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

OMB No 1545-0052

**2009**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

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 <b>THE WARREN J. AND MARYLOU HAYFORD FAMILY FOUNDATION</b>		A Employer identification number <b>36-3992941</b>
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite <b>7341 S.E. GOLFHOUSE DRIVE</b>		B Telephone number <b>312-486-9799</b>
	City or town, state, and ZIP code <b>HOBE SOUND, FL 33455</b>		C If exemption application is pending, check here <input type="checkbox"/>
			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>1,962,195.</b>		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		2,147,640.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		267.	267.		STATEMENT 1
4 Dividends and interest from securities		902.	902.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,011,433.			
b Gross sales price for all assets on line 6a <b>2,144,115.</b>					
7 Capital gain net income (from Part IV, line 2)			2,011,433.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		4,160,242.	2,012,602.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		8,450.	0.		8,450.
c Other professional fees STMT 4		182.	182.		0.
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		125.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		8,757.	182.		8,450.
25 Contributions, gifts, grants paid		332,050.			332,050.
26 Total expenses and disbursements. Add lines 24 and 25		340,807.	182.		340,500.
27 Subtract line 26 from line 12		3,819,435.			
a Excess of revenue over expenses and disbursements			2,012,420.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

**THE WARREN J. AND MARYLOU HAYFORD  
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Part II Balance Sheets		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	29,868.	1,962,195.	1,962,195.		
	3 Accounts receivable					
	Less: allowance for doubtful accounts					
	4 Pledges receivable					
	Less: allowance for doubtful accounts					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable					
	Less: allowance for doubtful accounts					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock					
	c Investments - corporate bonds					
Liabilities	11 Investments - land, buildings, and equipment basis					
	Less: accumulated depreciation					
	12 Investments - mortgage loans					
	13 Investments - other	132,082.	0.	0.		
	14 Land, buildings, and equipment basis					
	Less: accumulated depreciation					
	15 Other assets (describe)					
	16 Total assets (to be completed by all filers)	161,950.	1,962,195.	1,962,195.		
	17 Accounts payable and accrued expenses					
	18 Grants payable					
Net Assets or Fund Balances	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.				
Foundations that follow SFAS 117, check here <input type="checkbox"/>	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>	27 Capital stock, trust principal, or current funds	161,950.	1,962,195.		
		28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
		29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
		30 Total net assets or fund balances	161,950.	1,962,195.		
	31 Total liabilities and net assets/fund balances	161,950.	1,962,195.			

**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)	161,950.
2 Enter amount from Part I, line 27a	3,819,435.
3 Other increases not included in line 2 (itemize)	0.
4 Add lines 1, 2, and 3	3,981,385.
5 Decreases not included in line 2 (itemize) SEE STATEMENT 6	2,019,190.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	1,962,195.

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**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.)
<b>1a</b> 101,010 SHS BWAY HOLDING CO CMN	<b>D</b>	<b>VARIOUS</b>	<b>06/16/10</b>
<b>b</b> SEE ATTACHMENT	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> 2,020,200.		0.	2,020,200.
<b>b</b> 123,915.		132,682.	<8,767.>
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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))
<b>a</b>			2,020,200.
<b>b</b>			<8,767.>
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss) <span style="float:right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>	2	2,011,433.
<b>3</b> 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?  
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

☐ Yes ☒ No

**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	634,591.	445,384.	1.424818
2007	399,625.	1,043,854.	.382836
2006	281,104.	1,228,539.	.228812
2005	256,260.	1,224,948.	.209201
2004	116,100.	1,214,850.	.095567

<b>2</b> Total of line 1, column (d)	2	2.341234
<b>3</b> 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	.468247
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	247,955.
<b>5</b> Multiply line 4 by line 3	5	116,104.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	20,124.
<b>7</b> Add lines 5 and 6	7	136,228.
<b>8</b> Enter qualifying distributions from Part XII, line 4  If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	340,500.

