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

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

For calendar year **2009**, or tax year beginning **10/01**, **2009**, and ending **09/30**, **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 MILLER COOPER & CO., LTD CHARITABLE FOUNDATION C/O MARIANNE PHALIN	A Employer identification number 36-3851204
	Number and street (or P O box number if mail is not delivered to street address) Room/suite 1751 Lake Cook Road, Suite 400	B Telephone number (see page 10 of the instructions) (312) 344-2829
	City or town, state, and ZIP code Deerfield, IL 60015	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:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 79,665.

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

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) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule) . . . . .	92,200	ATCH 1		
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B. . . . .				
	3 Interest on savings and temporary cash investments . . . . .				
	4 Dividends and interest from securities . . . . .				
	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) . . . . .				
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10 a Gross sales less returns and allowances . . . . .				
b Less Cost of goods sold . . . . .					
c Gross profit or (loss) (attach schedule) . . . . .					
11 Other income (attach schedule) . . . . .					
12 Total. Add lines 1 through 11 . . . . .	92,200				
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc. . . . .	0			
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .				
	c Other professional fees (attach schedule) . . . . .				
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see page 14 of the instructions) . . . . .				
	19 Depreciation (attach schedule) and depletion . . . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) ATCH 2 . . . . .	81			
	24 Total operating and administrative expenses. Add lines 13 through 23 . . . . .	81			
	25 Contributions, gifts grants paid . . . . .	117,360			117,360
26 Total expenses and disbursements Add lines 24 and 25 . . . . .	117,441			117,360	
27 Subtract line 26 from line 12 . . . . .	-25,241				
a Excess of revenue over expenses and disbursements . . . . .					
b Net investment income (if negative, enter -0-) . . . . .		-0-			
c Adjusted net income (if negative, enter -0-) . . . . .			-0-		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing . . . . .	104,906.	75,325.	75,325.
	2	Savings and temporary cash investments . . . . .			
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)			
	12	Investments - mortgage loans . . . . .			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)			
15	Other assets (describe ▶ <u>ATCH 3</u> )	0.	4,340.	4,340.	
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	104,906.	79,665.	79,665.	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ )			
23	<b>Total liabilities</b> (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .	104,906.	79,665.	
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	104,906.	79,665.	
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	104,906.	79,665.		

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)	1 104,906.
2	Enter amount from Part I, line 27a	2 -25,241.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 79,665.
5	Decreases not included in line 2 (itemize) ▶	5
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 79,665.

**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						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a						
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) 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				
a						
b						
c						
d						
e						
2 Capital gain net income or (net capital loss) . . . . .	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2			
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8. . . . .	{ }		3			

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	127,705.	142,941.	0.893411
2007	58,255.	140,626.	0.414255
2006	113,970.	110,895.	1.027729
2005	66,126.	97,669.	0.677042
2004	82,328.	91,200.	0.902719
2 Total of line 1, column (d) . . . . .			2 3.915156
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . . .			3 0.783031
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .			4 101,072.
5 Multiply line 4 by line 3 . . . . .			5 79,143.
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			6
7 Add lines 5 and 6 . . . . .			7 79,143.
8 Enter qualifying distributions from Part XII, line 4 . . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18			8 117,360.

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

<b>1 a</b> 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 ruling letter if necessary - see instructions)	}	1	0.
<b>b</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 . . . . .			
<b>c</b> All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	2		
<b>3</b> Add lines 1 and 2 . . . . .	3		0.
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	4		0.
<b>5 Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5		0.
<b>6 Credits/Payments</b>			
<b>a</b> 2009 estimated tax payments and 2008 overpayment credited to 2009 . . . . .	6 a		
<b>b</b> Exempt foreign organizations tax withheld at source . . . . .	6 b		0.
<b>c</b> Tax paid with application for extension of time to file (Form 8868) . . . . .	6 c		0.
<b>d</b> Backup withholding erroneously withheld . . . . .	6 d		
<b>7</b> Total credits and payments Add lines 6a through 6d . . . . .	7		0.
<b>8</b> Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
<b>9 Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9		0.
<b>10 Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10		
<b>11</b> Enter the amount of line 10 to be Credited to 2010 estimated tax Refunded	11		

