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Return of Private Foundation

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

Treated as a Private Foundation

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 SEP 1, 2009, and ending AUG 31, 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 ELEANOR FOSTER FOUNDATION		A Employer identification number 36-7362746
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite C/O I. HARTMAN, TTEE, 1749 N. WELLS ST 321		B Telephone number 312-202-0014
	City or town, state, and ZIP code CHICAGO, IL 60614		C If exemption application is pending, check here ☐
	H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 882,402. (Part I, column (d) must be on cash basis)		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
			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			N/A	
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	16,893.	16,893.		STATEMENT 1
	4 Dividends and interest from securities	16,190.	16,190.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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	33,083.	33,083.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	9,134.	2,000.		7,134.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	2,778.	0.		2,778.
	b Accounting fees STMT 4	5,101.	1,000.		4,101.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	311.	11.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	65.	50.		15.
	24 Total operating and administrative expenses. Add lines 13 through 23	17,389.	3,061.		14,028.
	25 Contributions, gifts, grants paid	30,000.			30,000.
26 Total expenses and disbursements. Add lines 24 and 25	47,389.	3,061.		44,028.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<14,306.>				
b Net investment income (if negative, enter -0-)		30,022.			
c Adjusted net income (if negative, enter -0-)			N/A		

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	96,449.	77,566.	77,566.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	754,433.	729,844.	590,177.
	c Investments - corporate bonds STMT 8	25,000.	25,000.	25,245.
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	224,994.	209,954.	189,414.
	14 Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
16	Total assets (to be completed by all filers)	1,100,876.	1,042,364.	882,402.
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 ▶ ☒ 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	1,100,876.	1,042,364.	
30	Total net assets or fund balances	1,100,876.	1,042,364.	
31	Total liabilities and net assets/fund balances	1,100,876.	1,042,364.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1 1,100,876.
2 Enter amount from Part I, line 27a	2 <14,306.>
3 Other increases not included in line 2 (itemize) ▶	3 0.
4 Add lines 1, 2, and 3	4 1,086,570.
5 Decreases not included in line 2 (itemize) ▶ CAPITAL LOSS ON SECURITIES SALES	5 44,206.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 1,042,364.

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 145,660.		189,866.	<44,206.>

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			<44,206.>

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 }

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

2 <44,206.>

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	41,173.	813,288.	.050625
2007	59,642.	1,202,154.	.049613
2006	40,515.	1,157,584.	.035000
2005	20,515.	1,087,932.	.018857
2004	10,515.	1,080,713.	.009730

2 Total of line 1, column (d) .163825

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 .032765

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 904,070.

5 Multiply line 4 by line 3 29,622.

6 Enter 1% of net investment income (1% of Part I, line 27b) 300.

7 Add lines 5 and 6 29,922.

8 Enter qualifying distributions from Part XII, line 4 44,028.

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)		1	300.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ 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 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	300.
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	300.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	371.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	200.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	571.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	271.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ☒ 271. 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?		X
1b 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. ☒ \$ 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.		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) ☒ 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 ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>ILONA A. HARTMAN, TRUSTEE</u> Telephone no. ► <u>312-202-0014</u> Located at ► <u>1749 N. WELLS STREET, CHICAGO, IL, CHICAGO, IL</u> ZIP+4 ► <u>60614</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years ► _____	☐ Yes ☒ No	
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
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

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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?

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

5b

6b

X

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
ILONA A. HARTMAN 1749 N. WELLS STREET - #321 CHICAGO, IL 60614	TRUSTEE 3.00	9,134.	0.	0.

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

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

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B Summary of Program-Related Investments

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

Amount

1	N/A	
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3		0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	818,152.
b	Average of monthly cash balances	1b	99,686.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	917,838.
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	917,838.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	13,768.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	904,070.
6	Minimum investment return. Enter 5% of line 5	6	45,204.

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	45,204.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	300.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	300.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	44,904.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	44,904.
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	44,904.

