANKLIN LEASING PARTNERS	-1,041.	0.	
HARRIS BANK	86,383.	0.	
BURNHAM SECURITIES	91,893.	0.	
OSTERWEIS FUND	140,151.	0.	
GLOBAL ALPHA FUND	-138,945.	0.	
BRAUVIN NET LEASE	1,248.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	699,096.	-73,459.	

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
KAYNE ANDERSON FOREIGN TAXES	67.	67.		0.
FEDERAL TAX PAYMENT	549.	0.		0.
ILLINOIS TAX PAYMENT	539.	539.		0.
TO FORM 990-PF, PG 1, LN 18	1,155.	606.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK & MANAGEMENT FEES	75.	75.		0.
FILING FEE	25.	25.		0.
INVESTMENT FEES	3,824.	3,824.		0.
LEGAL FEES	251.	251.		0.
TO FORM 990-PF, PG 1, LN 23	4,175.	4,175.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
OSI PHARMACEUTICALS	0.	0.
ITT INDUSTRIES	1,960.	44,920.
COMERICA INC.	6,819.	128,905.
CANYON NAT. BANK	56,000.	29,573.
CENTRAL EUROPEAN MEDIA ENT	38,265.	29,850.
CHARTER COMMUNICATIONS	0.	0.
METROMEDIA INTERNATIONAL	193,695.	82,000.
DAVITA INC COM	41,686.	140,490.
KEY3MEDIA	0.	0.
LIBERTY GLOBAL	15,830.	4,106.
OSTERWEIS FUNDS	350,912.	350,912.
PANACOS PHARMACEUTICALS INC.	19,000.	61.
GOLDMAN SACHS	95,965.	89,750.
TOTAL TO FORM 990-PF, PART II, LINE 10B	820,132.	900,567.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALPHAGEN CAPELLA FUND	COST	0.	0.
KAYNE ANDERSON CAPITAL INC PTR	COST	266,154.	266,154.
NORTHBROOK RECEIVABLES PTNRS	COST	12,046.	12,046.
VOGEN FUNDING, L.P.	COST	353,903.	353,903.
BRAUVIN NET LEASE	COST	173,773.	173,773.
GLOBAL ALPHA FUND	COST	361,055.	361,055.
RUSSIA PARTNERS II EPAM FUND	COST	376,602.	376,602.

FRANKLIN LEASING PARTNERS	COST	78,426.	78,426.
BURNHAM SECURITIES	COST	226,946.	226,946.
HARRIS BONDS	COST	814,101.	717,811.
NEWSWER, LLC	COST	2,746.	2,746.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,665,752.	2,569,462.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 9

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE AND FIXTURES	14,650.	6,279.	8,371.
TOTAL TO FM 990-PF, PART II, LN 14	14,650.	6,279.	8,371.

FORM 990-PF OTHER ASSETS STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DISTRIBUTIONS RECEIVABLE	1,883.	1,883.	1,883.
TO FORM 990-PF, PART II, LINE 15	1,883.	1,883.	1,883.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 11
PART VII-A, LINE 10

NAME OF CONTRIBUTOR	ADDRESS
MARK PATTIS	297 WHISTLER HIGHLAND PARK, IL 60035

FORM 990-PF | ELECTION UNDER REGULATIONS SECTION 53.4942(A)-3(D)(2) TO TREAT EXCESS QUALIFYING DISTRIBUTIONS AS DISTRIBUTIONS OUT OF CORPUS | STATEMENT 12

PURSUANT TO IRC SECTION 4942(H)(2) AND TREASURY REGULATION SECTION 53.4942(A)-3(D)(2), THE PATTIS FAMILY FOUNDATION HEREBY ELECTS TO TREAT CURRENT-YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE OUT OF CORPUS.