**Part VII-A Statements Regarding Activities**

		Yes	No
<b>1 a</b> 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? . . . . .	1 a		X
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1 b		X
<b>c</b> Did the foundation file Form 1120-POL for this year? . . . . .	1 c		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____			
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____			
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities</i>	2		X
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	3		X
<b>4 a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4 a		X
<b>b</b> If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	4 b		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T</i>	5		X
<b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	X	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i> . . . . .	7	X	
<b>8 a</b> Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ IL, _____			
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> . . . . .	8 b	X	
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i> . . . . .	9		X
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .	10		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) . . . . .	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . .	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .	13		
Website address ▶ n/a				
14	The books are in care of ▶ MARIANNE PHALIN Telephone no ▶ 312-344-2829			
Located at ▶ 1751 LAKE COOK ROAD, SUITE 400 Deerfield, IL ZIP + 4 ▶ 60015				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ 15			

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

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

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

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

**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?  Yes  No **5b**

Organizations relying on a current notice regarding disaster assistance check here

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No

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

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No **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?  Yes  No **7b** X

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Attachment 4		0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

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

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

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

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

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

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

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

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

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

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

<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>	
<b>b</b>	Average of monthly cash balances	<b>1b</b>	102,611.
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	0.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	102,611.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<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>	102,611.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	1,539.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	101,072.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	5,054.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	5,054.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	0.
<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>	0.
<b>3</b>	<b>Distributable amount before adjustments.</b> Subtract line 2c from line 1	<b>3</b>	5,054.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	5,054.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	5,054.

**Part XII Qualifying Distributions** (see page 25 of the 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>	117,360.
<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>	0.
<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>	0.
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0.
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	117,360.
<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 (see page 26 of the instructions)	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	117,360.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
<b>1</b> Distributable amount for 2009 from Part XI, line 7 . . . . .				5,054.
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only . . . . .				
<b>b</b> Total for prior years 20 07 20 06 20 05 . . . . .		0.		
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004 . . . . .				77,768.
<b>b</b> From 2005 . . . . .				61,243.
<b>c</b> From 2006 . . . . .				108,425.
<b>d</b> From 2007 . . . . .				51,224.
<b>e</b> From 2008 . . . . .				120,558.
<b>f</b> Total of lines 3a through e . . . . .	419,218.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 117,360.				
<b>a</b> Applied to 2008, but not more than line 2a . . . . .				
<b>b</b> Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .				
<b>d</b> Applied to 2009 distributable amount . . . . .				5,054.
<b>e</b> Remaining amount distributed out of corpus . . . . .	112,306.			
<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))				
<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 . . . . .	531,524.			
<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 . . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions . . . . .		0.		
<b>e</b> Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .				
<b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010 . . . . .				
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	77,768.			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .	453,756.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2005 . . . . .	61,243.			
<b>b</b> Excess from 2006 . . . . .	108,425.			
<b>c</b> Excess from 2007 . . . . .	51,224.			
<b>d</b> Excess from 2008 . . . . .	120,558.			
<b>e</b> Excess from 2009 . . . . .	112,306.			

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

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

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

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

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)

**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

N/A

**c** Any submission deadlines

N/A

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

N/A

**Part XV Supplementary Information (continued)**

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>  Attachment 5				
<b>Total. . . . .</b>				<b>▶ 3a</b> 117,360.
b <i>Approved for future payment</i>				
<b>Total. . . . .</b>				<b>▶ 3b</b>





**Schedule of Contributors**

**2009**

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

<b>Name of the organization</b> MILLER COOPER & CO., LTD CHARITABLE FOUNDATION C/O MARIANNE PHALIN	<b>Employer identification number</b> 36-3851204
--	---

**Organization type (check one)**

**Filers of:**

**Section:**

Form 990 or 990-EZ

501(c)(3) (enter number) organization

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

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

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

501(c)(3) taxable private foundation

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

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

**General Rule**

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

**Special Rules**

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

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

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

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

Name of organization MILLER COOPER & CO., LTD CHARITABLE FOUNDATION C/O MARIANNE PHALIN Employer identification number 36-3851204

