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## Return of Private Foundation

Department of the Treasury  
Internal Revenue Serviceor Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

2009

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		OCT 1, 2009	, and ending	SEP 30, 2010	
G Check all that apply		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	
		<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	
<b>Use the IRS label otherwise, print or type See Specific Instructions</b>	Name of foundation			A Employer identification number	
	PAUL AND SUZANNE HANIFL FOUNDATION			36-4334519	
	Number and street (or P O box number if mail is not delivered to street address) 190 SOUTH LASALLE STREET			Room/suite 1700	
	City or town, state, and ZIP code CHICAGO, IL 60603				
<b>H Check type of organization</b> <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation					
<b>I Fair market value of all assets at end of year</b> <b>J Accounting method</b> <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual (from Part II, col (c), line 16) <input type="checkbox"/> Other (specify) <b>► \$ 3,445,775.</b> (Part I, column (d) must be on cash basis)					
<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))					
Revenue	1 Contributions, gifts, grants, etc , received	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments			<input type="checkbox"/> N/A	
	3 Dividends and interest from securities	76,046.	76,046.	<b>STATEMENT 1</b>	
	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	62,871.			
	7 Capital gain net income (from Part IV, line 2)		62,871.		
	8 Net short-term capital gain				
	9 Income modifications Gross sales less returns and allowances				
	10a <b>R</b> <b>I</b> <b>C</b> <b>N</b> <b>V</b> <b>E</b> <b>D</b>				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
11 Other income	138,917.	138,917.			
12 Total Add lines 1 through 11					
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees	STMT 2	2,785.	2,785.	0.
	b Accounting fees				
	c Other professional fees	STMT 3	11,987.	11,987.	0.
	17 Interest	STMT 4	1,513.	0.	0.
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 5	2,160.	2,160.	0.
	24 Total operating and administrative expenses Add lines 13 through 23		18,445.	16,932.	0.
25 Contributions, gifts, grants paid		171,557.		171,557.	
26 Total expenses and disbursements. Add lines 24 and 25		190,002.	16,932.	171,557.	
27 Subtract line 26 from line 12		<51,085.►			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		121,985.			
c Adjusted net income (if negative, enter -0-)			<input type="checkbox"/> N/A		

Assets	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
	1 Cash - non-interest-bearing		<2. >	<2. >	<2. >
	2 Savings and temporary cash investments		148,531.	54,399.	54,399.
	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 6	928,939.	974,782.	956,380.
	c Investments - corporate bonds	STMT 7	806,000.	803,865.	754,636.
	11 Investments - land buildings and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 8	499,326.	499,326.	520,827.
	14 Land, buildings, and equipment basis ►	1,159,430.			
	Less accumulated depreciation	STMT 9 ►	1,159,430.	1,159,430.	1,159,430.
	15 Other assets (describe ►	STATEMENT 10)	766.	105.	105.
	16 Total assets (to be completed by all filers)		3,542,990.	3,491,905.	3,445,775.
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 ►	<input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ►	<input checked="" type="checkbox"/>			
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		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		3,542,990.	3,491,905.	
	30 Total net assets or fund balances		3,542,990.	3,491,905.	
	31 Total liabilities and net assets/fund balances		3,542,990.	3,491,905.	

## 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	3,542,990.
2 Enter amount from Part I, line 27a	2	<51,085. >
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	3,491,905.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,491,905.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a SEE ATTACHED SCHEDULE</b>			P	VARIOUS	VARIOUS
<b>b SEE ATTACHED SCHEDULE</b>			P	VARIOUS	VARIOUS
<b>c</b>					
<b>d</b>					
<b>e</b>					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 375,338.		332,161.	43,177.		
b 282,534.		262,840.	19,694.		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			43,177.		
b			19,694.		
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	62,871.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 } 3				N/A	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	99,050.	3,293,418.	.030075
2007	254,127.	3,784,813.	.067144
2006	149,600.	3,602,029.	.041532
2005	160,172.	2,976,172.	.053818
2004	142,871.	3,024,183.	.047243

2 Total of line 1, column (d)

2 .239812

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 .047962

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

4 3,414,356.