(SIGNATURE)

Mark R. Pattis
(NAME)

Vice-President
(TITLE)

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 13

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALL CONTRIBUTIONS ARE FOR UNRESTRICTED PURPOSES			
ALZHEIMERS ASSOCIATION CHICAGO, IL	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG		1,000.
EISENHOWER MEDICAL CENTER RANCHO MIRAGE, CA	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG		10,330.
EVANSTON HOSPITAL ONCOLOGY EVANSTON, IL	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG		5,000.
ILLINOIS HOLOCAUST MEMORIAL SKOKIE, IL	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG		10,000.
INTERLOCHEN CENTER FOR THE ARTS INTERLOCHER, MI	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG		1,000.
JEWISH FAMILY & COMMUNITY SERVICE PALM SPRINGS, CA	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG		2,230.
JEWISH FAMILY SERVICES OF THE DESERT PALM DESERT, CA	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG		200.

JEWISH FEDERATION OF PALM SPRINGS PALM SPRINGS, FL	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	6,000.
JEWISH UNITED FUND OF METROPOLITAN CHICAGO CHICAGO, IL	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	6,000.
LAKE FOREST COUNTRY DAY SCHOOL LAKE FOREST, IL	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	7,500.
MC CALLUM THEATRE PALM DESERT, CA	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	5,777.
NORTH SHORE CONGREGATION ISRAEL GLENCOE, IL	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	2,455.
RAVINIA FESTIVAL HIGHLAND PARK, IL	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	3,000.
SPERTUS PROJECT ENDOWMENT FUND CHICAGO, IL	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	10,000.
SWARTHMORE COLLEGE SWARTHMORE, PA	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	34,325.
TAMARISK EMPLOYEE SCHOLARSHIP FUND PALM DESERT, CA	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	1,000.
THE ORIENTAL INSTITUTE CHICAGO, IL	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	100.

GWEN KNAPP CENTER FOR LUPUS AND IMMUNOLOGY RESEARCH CHICAGO, IL	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	5,000.
DREAM FOUNDATION SANTA BARBARA, CA	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	500.
LYMPHOMA RESEARCH FOUNDATION NEW YORK, NY	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	1,000.
SPECIAL OLYMPICS WASHINGTON, DC	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	100.
CHICAGO COUNCIL ON GLOBAL AFFAIRS CHICAGO, IL	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	500.
EVANS SCHOLARS FOUNDATION GOLF, IL	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	200.
CHICAGO JEWISH HISTORICAL SOCIETY CHICAGO ,IL	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	50.
AMERICAN DIABETES ASSOCIATION ALEXANDRIA, VA	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	275.
DESERT COMMUNITY FOUNDATION PALM DESERT, CA	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	1,000.
THE BEL CANTO FOUNDATION CHICAGO ,IL	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	250.

UNICEF HAITIAN RELIEF NEW YORK, NY	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	1,000.
KATHERINE FINCHY PTA PALM SPRINGS, CA	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	100.
CHILDRENS MEMORIAL FOUNDATION CHICAGO ,IL	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	1,000.
KIDQUEST APLINGTON, IA	CHARITABLE CONTRIB. TO PROMOTE WELFARE OF ORG	1,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A		117,892.

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

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

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

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

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

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

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

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

Type or print File by the due date for filing your return See instructions	Name of Exempt Organization THE PATTIS FAMILY FOUNDATION	**Employer identification number** 36-3433310
	Number, street, and room or suite no. If a P.O. box, see instructions 600 CENTRAL AVENUE, SUITE 205	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. HIGHLAND PARK, IL 60035	

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

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

- The books are in the care of ▶ S. WILLIAM PATTIS
600 CENTRAL AVENUE, SUITE 205 - HIGHLAND PARK, IL 60035
Telephone No. ▶ (847)432-8700 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 FEBRUARY 15, 2011 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [ ] calendar year ______ or
▶ [X] tax year beginning JUL 1, 2009 , and ending JUN 30, 2010 .

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	$ 4,200.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 0.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 4,200.

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.