**Part I** Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ROSS S. PEARLSTEIN 6 DEVONSHIRE LANE LINCOLNSHIRE, IL 60069	\$ 14,100.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	PETER F. CIESLAK BOX 5616 R.F.D LONG GROVE, IL 60047	\$ 5,800.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	CHARLES COHEN 12 Yorkshire Drive Lincolnshire, IL 60069	\$ 11,700.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

Attachment 1

<u>NAME AND ADDRESS</u>	<u>DATE</u>	<u>DIRECT PUBLIC SUPPORT</u>
ROSS S. PEARLSTEIN 6 DEVONSHIRE LANE LINCOLNSHIRE, IL 60069	12/16/2009	14,100.
MARIANNE E. PHALIN 2122 WINCHESTER LANE GLENVIEW, IL 60025	12/15/2009	4,000.
CECIL LEVY 8 FOXTAIL LANE RIVERWOODS, IL 60015	12/07/2009	3,700.
IRWIN A. LYONS 3057 SPRINGDALE ROAD GLENVIEW, IL 60025	12/04/2009	1,600.
CHRISTOPHER B. POWERS 2518 RIDGEWAY AVENUE EVANSTON, IL 60201	12/15/2009	3,200.
PETER F. CIESLAK BOX 5616 R.F.D LONG GROVE, IL 60047	12/15/2009	5,800.

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

Attachment 1 (Cont'd)

<u>NAME AND ADDRESS</u>	<u>DATE</u>	<u>DIRECT PUBLIC SUPPORT</u>
ROBERT L. SABLIN 4332 TERRI-LYN LANE NORTHBROOK, IL 60062	12/13/2009	4,200.
THERESA PIOTROWSKI 802 S. EDWARD ST. MOUNT PROSPECT, IL 60056	12/15/2009	2,000.
JEFFREY FELD 2905 BAYBERRY DR. BUFFALO GROVE, IL 60089	12/16/2009	3,900.
JAMES G. REDIGER 815 INDIGO CT LAKE ZURICH, IL 60047	12/15/2009	3,700.
WILLIAM WIERSEMA P.O. BOX 912 LIBERTYVILLE, IL 60048	12/14/2009	2,600.
RICKY L. MAX 1509 QUAKER HOLLOW CT. S. BUFFALO GROVE, IL 60089	12/14/2009	3,800.

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

Attachment 1 (Cont'd)

<u>NAME AND ADDRESS</u>	<u>DATE</u>	<u>DIRECT PUBLIC SUPPORT</u>
TODD PERLMAN 1455 WAUKEGAN ROAD DEERFIELD, IL 60015	12/10/2009	3,000.
CHARLES COHEN 12 Yorkshire Drive Lincolnshire, IL 60069	12/15/2009	11,700.
MICHAEL RADIN 1733 HEATHER LANE HIGHLAND PARK, IL 60035	12/03/2009	3,500.
BRIAN KAYMAN 1155 KNOLLWOOD ROAD DEERFIELD, IL 60015	12/08/2009	4,900.
KRISTEN L. FITZPATRICK 363 W. DEVON AVENUE ROSELLE, IL 60172	12/11/2009	3,800.
STEVEN R. MADDEN 62 W. MICHIGAN AVENUE PALATINE, IL 60067	12/05/2009	4,000.

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

Attachment 1 (Cont'd)

<u>NAME AND ADDRESS</u>	<u>DATE</u>	<u>DIRECT PUBLIC SUPPORT</u>
FOTENE LIAKATAS 212 W. WASHINGTON, APT. 1603 CHICAGO, IL 60606	12/16/2009	2,400.
Dan Niforatos 84 Hillcrest Ave. Glen Ellyn, IL 60137	12/14/2009	2,200.
Matthew K. Bailey 8509 Rockefeller Ave. Brookfield, IL 60513	12/08/2009	1,900.
Miller Cooper & Co., LTD 1751 Lake Cook Road, Suite 400 Deerfield, IL 60015	12/15/2009	2,000.
Luisa A. Orman 8140 N. Elmore St. Niles, IL 60714	01/19/2010	30.
Timothy Hattendorf 1586 Shire Court Gurnee, IL 60031	01/18/2010	20.