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**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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	20,124.
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			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		3	20,124.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	20,124.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	2,694.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	21,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	23,694.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> 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	3,570.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> IL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WARREN J. HAYFORD Telephone no. ► 312-486-9799 Located at ► C/O DELOITTE TAX 111 S. WACKER, CHICAGO, IL ZIP+4 ► 60606			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year			
		15		N/A

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

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

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

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\*\$110 of "Website Fees" were reimbursed to Gene Goodmaster, husband of Carolyn E. Goodmaster, a Board Director.

**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

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
SEE STATEMENT				
	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
NONE				

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

0

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## Part VIII

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

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

C

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	N/A	0.
2		
3		
4		

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	N/A	
2		
All other program-related investments See instructions		
3		
<b>Total.</b> Add lines 1 through 3		0.

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**THE WARREN J. AND MARYLOU HAYFORD  
FAMILY FOUNDATION**

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	83,548.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	168,183.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	251,731.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	251,731.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	3,776.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	247,955.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	12,398.

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	12,398.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	20,124.
<b>b</b>	Income tax for 2009 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	20,124.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	0.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	0.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	0.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	340,500.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	340,500.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	20,124.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	320,376.

**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
<b>1</b> Distributable amount for 2009 from Part XI, line 7				0.
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only			0.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004	52,289.			
<b>b</b> From 2005	197,111.			
<b>c</b> From 2006	281,104.			
<b>d</b> From 2007	401,105.			
<b>e</b> From 2008	634,700.			
<b>f</b> Total of lines 3a through e	1,566,309.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$	340,500.			
<b>a</b> Applied to 2008, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	340,500.			
<b>d</b> Applied to 2009 distributable amount				0.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,906,809.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7	52,289.			
<b>9</b> Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a	1,854,520.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2005	197,111.			
<b>b</b> Excess from 2006	281,104.			
<b>c</b> Excess from 2007	401,105.			
<b>d</b> Excess from 2008	634,700.			
<b>e</b> Excess from 2009	340,500.			



**THE WARREN J. AND MARYLOU HAYFORD  
FAMILY FOUNDATION**

**Part XV** **Supplementary Information** (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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
<b>a Paid during the year</b> <b>*APPLIES TO ALL GRANTS AND CONTRIBUTIONS</b>				
SEE ATTACHED STATEMENT	N/A*	501(C)(3)*	UNRESTRICTED*	332,050.
<b>Total</b>				<b>332,050.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>

## Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations )

N/A
-----

## 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. |       |    |

[illegible]

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

**b** If "Yes," complete the following schedule.

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

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

Signature of officer or trustee

Date \_\_\_\_\_

**Title**

**Sign Here**

**Paid  
Preparer's  
Use Only**

Preparer's  
signature

Firm's name (or yours  
if self-employed),  
address, and ZIP code

DELOITTE TAX LLP  
111 S. WACKER DRIVE  
CHICAGO, IL 60606

Date \_\_\_\_\_

10/21/0

☐ Check if self-employed

Preparer's identifying number

P00449560

**EIN ▶**

Phone no. 312-486-1000

Form 990-PF (2009)

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

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

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

OMB No 1545-0047

**2009**

Name of the organization

THE WARREN J. AND MARYLOU HAYFORD  
FAMILY FOUNDATION

Employer identification number

36-3992941

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)

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

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

## Name of organization

THE WARREN J. AND MARYLOU HAYFORD  
FAMILY FOUNDATION

## Employer identification number

36-3992941

**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	WARREN J. HAYFORD C/O DELOITTE TAX, 111 S. WACKER CHICAGO, IL 60606	\$ 124,950.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	WARREN J. HAYFORD C/O DELOITTE TAX, 111 S. WACKER CHICAGO, IL 60606	\$ 2,019,190.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



Employer identification number

36-3992941

[illegible]

Name of organization

Employer identification number

THE WARREN J. AND MARYLOU HAYFORD  
FAMILY FOUNDATION

36-3992941

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

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

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

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SOURCE	AMOUNT
GOLDMAN SACHS	267.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	267.