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	44,028.
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	44,028.
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	300.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	43,728.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				44,904.
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				
c From 2006				
d From 2007				166.
e From 2008				1,221.
f Total of lines 3a through e	1,387.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 44,028.				
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)	0.			
d Applied to 2009 distributable amount				44,028.
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).)	876.			876.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	511.			
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	511.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				511.
e Excess from 2009				

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 THE ART INSTITUTE OF CHICAGO 111 S. MICHIGAN AVENUE CHICAGO, IL 60603	NONE	501 (C) (3)	SCHOLARSHIPS FOR YOUNG WOMEN AT SCHOOL OF ART INSTITUTE	30,000.
Total			▶ 3a	30,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

EFOSTER1

ELEANOR FOSTER FOUNDATION

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	50# LEGACY BK MILW 5.0% 9/21/09	P	09/13/06	09/21/09
b	WYETH/PFIZER MERGER		12/28/06	10/16/09
c	15# CITIBANK NATL ASSN 3.75% 11/5/09	P	10/29/08	11/30/09
d	400 SH ALCOA		VARIOUS	02/02/10
e	200 SH ALCOA		07/17/08	02/02/10
f	150 SH CANADIAN NATL RAILWAY		07/10/06	02/02/10
g	200 SH DUPONT		VARIOUS	02/02/10
h	100 SH DUPONT		08/29/06	02/02/10
i	1,000 SH GE		VARIOUS	02/02/10
j	200 SH EMC		VARIOUS	06/14/10
k	25# SW BANK ST. LOUIS MO 5.25% 2/15/23	P	08/21/07	08/16/10
l	MAINSTAY HI YLD CORP BD FD C		VARIOUS	VARIOUS
m				
n				
o				

(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 50,000.		50,000.	0.
b 10,079.		10,451.	<372.>
c 15,000.		15,000.	0.
d 5,353.		14,594.	<9,241.>
e 2,677.		6,876.	<4,199.>
f 7,532.		6,726.	806.
g 6,633.		9,016.	<2,383.>
h 3,316.		4,063.	<747.>
i 16,403.		41,625.	<25,222.>
j 3,627.		6,475.	<2,848.>
k 25,000.		25,000.	0.
l 40.		40.	0.
m			
n			
o			

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			0.
b			<372.>
c			0.
d			<9,241.>
e			<4,199.>
f			806.
g			<2,383.>
h			<747.>
i			<25,222.>
j			<2,848.>
k			0.
l			0.
m			
n			
o			

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	<44,206.>
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

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

SOURCE	AMOUNT
CORPORATE INTEREST	16,893.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	16,893.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CORPORATE DIVIDENDS	16,230.	0.	16,230.
LESS: NON DIVIDEND DISTRIBUTIONS	<40.>	0.	<40.>
TOTAL TO FM 990-PF, PART I, LN 4	16,190.	0.	16,190.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	2,778.	0.		2,778.
TO FM 990-PF, PG 1, LN 16A	2,778.	0.		2,778.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	5,101.	1,000.		4,101.
TO FORM 990-PF, PG 1, LN 16B	5,101.	1,000.		4,101.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN WITHHOLDING TAXES	11.	11.		0.
TO FORM 990-PF, PG 1, LN 18	311.	11.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISC FEE	50.	50.		0.
FILING FEE-IL	15.	0.		15.
TO FORM 990-PF, PG 1, LN 23	65.	50.		15.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE STMT 10	729,844.	590,177.
TOTAL TO FORM 990-PF, PART II, LINE 10B	729,844.	590,177.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE STMT 10	25,000.	25,245.
TOTAL TO FORM 990-PF, PART II, LINE 10C	25,000.	25,245.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
C.D.'S - SEE STMT 10	COST	110,000.	111,706.
MUTUAL FUNDS - SEE STMT 10	COST	99,954.	77,708.
TOTAL TO FORM 990-PF, PART II, LINE 13		209,954.	189,414.