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

Attachment 1 (Cont'd)

<u>NAME AND ADDRESS</u>	<u>DATE</u>	<u>DIRECT PUBLIC SUPPORT</u>
Tamara L. Cain 619 Joanne Dr. Minooka, IL 60447	01/15/2010	100.
Flora C. Wu 2754 N. Hampden Ct. Apt. 708 Chicago, IL 60614	01/18/2010	20.
Joanne E. Adlcn 732 Elmwood Ln. Apt A1 Wheeling, IL 60090	02/24/2010	30.

TOTAL CONTRIBUTION AMOUNTS  
92,200.

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
ILLINOIS CHARITY BUREAU FUND	15.
BANK CHARGE	<del>66.</del>
TOTALS	<u>81.</u>

FORM 990PF, PART II - OTHER ASSETS

Attachment 3

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
DUE FROM MCC	4,340.	4,340.
TOTALS	<u>4,340.</u>	<u>4,340.</u>

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

Attachment 4

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
ROSS PEARLSTEIN 6 DEVONSHIRE LANE LINCOLNSHIRE, IL 60069	PRESIDENT AS NEEDED	0.	0.	0.
ROBERT SABIN 4332 TERRI-LYN LANE NORTHBROOK, IL 60062	SECRETARY AS NEEDED	0.	0.	0.
PETER CIESLAK BOX 5616 RFD LONG GROVE, IL 60047	TREASURER AS NEEDED	0.	0.	0.
MARIANNE PHALIN 2122 WINCHESTER LANE GLENVIEW, IL 60026	DIRECTOR AS NEEDED	0.	0.	0.
GRAND TOTALS		0.	0.	0.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 5

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
JEWISH UNITED FUND BEN GURION WAY, 1 S. FRANKLIN ST Chicago, IL 60206	N/A PUBLIC	RELIGIOUS	50,000
LOEFFEL EPILEPSY FOUNDATION P O BOX 2100 Barrington, IL 60011	N/A PUBLIC	CHARITABLE/RESEARCH	1,400
AMERICAN DIABETES ASSOCIATION 1701 North Beauregard Street Alexandria, VA 22311	N/A PUBLIC	CHARITABLE	3,000
GREATER CHICAGO FOOD DEPOSITORY 4100 WEST ANN LURIE PLACE Chicago, IL 60632	N/A PUBLIC	CHARITABLE	10,000
GLENKIRK 3504 COMMERCIAL AVENUE. Northbrook, IL 60062	N/A PUBLIC	CHARITABLE	4,000
NIU FOUNDATION - ACCOUNTANCY SCHOLARSHIP NORTHERN ILLINOIS UNIVERSITY FOUNDATION Dekalb, IL 60115-2882	N/A PUBLIC	CHARITABLE/EDUCATIONAL	2,200

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 5 (Cont'd)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MARCH OF DIMES 111 W Jackson Blvd, Suite 2200 Chicago, IL 60604	N/A PUBLIC	CHARITABLE	500
NATIONAL RUNAWAY SWITCHBOARD 3080 N LINCOLN AVE Chicago, IL 60656	N/A PUBLIC	CHARITABLE	1,300
CHICAGO PHILHARMONIC 1123 EMERSON ST #207 EVANSTON, IL 60201	N/A EXEMPT	CHARITABLE	250
MUSCULAR DYSTROPHY ASSOCIATION NATIONAL HEADQUARTERS 3300 EAST SUNRISE DRIVE TUCSON, AZ 85718	N/A PUBLIC	CHARITABLE	200
ALZHEIMER'S ASSOCIATION 8430 W Bryn Mawr, Ste 800 CHICAGO, IL 60631	N/A PUBLIC	CHARITABLE	3,100
CHILDREN'S MEMORIAL HOSPITAL 2300 CHILDREN'S PLAZA, BOX 4 CHICAGO, IL 60614	N/A PUBLIC	CHARITABLE	700