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FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
GOLDMAN SACHS	902.	0.	902.
TOTAL TO FM 990-PF, PART I, LN 4	902.	0.	902.

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FORM 990-PF ACCOUNTING FEES STATEMENT 3

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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	8,450.	0.		8,450.
TO FORM 990-PF, PG 1, LN 16B	8,450.	0.		8,450.

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FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	182.	182.		0.
TO FORM 990-PF, PG 1, LN 16C	182.	182.		0.

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FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FILING FEES	15.	0.		0.	
WEBSITE FEES	110.	0.		0.	
TOTAL TO FORM 990-PF, PG 1, LN 23	125.	0.		0.	

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
DESCRIPTION		AMOUNT	
DIFFERENCE BETWEEN COST AND FMV OF DONATED STOCK		2,019,190.	
TOTAL TO FORM 990-PF, PART III, LINE 5		2,019,190.	

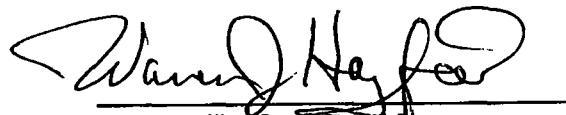
FORM 990-PF	OTHER INVESTMENTS		STATEMENT	7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
GOLDMAN SACHS - SEE ATTACHED STMT	COST	0.	0.	
TOTAL TO FORM 990-PF, PART II, LINE 13		0.	0.	

THE WARREN J. AND MARYLOU HAYFORD FAMILY FOUNDATION  
FEIN: 36-3992941

FEDERAL FORM 990-PF  
FOR THE YEAR ENDED JUNE 30, 2010

ELECTION UNDER REG. SEC. 53.4942(a)-3(c)(2)(iv) and 53.4942(a)-3(d)(2)

The Warren J. and Marylou Hayford Family Foundation hereby elects to treat as a current distribution out of corpus amounts distributed in prior years which were treated as distributions out of corpus but were not availed of for any other purpose pursuant to regulation section 53.4942(a)-3(c)(2)(iv) and to designate qualifying distributions for 2009 as being made out of corpus pursuant to Reg. Sec. 53.4942(a)-3(d)(2).

  
Warren Hayford, President

**THE WARREN J. AND MARYLOU HAYFORD FAMILY FOUNDATION**

**EIN: 36-3992941**

**PART VIII, Line 1**

**Year Ended June 30, 2010**

**LIST OF ALL OFFICERS, DIRECTORS, AND TRUSTEES**

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Warren J. Hayford	c/o Deloitte Tax, 111 S Wacker Chicago, IL 60606	President*/Director*
Susan M. Luciu	c/o Deloitte Tax, 111 S. Wacker Chicago, IL 60606	Director*
Warren John Hayford	c/o Deloitte Tax, 111 S Wacker Chicago, IL 60606	Director*
David P. Hayford	c/o Deloitte Tax, 111 S Wacker Chicago, IL 60606	Director*
Laura A. Blatchford	c/o Deloitte Tax, 111 S Wacker Chicago, IL 60606	Director*
Michael E Hayford	c/o Deloitte Tax, 111 S Wacker Chicago, IL 60606	Director*
Carolyn E. Goodmaster	c/o Deloitte Tax, 111 S. Wacker Chicago, IL 60606	Director*
Mary Beth Philipp	c/o Deloitte Tax, 111 S Wacker Chicago, IL 60606	Director*