EIN 36-7362746

Investments
Eleanor Foster Foundation
Tax Year Ended. Aug 31, 2010

STATEMENT 10

<u>Description</u>	<u>Beginning Book Value Sept 1, 2009</u>	<u>Ending Book Value Aug 31, 2010</u>	<u>Ending FMV</u>
<u>Corporate stocks</u>			
800 AT&T	26,819	26,819	21,624
300 Abbott Labs	0	14,525	14,802
600 Alcoa Inc	21,470	0	0
600 Altria Group Inc	21,325	11,106	13,392
600 Altria Group Inc	0	12,210	13,392
300 Bank of America	14,410	14,410	3,738
150 Canadian National Railway	6,726	0	0
700 Centerpoint Energy, Inc.	15,305	15,305	10,353
200 Coca Cola	0	10,557	11,177
400 ConAgra Foods	10,400	10,400	8,636
400 Dominion Resources Inc VA	15,366	15,366	17,092
300 El Du Pont De Nemours & Co	13,079	0	0
200 EMC Corporation Mass	6,475	0	0
100 Entergy	10,567	10,567	7,884
1000 Exxon Mobil Corp	41,503	41,503	59,110
250 Fifth Third Bancorp	10,154	10,154	2,760
100 Fortune Brands	7,354	7,354	4,479
3000 General Electric Co.	124,875	124,875	43,440
1000 General Electric Co.	41,625	0	0
200 Honeywell Intl Inc	8,166	8,166	7,812
300 Honeywell Intl Inc.	0	12,053	11,718
1200 Intel Corp	34,425	34,425	21,198
300 JPMorgan Chase	11,056	11,056	10,908
300 Johnson & Johnson	15,921	15,921	17,106
200 Kellog	9,013	9,013	9,936
300 Lincoln National Corp	11,701	11,701	7,011

Investments
Eleanor Foster Foundation
Tax Year Ended. Aug 31, 2010

STATEMENT 10

<u>Description</u>	<u>Beginning Book Value Sept 1, 2009</u>	<u>Ending Book Value Aug 31, 2010</u>	<u>Ending FMV</u>
600 Microsoft Corp	16,012	16,012	14,079
200 Morgan Stanley	9,632	9,632	4,938
400 Omnicare	0	10,390	7,680
400 PPL Corp	17,535	17,535	10,864
400 Pepsico	23,352	23,352	25,672
500 Pfizer Inc	20,692	20,692	7,955
197 Pfizer Inc.	0	3,479	3,134
300 Philip Morris Intl Inc	10,220	10,220	15,408
300 Qualcomm	0	12,022	11,490
258 Royal Dutch Shell PLC ADR Class B	14,738	14,738	13,243
100 3M	8,135	8,135	7,855
300 Wells Fargo & Co New	11,151	11,151	7,065
200 Wyeth	10,451	0	0
600 AT&T Inc 6 375% Preferred	15,000	15,000	16,176
600 Amer. Intl Group 6.45% Pfd due 06/15/47	15,000	15,000	12,072
600 Amer. Intl Group 7.7% Pfd due 12/16/47	15,000	15,000	13,590
600 Barclays Bank PLC 7 75% Pfd	15,000	15,000	15,462
600 Gen Elec Cap Corp 6.05% call 2/6/12	15,000	15,000	15,216
600 ING Groep 7.375% Pfd	15,000	15,000	13,956
800 USB Capital XII 6 30% call 2/15/12	20,000	20,000	20,198
1000 Wells Fargo Capital Trust IV 7 0% callable	25,000	25,000	25,920
400 Wells Fargo Capital Enh Tr 7.875% callable	10,000	10,000	10,636
Total corporate stocks (line 10b)	<u>764,653</u>	<u>729,844</u>	<u>590,177</u>
<u>Corporate bonds</u>			
25,000 GECC 4 5% 3/15/19	25,000	25,000	25,245
Total corporate bonds (line 10c)	<u>25,000</u>	<u>25,000</u>	<u>25,245</u>