FORM 990PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 5 (Cont'd)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PAWS CHICAGO 1110 W. 35TH ST CHICAGO, IL 60601	N/A PUBLIC	CHARITABLE	3,500
RESURRECTION 7500 WEST TALCOTT AVENUE CHICAGO, IL 60631	N/A PUBLIC	CHARITABLE	750
NORWEGIAN AMERICAN HOSPITAL FOUNDATION 1044 NORTH FRANCISCO AVENUE CHICAGO, IL 60622	N/A PUBLIC	CHARITABLE	990
AMERICAN LIVER FOUNDATION 67 E. MADISON ST, SUITE 1614 CHICAGO, IL 60603	N/A PUBLIC	CHARITABLE	800
JOEY'S ANGELS 570 CHECKER DRIVE BUFFALO GROVE, IL 6089	N/A PUBLIC	CHARITABLE	200
NORTH SHORE CONGREGATION ISRAEL 535 WILLGATE TERRACE GLENCOE, IL 60022	N/A PUBLIC	CHARITABLE	100

FORM 990-E, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 5 (Cont'd)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CATHOLIC CHARITIES 721 North LaSalle Street Chicago, IL 60654	N/A PUBLIC	Charitable	2,720
NATURE CONSERVANCY IN ILLINOIS 4245 NORTH FAIRFAX DFIVE STE 100 ARLINGTON, VA 22203-1606	N/A public	CHARITABLE	1,100
INTERIOR INVESTMENTS LLC 625 HEATHROW DRIVE LINCOLNSHIRE, IL 60069	N/A exempt	CHARITABLE	500
CONCERN WORLDWIDE 104 EAST 40TH STREETK, STE 903 NEW YORK, NY 10016	N/A public	CHARITABLE	250.
DOUGLAS HUDSON SR BILTMORE SCHOLARSHIP FUND 160 BILTMORE DR BARRINGTON, IL 60010	N/A exempt	CHARITABLE/SCHOLARSHIPS	500
BISONCARES 3850 OHIO AVEN ST CHARLES, IL 60174	N/A PUBLIC	CHARITABLE	500

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 5 (Cont'd)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
RABINE GROUP FOUNDATION P O BOX 370 SPRING GROVE, IL 60081	N/A PUBLIC	CHARITABLE	8,800
GRANT A WISH P O BOX 17698 CHICAGO, IL 60617	N/A PUBLIC	CHARITABLE	500.
SOUTH SIDE MISSION 1127 SOUTH LARAMIE ST PEORIA, IL 61605	N/A PUBLIC	CHARITABLE	500
Juvenile Diabetes Foundation Illinois Chapter 11 S LaSalle Street, Suite 1800 Chicago, IL 60603-1341	N/A Public	Charitable	300
Swedish Covenant Hospital Foundation 5145 N California Ave Chicago, IL 60625	N/A Public	Charitable	500
Chicago Culinary Museum & Chef's Hall of Fame 650 E Diehl Road, Suite 100 Naperville, IL 60563	N/A Public	Charitable	250

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 5 (Cont'd)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
USC Troy Camp Hazel & Stanley Hale 100 Los Angeles, CA 90083	n/a public	Charitable	187
Beth Emet, The Free Synagogue Soup Kitchen 1224 W Dempster St Evanston, IL 60202	N/A Public	Charitable	100
North Shore Foundation- Dialysis Fund 777 Parke Avenue West Highland Park, IL 60035	N/A Public	Charitable	200
Over the Rainbow Association 2040 Brown Avenue Evanston, IL 60201	n/a Public	Charitable	400
Dave Schock Scholarship Fund 501 W Carboy Mount Prospect, IL 60056	n/a Public	charitable/scholarships	450
Accelerated Rehab 1626 Ogden Ave Downers Grove, IL 60015	N/A Public	Charitable	500

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 5 (Cont'd)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
St Jude Children's Research Hospital PO Box 810 Memphis, TN 38101	N/A Public	Charitable/Research	50
Hephzibah Children's Association 946 North Blvd Oak Park, IL 60301	N/A Public	Charitable	125
Ada S McKinley Community Service 725 S Wells Street Chicago, IL 60607	N/A Public	Charitable	600.
Ravinia Festival 418 Sheridan Road Highland Park, IL 60035	N/A Public	Charitable	250
Sturgeon Bay Morvian Church 323 South Fifth Avenue Sturgeon Bay, WI 54231	N/A Public	Charitable	500
Illinois Municipal Treasurer's Association 17 Eastman Street Piano, IL 60545	N/A Public	Charitable	200