**\* Part-time as needed.**

**THE WARREN J. AND MARYLOU HAYFORD FAMILY FOUNDATION**

EIN: 36-3992941

**PART XV, Part 3a - Grants and Contributions Paid**

**Year Ended June 30, 2010**

ORGANIZATION	CITY, STATE	AMOUNT
ALS Foundation	Orem, UT	2,000 00
Alzheimer's Association- Orange County Chapter	Chicago, IL	1,000 00
American University Kogod School Of Business	Washington, DC	7,000 00
American University Kogod School Of Business	Washington, DC	93,000.00
Appalachian Mountain Club - Echo Lake	Boston, MA	5,000.00
Blessed Trinity Annual Fund	Alpharetta, GA	8,000 00
Blessed Trinity Athletic Association	Roswell, GA	500 00
Blessed Trinity Athletic Association	Roswell, GA	50 00
Blessed Trinity Fine Arts Association	Roswell, GA	500.00
Boston College	Chestnut Hill, MA	1,000 00
Braille Institute	Los Angeles, CA	2,500 00
Catholic Relief Services	Baltimore, MD	2,000 00
Central Florida Women League Foundation Inc	Windermere, FL	500 00
Children's Home Society Of Florida	Winter Park, FL	400 00
Children's Home Society Of Florida	Winter Park, FL	5,500 00
Children's Home Society Of Florida	Winter Park, FL	1,400 00
Conserve Wildlife Foundation of New Jersey	Trenton, NJ	500.00
Cornell Annual Fund	Pittsburgh, PA	5,000 00
Department of Aerospace Engineering, UT Austin	Austin, TX	1,000 00
Disclaled Carmelites	New Caney, TX	2,000 00
Georgetown Visitation Preparatory School	Washington, DC	1,000 00
Hewes Middle School	Santa Ana, CA	3,500 00
Kellogg School Of Management	Evanston, IL	3,000 00
La Femme De Couer	Orlando, FL	800 00
LC Pastoral Services	Atlanta, GA	12,000 00
LC Pastoral Services	Atlanta, GA	10,000 00
Little League Baseball Inc	Williamsport, PA	4,000 00
Loudoun Habitat For Humanity	Purcellville, VA	5,000 00
Loudoun Wildlife Conservancy	Purcellville, VA	2,000 00
Loyola College	Baltimore, MD	2,000 00
Mater Ecclesiae	Greenville, RI	3,000 00
Mater Ecclesiae College	Greenville, RI	2,000 00
Monterey County Agricultural Education, Inc	Spreckles, CA	1,000 00
Museum of Science and Industry	Chicago, IL	2,500 00
Northwoods Catholic School	Spring, TX	5,000 00
Northwoods Catholic School	Spring, TX	500 00
Notre Dame High School	Notre Dame, IN	1,000 00
Notre Dame High School	Notre Dame, IN	7,000 00
Our Lady of Perpetual Help	Chicago, IL	7,000 00
Palma High School	Salinas, CA	5,000 00
Pastoral Support Services, Inc	Kankakee, IL	13,000 00
Rosary High School	Aurora, IL	3,500 00
Sacred Heart Parish School	Stamford, CT	5,000 00
Salinas Valley Junior Golf Association	Salinas, CA	1,000 00
Shedd Aquarium	Chicago, IL	2,500 00
SMCESS	St Marys, PA	5,000 00
St Anthony Catholic School	Sterling, CO	1,000 00
St Joseph's Family Centre Inc	Spokane, WA	1,500 00
St Martha Kitchen	Kingwood, TX	1,000 00
St Benedict's Catholic Church	Duluth, GA	1,000 00
St Brigid Catholic Church	Tahlequah, OK	2,500 00
St Martha Capital Campaign	Kingwood, TX	33,000 00
St Martha Catholic Church	Kingwood, TX	10,000 00
St Marys Catholic Elementary & Middle Schools	St Marys, PA	1,500 00