5 Multiply line 4 by line 3

5 163,759.

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

6 1,220.

7 Add lines 5 and 6

7 164,979.

8 Enter qualifying distributions from Part XII, line 4

8 171,557.

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 ► <input type="checkbox"/> and enter "N/A" on line 1	(attach copy of letter if necessary-see instructions)	1,220.
Date of ruling or determination letter _____			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	0.	
3	Add lines 1 and 2	1,220.	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	0.	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	1,220.	
6	<b>Credits/Payments</b>		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	1,280.	
b	Exempt foreign organizations - tax withheld at source		
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld		
7	Total credits and payments. Add lines 6a through 6d	1,280.	
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter amount owed	► 9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	► 10 60.	
11	Enter the amount of line 10 to be <b>Credited to 2010 estimated tax</b> ► 60.   <b>Refunded</b> ► 11 0.		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► IL	
8b		X
9		X
10		X

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► SUZANNE T. HANIFL Located at ► 41 SANDALWOOD LANE, BARRINGTON HILLS, IL	Telephone no ► 847-381-6257 ZIP+4 ► 60010	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input 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	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 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
b	If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions )	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	N/A	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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)-(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		N/A	5b
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
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	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	<i>If "Yes," attach the statement required by Regulations section 53 4945-5(d)</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	6b
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			X
	<i>If "Yes" to 6b, file Form 8870</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	7b
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		N/A	

**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.**

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	
SUZANNE T. HANIFL 41 SANDALWOOD LANE BARRINGTON HILLS, IL 60010	PRES, TREAS & 0.00	DIR 0.	0.	0.	
PAUL H. HANIFL 41 SANDALWOOD LANE BARRINGTON HILLS, IL 60010	VICE-PRES, SEC & DIR 0.00	DIR 0.	0.	0.	
DANIEL BROSIER 402 WASHBURN ELGIN, IL 60123	DIR 0.00	DIR 0.	0.	0.	

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THERE ARE NO COMPENSATED EMPLOYEES.	0.00	0.	0.	0.

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

**Form 990-PF (2009)**

**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
THERE ARE NO PROFESSIONALS RECEIVING OVER \$50,000 FOR SERVICES.		0.

Total number of others receiving over \$50,000 for professional services ► 0

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

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

1	N/A	Expenses
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

1	N/A	Amount
2		
3		
<b>Total.</b> Add lines 1 through 3 ►		0.

**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	2,200,647.
b	Average of monthly cash balances	1b	106,274.
c	Fair market value of all other assets	1c	1,159,430.
d	<b>Total</b> (add lines 1a, b, and c)	1d	3,466,351.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,466,351.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	51,995.
5	<b>Net value of noncharitable-use assets</b> . Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,414,356.
6	<b>Minimum investment return</b> Enter 5% of line 5	6	170,718.

**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	170,718.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,220.
b	Income tax for 2009 (This does not include the tax from Part VI )	2b	
c	Add lines 2a and 2b	2c	1,220.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	169,498.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	169,498.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	169,498.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	171,557.
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	171,557.
b	Cash distribution test (attach the required schedule)	5	1,220.
4	<b>Qualifying distributions</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	170,337.
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		
6	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4		

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

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				169,498.
2 Undistributed income, if any, as of the end of 2009			123,260.	
a Enter amount for 2008 only				
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				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 171,557.			123,260.	
a Applied to 2008, but not more than line 2a				
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	0.			48,297.
e Remaining amount distributed out of corpus	0.			0.
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				
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	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

**Part XIV Private Operating Foundations (see Instructions and Part VII-A, question 9)**

N/A

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ►   
**b** Check box to indicate whether the foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

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

## 1 Information Regarding Foundation Managers:

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

**NONE**

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

NONE

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

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

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

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

### **c Any submission deadlines**

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

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
<b>a Paid during the year</b>				
SEE STATEMENT 11				
<b>Total</b>			► 3a	171,557.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			► 3b	0.