FORM 990PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 5 (Cont'd)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
University of Illinois Foundation Harker Hall 1305 W. Green St Urbana, IL 61801	N/A Public	Charitable/Educational	1,500.
Hospice of Kankakee Valley 482 Main Street NW Bourbanais, IL 60914	N/A Public	CHARITABLE	100.
ILLINOIS STATE UNIVERSITY FOUNDATION 1101 N MAIN STREET NORMAL, IL 61790	n/a PUBLIC	Charitable/Educational	1,000
AMERICAN CANCER SOCIETY PO BOX 22718 NORTHERN ILLINOIS UNIVERSITY OKLAHOMA CITY, OK 73123	N/A Public	CHARITABLE	550
BETA ALPHA PSI DEPARTMENT OF ACCOUNTANCY NORTHERN ILLINOIS UNIVERSITY DEKALB, IL 60115	N/A Public	CHARITABLE	200
AMERICAN RED CROSS PO BOX 40020158 DES MOINES, IA 50340	N/A Public	CHARITABLE	600

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 5 (Cont'd)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HUBBARD STREET DANCE CHICAGO 1147 WEST JACKSON BLVD CHICAGO, IL 60607	N/A PUBLIC	CHARITABLE	1,900
DRIEHAUS DESIGN INITIATIVE 25 E ERIE STREET CHICAGO, IL 60611	N/A EXEMPT	CHARITABLE	850
BOY SCOUTS OF AMERICA 1545 S CICERO CICERO, IL 60804	N/A PUBLIC	CHARITABLE	250
MIDLAND AREA FOOD PANTRY 363 W DEVON ROSELLE, IL 60172	n/a Public	CHARITABLE	100
JACK & SYLVIA LAZARUS YOUTH FUND 3751 NORTH BROADWAY CHICAGO, IL 60613	N/A PUBLIC	CHARITABLE	100
Cruisin' Tigers GTO Club 311 11th Street Wheeling, IL 60090	n/a public	charitable	50.

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 5 (Cont'd)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Adler School of Professional Psychology 65 East Wacker Place, Suite 2100 Chicago, IL 60601	n/a public	charitable/educational	2,000
Easter Seals Metropolitan Chicago 1939 West 13th Street Chicago, IL 60608	n/a public	charitable	50
Alexian Brothers Hospice 3040 Salt Creek Lane Arlington Heights, IL 60005	n/a public	charitable	50
American Lung Association 55 West Wacker Drive, Suite 800 Chicago, IL 60601	n/a public	charitable	50
Emergency Fund 651 W Washington Street, Suite 504 Chicago, IL 60661	n/a public	charitable	200
Link Unlimited 2221 South State Street Chicago, IL 60616	n/a public	charitable	250

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 5 (Cont'd)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ETHS Educational Foundation 1600 Dodge Ave. Evanston, IL 60204	n/a public	charitable	100
Matthew 25 :40 Charitable Foundation, Inc 212 Bookham Lane Gaithersburg, MD 20877	n/a public	charitable	50.
Dysautonomia Foundation, Inc 315 W 39th Street, Suite 701 New York, NY 10018	n/a public	charitable	350
Judy G Stevenson Scholarship Fund 30 North Brainard Naperville, IL 60540	n/a public	charitable/scholarships	250
Health & Medicine Policy Research Group 29 E Madison, Suite 602 Chicago, IL 60602	n/a public	charitable	200
Rally Capital Services, LLC 222 North LaSalle St, Suite 2600 Chicago, IL 60601	n/a public	charitable	138

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 5 (Cont'd)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT	FOUNDATION STATUS OF RECIPIENT		
Friends of the Israel Defense Forces 29 East Madison Street Chicago, IL 60602	n/a public		charitable	2,300
Healthcare Alternative Systems 2755 W Armitage Chicago, IL 60647	n/a public		charitable	100
Clearbrook 1155 Rose Road Lake Zurich, IL 60047	n/a public		charitable	600
St Michael's Episcopal Church 8706 Quaker Lane Bon Air, VA 23235	n/a public		charitable	500

TOTAL CONTRIBUTIONS PAID 117,360