**THE WARREN J. AND MARYLOU HAYFORD FAMILY FOUNDATION**

**EIN: 36-3992941**

**PART XV, Part 3a - Grants and Contributions Paid**

**Year Ended June 30, 2010**

<b>ORGANIZATION</b>	<b>CITY, STATE</b>	<b>AMOUNT</b>
St. Marys Catholic Elementary & Middle Schools	St Marys, PA	6,500.00
St. Marys Catholic Elementary & Middle Schools	St Marys, PA	7,000 00
St Marys Catholic Elementary & Middle Schools	St Marys, PA	5,000 00
St. Vincent De Paul Society - St Martha Chapter	St Louis, MO	5,000 00
Texas Right to Life	Houston, TX	2,000.00
Thon		800 00
Tourette Syndrome Association, Inc	Santa Clara, CA	1,000.00
Univ of Texas - Austin - Jeffrey Mikeska Memorial Scholarship	Austin, TX	200 00
University of Notre Dame	Notre Dame, IN	4,000 00
World Access for the Blind	Encino, CA	2,500 00
Young Life Foundation	Colorado Springs, CO	400.00
<b>TOTAL</b>		<b><u>332,050.00</u></b>



Hayford Family Foundation

EIN 36-3992941

Realized Gains/Losses

Symbol	Qty	Description	Purchase Date	Date Sold	Proceeds	Cost	Gain/Loss
GSAX	96 99	GOLDMAN SACHS LARGE CAP VALUE CLASS A	9-Dec-08	2-Dec-09	1,024.21	812.78	211.43
GSSMX	0 646	GOLDMAN SACHS SMALL CAP VALUE CLASS A	9-Dec-08	2-Dec-09	19.42	14.92	4.5
GSSMX	0 277	GOLDMAN SACHS SMALL CAP VALUE CLASS A	9-Dec-08	2-Dec-09	8.33	6.41	1.92
GREAX	22 028	GOLDMAN SACHS REAL ESTATE CLASS A	29-Jun-09	2-Dec-09	212.57	150.89	61.68
GREAX	141 918	GOLDMAN SACHS REAL ESTATE CLASS A	9-Dec-08	2-Dec-09	1,369.51	1,036.00	333.51
GREAX	28 996	GOLDMAN SACHS REAL ESTATE CLASS A	30-Mar-09	2-Dec-09	279.81	152.23	127.58
GREAX	3 938	GOLDMAN SACHS REAL ESTATE CLASS A	29-Sep-09	2-Dec-09	38	36.35	1.65
GCGAX	2,558.45	GOLDMAN SACHS CONCENTRATED GRO MUTUAL FUND CLASS A	11-Dec-08	2-Dec-09	29,754.75	20,007.07	9,747.68
GCFIX	50 286	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	15-Dec-08	2-Dec-09	476.71	412.85	63.86
GCFIX	12 942	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	15-Dec-08	2-Dec-09	122.69	106.25	16.44
GCFIX	47 71	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	31-Dec-08	2-Dec-09	452.29	401.24	51.05
GCFIX	39 552	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	30-Jan-09	2-Dec-09	374.95	329.47	45.48
GCFIX	42 537	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	31-Mar-09	2-Dec-09	403.25	351.78	51.47
GCFIX	42 846	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	27-Feb-09	2-Dec-09	406.18	350.05	56.13
GCFIX	37 573	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	30-Apr-09	2-Dec-09	356.19	315.24	40.95
GCFIX	36 431	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	29-May-09	2-Dec-09	345.37	313.31	32.06
GCFIX	10 934	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	30-Sep-09	2-Dec-09	103.65	101.69	1.96
GCFIX	34 224	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	30-Jun-09	2-Dec-09	324.44	296.04	28.4
GCFIX	15 875	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	31-Jul-09	2-Dec-09	150.5	143.03	7.46
GCFIX	12 402	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	31-Aug-09	2-Dec-09	117.57	113.23	4.34
GCFIX	11 878	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	30-Oct-09	2-Dec-09	112.6	111.65	0.95
GCFIX	9 941	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	30-Nov-09	2-Dec-09	94.24	94.54	-0.3
<b>TOTAL SHORT TERM CAPITAL GAINS</b>					<b>36,547.23</b>	<b>25,657.02</b>	<b>10,890.20</b>