EIN 36-7362746

Investments
Eleanor Foster Foundation
Tax Year Ended. Aug 31, 2010

STATEMENT 10

Description	Beginning Book Value Sept. 1, 2009	Ending Book Value Aug 31, 2010	Ending FMV
<u>Certificates of Deposit</u>			
25,000 BMW Bank No. Amer 1 75% 9/23/11	0	25,000	25,264
15,000 Citibank 3.75% 11/5/09	15,000	0	
25,000 GE Money Bank 1 75% 10/24/11	0	25,000	25,000
25,000 GE Money Bank 1 75% 10/24/11	0	25,000	25,258
50,000 Legacy Bank 5.00% due 9/21/09	50,000	0	0
35,000 Lehman Bros Bank 5 15% 8/29/11	35,000	35,000	36,184
25,000 SW Bank of St Louis Mo 5.25% 2/15/23	25,000	0	0
Total Certificates of Deposit (line 13)	<u>125,000</u>	<u>110,000</u>	<u>111,706</u>
 <u>Mutual Funds</u>			
1,225 49 Capital World Growth & Income Fund Class C	50,000	50,000	38,002
2,204 03 Columbia Mid Cap Value Fund	35,000	35,000	23,275
2,862 595 Mainstay High Yield Corp Bond Fund C	0	14,954	16,431
Total mutual funds (line 13)	<u>85,000</u>	<u>99,954</u>	<u>77,708</u>

**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 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 ELEANOR FOSTER FOUNDATION	Employer identification number 36-7362746
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O I. HARTMAN, TTEE, 1749 N. WELLS ST, NO. 321	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHICAGO, IL 60614	

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 |
| ☒ Form 990-PF | ☐ Form 1041-A | ☐ Form 8870 |

ILONA A. HARTMAN, TRUSTEE

- The books are in the care of ▶ **1749 N. WELLS STREET, CHICAGO, IL - CHICAGO, IL 60614**

Telephone No ▶ **312-202-0014**

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 **APRIL 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 **SEP 1, 2009**, and ending **AUG 31, 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	\$ 571.
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	\$ 371.
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	\$ 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.

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

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

**AMENDMENT TO THE TRUST KNOWN AS
THE ELEANOR FOSTER FOUNDATION
CREATED UNDER THE LAST WILL OF ELEANOR FOSTER**

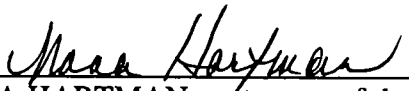
I, ILONA HARTMAN, not individually but as the acting trustee of the trust known as the Eleanor Foster Foundation (the "Trust") created under the last Will of Eleanor Foster, deceased, dated November 9, 1999, (the "Will") hereby pursuant to the provisions of Section A3.01(B)(2) of Article A-III of the Will exercise my right to amend the terms applicable to the Eleanor Foster Foundation as follows:

1. I hereby amend Section A4.01(A) of Article A-IV of the Will by removing H. DEBRA LEVIN as the designated First Successor trustee of the Trust and designate, GERALD L. SCHENK of Chicago, Illinois, as the First Successor trustee.
2. I hereby amend Section A4.01(A) of Article A-IV of the Will by removing THE SCHOOL OF THE ART INSTITUTE OF CHICAGO, as the designated Second Successor trustee and designate ELIZABETH BLAYER, of Chicago, Illinois, as the Second Successor trustee.

In all other respects, I confirm the terms of the Trust as herein amended and reserve the right of the acting trustee of the Trust to further amend the terms applicable to the Eleanor Foster Foundation pursuant to Section A3.01(B)(2) of Article A-III of the Will.

* * *

IN WITNESS WHEREOF, I have signed this amendment to the Eleanor Foster Foundation this day of February 11, 2010.



ILONA HARTMAN, as trustee of the
Eleanor Foster Foundation

We certify that the foregoing amendment was on the date thereof, signed in our presence by ILONA HARTMAN, not individually but as acting trustee of the Eleanor Foster Foundation, and that we at her request and in her presence and in the presence of each other, have hereunto

subscribed our names as witnesses thereto and we hereby certify that we believe her to be of sound mind and memory and under no undue influence at the time of signing of this amendment.

Marie Beckman
WITNESS

[Signature]
WITNESS

5110 Fairview Ct
Downer IL 60449

201 N. Westmore, Unit 1703
Chicago, IL 60601

STATE OF ILLINOIS

SS

COUNTY OF COOK

The undersigned, a notary public in and for the above county and state, certifies that ILONA HARTMAN, personally known to me to be the same person whose name is signed to the foregoing instrument appeared before me this day in person and acknowledged that she signed the instrument as said trustee and as her free and voluntary act, for the uses and purposes therein set forth.

Given under my hand and official seal this day of February 11th 2010.

[Signature]
Notary Public