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income
	(a) Business code	(b) Amount		
1 Program service revenue				
a				
b				
c				
d				
e				
f				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities				76,046.
5 Net rental income or (loss) from real estate				
a Debt-financed property				
b Not debt-financed property				
6 Net rental income or (loss) from personal property				
7 Other investment income				
8 Gain or (loss) from sales of assets other than inventory				62,871.
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue				
a				
b				
c				
d				
e				
12 Subtotal Add columns (b), (d), and (e)		0.	0.	138,917.
13 Total. Add line 12, columns (b), (d), and (e)				138,917.
(See worksheet in line 13 instructions to verify calculations )				

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)
3	<b>THESE ITEMS ARE A DIRECT RESULT OF THE FOUNDATION</b>
4	<b>DIRECTORS' INVESTMENT OF THE FOUNDATION ASSETS IN A PRUDENT MANNER</b>
8	<b>WHICH IS CONSISTENT WITH THEIR FIDUCIARY DUTY TO THE FOUNDATION.</b>

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of

- (1) Cash
- (2) Other assets

## b Other transactions

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

**c Sharing of facilities, equipment, mailing lists, other assets, or paid employees**

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

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes  No

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

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

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

Signature of officer or trustee

2/8/11  
Date

president

Date \_\_\_\_\_

Sign Here

Sign Here		Preparer's signature	Date	Check if self-employed	Preparer's identifying number
Paid Preparer's Use Only			2/4/2011	<input type="checkbox"/>	
Firm's name (or yours if self-employed), address, and ZIP code	MADDEN, JIGANTI, MOORE & SINARS LLP 190 S. LASALLE ST., SUITE 1700 CHICAGO, ILLINOIS 60603		EIN	<input type="checkbox"/> Phone no 312-346-4101	

## 2009 DEPRECIATION AND AMORTIZATION REPORT

## FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	50% INTEREST IN LAND, ROCKINGHAM CO 123105L					437,500.			437,500.			0.
2	FARMLAND IN BOONE COUNTY, ILLINOIS	030207L				271,930.			271,930.			0.
3	50% INTEREST IN LAND, ROCKINGHAM CO 122807L					450,000.			450,000.			0.
	* TOTAL 990-PF PG 1 DEPR					1159430.			0.	1159430.	0.	0.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT	
AMORTIZATIN OF BOND PREMIUM	<1,375. >	0.	<1,375. >	
CORNERSTONE - DIVIDENDS	20,256.	0.	20,256.	
CORNERSTONE - INTEREST	57,165.	0.	57,165.	
TOTAL TO FM 990-PF, PART I, LN 4	76,046.	0.	76,046.	

  

FORM 990-PF	LEGAL FEES		STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MADDEN, JIGANTI, MOORE & SINARS	2,785.	2,785.		0.
TO FM 990-PF, PG 1, LN 16A	2,785.	2,785.		0.

  

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CORNERSTONE NATIONAL BANK	11,987.	11,987.		0.
TO FORM 990-PF, PG 1, LN 16C	11,987.	11,987.		0.

  

FORM 990-PF	TAXES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAX EXPENSE	1,175.	0.		0.
FOREIGN TAX PAID	338.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,513.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS EXPENSES	2,160.	2,160.		0.
TO FORM 990-PF, PG 1, LN 23	2,160.	2,160.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE ATTACHED LISTING	974,782.	956,380.
TOTAL TO FORM 990-PF, PART II, LINE 10B	974,782.	956,380.

FORM 990-PF	CORPORATE BONDS	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE ATTACHED LISTING	803,865.	754,636.
TOTAL TO FORM 990-PF, PART II, LINE 10C	803,865.	754,636.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CERTIFICATE OF DEPOSITS - SEE ATTACHED	COST	499,326.	520,827.
TOTAL TO FORM 990-PF, PART II, LINE 13		499,326.	520,827.