GSAX	1,670.06	GOLDMAN SACHS LARGE CAP VALUE CLASS A	2-Mar-07	2-Dec-09	17,635.83	23,614.65	-5,978.82
GSAX	128 771	GOLDMAN SACHS LARGE CAP VALUE CLASS A	13-Dec-07	2-Dec-09	1,359.82	1,786.06	-426.24
GSAX	243 059	GOLDMAN SACHS LARGE CAP VALUE CLASS A	13-Dec-07	2-Dec-09	2,566.70	3,371.23	-804.53
GSAX	802 747	GOLDMAN SACHS LARGE CAP VALUE CLASS A	13-Dec-07	2-Dec-09	8,477.01	11,134.10	-2,657.09
GSSMX	22 103	GOLDMAN SACHS SMALL CAP VALUE CLASS A	13-Dec-07	2-Dec-09	664.42	761.67	-97.25
GSSMX	9 555	GOLDMAN SACHS SMALL CAP VALUE CLASS A	8-Dec-05	2-Dec-09	287.22	392.98	-105.76
GSSMX	2 037	GOLDMAN SACHS SMALL CAP VALUE CLASS A	12-Dec-06	2-Dec-09	61.23	89.65	-28.42
GSSMX	74 36	GOLDMAN SACHS SMALL CAP VALUE CLASS A	8-Dec-05	2-Dec-09	2,235.26	3,058.44	-823.18
GSSMX	8 608	GOLDMAN SACHS SMALL CAP VALUE CLASS A	12-Dec-06	2-Dec-09	258.76	378.94	-120.18
GSSMX	6 937	GOLDMAN SACHS SMALL CAP VALUE CLASS A	13-Dec-07	2-Dec-09	208.53	239.05	-30.52
GREAX	391 077	GOLDMAN SACHS REAL ESTATE CLASS A	13-Dec-07	2-Dec-09	3,773.90	6,225.94	-2,452.05
GREAX	15 465	GOLDMAN SACHS REAL ESTATE CLASS A	27-Jun-08	2-Dec-09	149.24	223.78	-74.54
GREAX	33 539	GOLDMAN SACHS REAL ESTATE CLASS A	28-Mar-08	2-Dec-09	323.65	511.8	-188.15
GREAX	16 078	GOLDMAN SACHS REAL ESTATE CLASS A	29-Sep-08	2-Dec-09	155.15	222.52	-67.37
GCFIX	107 296	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	31-Jan-07	2-Dec-09	1,017.17	1,048.28	-31.11
GCFIX	106 451	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	28-Feb-07	2-Dec-09	1,009.16	1,051.74	-42.58
GCFIX	106 976	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	30-Mar-07	2-Dec-09	1,014.13	1,051.57	-37.44

Hayford Family Foundation

EIN 36-3992941

Realized Gains/Losses

Symbol	Qty	Description	Purchase Date	Date Sold	Proceeds	Cost	Gain/Loss
GCFX	108 127	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	30-Apr-07	2-Dec-09	1,025 04	1,065 05	-40 01
GCFX	111 93	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	31-May-07	2-Dec-09	1,061 10	1,091 32	-30 22
GCFX	110 229	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	29-Jun-07	2-Dec-09	1,044 97	1,069 22	-24 25
GCFX	100 739	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	31-Jul-07	2-Dec-09	955 01	981 2	-26 19
GCFX	99 09	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	31-Aug-07	2-Dec-09	939 37	970 09	-30 72
GCFX	100 966	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	28-Sep-07	2-Dec-09	957 16	993 51	-36 35
GCFX	107 544	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	31-Oct-07	2-Dec-09	1,019 52	1,060 38	-40 86
GCFX	131 128	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	31-Dec-07	2-Dec-09	1,243 09	1,307 35	-64 26
GCFX	90 529	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	29-Feb-08	2-Dec-09	858 22	889 9	-31 68
GCFX	108 221	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	30-Nov-07	2-Dec-09	1,025 94	1,083 29	-57 36
GCFX	79 367	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	31-Jan-08	2-Dec-09	752 4	801 61	-49 21
GCFX	105 67	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	31-Mar-08	2-Dec-09	1,001 75	1,011 26	-9 51
GCFX	99 901	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	30-Apr-08	2-Dec-09	947 06	961 05	-13 99
GCFX	93 182	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	30-Jun-08	2-Dec-09	883 36	873 12	10 24
GCFX	88 524	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	29-Aug-08	2-Dec-09	839 21	808 22	30 99
GCFX	98 147	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	30-May-08	2-Dec-09	930 43	935 34	-4 91
GCFX	91 037	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	31-Jul-08	2-Dec-09	863 03	827 53	35 5
GCFX	83 511	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	30-Sep-08	2-Dec-09	791 68	740 74	50 94
GCFX	90 647	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	31-Oct-08	2-Dec-09	859 33	756	103 33
GCFX	84 307	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	28-Nov-08	2-Dec-09	799 23	689 63	109 6
GCFX	87 705	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	31-Jan-06	2-Dec-09	831 44	862 142	-30 7
GCFX	97 619	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	28-Feb-06	2-Dec-09	925 43	958 62	-33 19
GCFX	100 675	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	31-Mar-06	2-Dec-09	954 4	977 55	-23 15
GCFX	104 478	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	28-Apr-06	2-Dec-09	990 45	1,009 26	-18 81
GCFX	104 46	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	31-May-06	2-Dec-09	990 28	1,003 86	-13 58
GCFX	103 78	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	31-Jul-06	2-Dec-09	983 83	1,004 59	-20 76
GCFX	104 528	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	29-Sep-06	2-Dec-09	990 92	1,025 42	-34 5
GCFX	104 725	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	30-Jun-06	2-Dec-09	992 79	1,004 31	-11 52
GCFX	103 179	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	31-Aug-06	2-Dec-09	978 14	1,007 03	-28 89
GCFX	104 766	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	31-Oct-06	2-Dec-09	993 18	1,028 80	-35 62
GCFX	104 101	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	30-Nov-06	2-Dec-09	986 88	1,031 64	-44 76
GCFX	105 679	GOLDMAN SACHS CORE FIXED-INC A MUTUAL FUND CLASS A	29-Dec-06	2-Dec-09	1,001 84	1,037 77	-35 93
GSHX	166 484	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	2-Feb-04	2-Dec-09	1,137 09	1,344 10	-207 01
GSHX	168 597	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	1-Dec-03	2-Dec-09	1,151 52	1,325 70	-174 18
GSHX	169 489	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	1-Mar-04	2-Dec-09	1,157 61	1,353 10	-195 49
GSHX	167 627	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	2-Jan-04	2-Dec-09	1,144 89	1,334 86	-189 97
GSHX	25 693	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	3-Nov-03	2-Dec-09	175 48	200 482	-25
EFA	212	ISHARES TR-ISHARES MSCI EAFE INDEX FUND ETF	2-Mar-07	11-Feb-10	10,987 82	15,437 73	-4,449 91
TOTAL LONG TERM CAPITAL GAINS					87,368.07	107,025.18	-19,657.12
TOTAL CAPITAL GAINS					123,915.30	132,682.19	-8,766.92

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

OMB No. 1545-1709

▶ File a separate application for each return.

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

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

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

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

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

Type or print  File by the due date for filing your return. See instructions.	Name of Exempt Organization <b>THE WARREN J. AND MARYLOU HAYFORD FAMILY FOUNDATION</b>	Employer identification number <b>36-3992941</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>7341 S.E. GOLFHOUSE DRIVE</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>HOBE SOUND, FL 33455</b>	

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

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

**WARREN J. HAYFORD**

- The books are in the care of ▶ **C/O DELOITTE TAX 111 S. WACKER - CHICAGO, IL 60606**  
Telephone No. ▶ **312-486-9799** 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  
▶ ☒ 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

<b>3a</b> 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.	<b>3a</b>	\$ <b>23,694.</b>
<b>b</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.	<b>3b</b>	\$ <b>2,694.</b>
<b>c Balance Due.</b> Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$ <b>21,000.</b>

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

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

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