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

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
50% INTEREST IN LAND, ROCKINGHAM COUNTY, VA	437,500.	0.	437,500.
FARMLAND IN BOONE COUNTY, ILLINOIS	271,930.	0.	271,930.
50% INTEREST IN LAND, ROCKINGHAM COUNTY, VA	450,000.	0.	450,000.
TOTAL TO FM 990-PF, PART II, LN 14	1,159,430.	0.	1,159,430.

## FORM 990-PF OTHER ASSETS STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
FEDERAL ESTIMATED TAXES	766.	105.	105.
TO FORM 990-PF, PART II, LINE 15	766.	105.	105.

FORM 990-PF

GRANTS AND CONTRIBUTIONS  
PAID DURING THE YEAR

STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
GSAF, VMRC FOUNDATION			250.
BARRINGTON AREA LIONS CLUB			500.
ADVOCATE CHARITABLE FOUNDATION			25,000.
BARRINGTON AREA COMMUNITY FOUNDATION			1,000.
CITIZENS FOR CONSERVATION			100.
BARRINGTON GIVING DAY			100.
WALTER S. HERRICK SR. MEMORIAL FUND			250.
HENN THEATER TRUST			3,000.

PAUL AND SUZANNE HANIFL FOUNDATION

36-4334519

MAX MCGRAW WILDLIFE FOUNDATION

3,500.

BHSPAAF

2,500.

MINNESOTA ZOO FOUNDATION

15,000.

LILA

1,000.

UU CHURCH OF ELGIN

16,607.

WTTW

1,500.

STILLMAN NATURE CENTER

250.

NEIGHBORHOOD HEALTH CLINIC

1,000.

CITY OF HUGO MINNESOTA

100,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

171,557.

**PAUL & SUZANNE HANIFL FOUNDATION**  
**SCHEDULE OF 2009 - 2010 CAPITAL TRANSACTIONS - BOOK BASIS**  
**PART 1, LINE 6 and PART IV, LINE1a**

**SHORT TERM CAPITAL GAIN (LOSS)**

<u>SECURITY</u>	<u>SHARES</u>	<u>BOUGHT</u>	<u>SOLD</u>	<u>SALES PRICE</u>	<u>COST BASIS</u>	<u>GAIN/LOSS</u>
IBM	150 000	8/3/2009	10/26/2009	18,391 27	17,474 66	916 61
ARCELORMITTAL	145 000	7/27/2009	11/23/2009	5,664 94	5,185 19	479 75
ARCELORMITTAL	285 000	8/4/2009	11/23/2009	11,134 54	10,978 18	156 36
BLACKROCK INC	95 000	2/17/2009	12/18/2009	21,422 40	10,986 65	10,435 75
BLACKROCK INC	5 000	4/17/2009	12/18/2009	1,127 49	682 74	444 75
BLACKROCK INC	15 000	8/4/2009	12/18/2009	3,382 48	2,913 84	468 64
COGNIZANT TECH	70 000	8/3/2009	12/18/2009	3,046 98	2,088 53	958 45
HALLIBURTON	785 000	8/3/2009	12/18/2009	22,639 39	16,850 73	5,788 66
JP MORGAN	425 000	4/20/2009	12/18/2009	17,560 93	13,815 09	3,745 84
JP MORGAN	150 000	8/4/2009	12/18/2009	6,197 98	5,846 16	351 82
KLA TENCOR	560 000	8/3/2009	12/18/2009	20,152 45	17,545 68	2,606 77
SYSCO CORP	650 000	8/4/2009	12/18/2009	18,447 70	15,366 20	3,081 50
BHP BILLITON	105 000	4/17/2009	12/18/2009	7,802 12	5,059 38	2,742 74
BHP BILLITON	145 000	8/4/2009	12/18/2009	10,774 36	9,620 44	1,153 92
COVIDIEN	315 000	8/4/2009	12/18/2009	14,775 50	11,925 11	2,850 39
VANGUARD Total STOCK	875 000	2/17/2009	12/18/2009	49,149 70	36,216 25	12,933 45
ISHARES TR S&P 500	235 000	12/18/2009	1/28/2010	25,961 06	26,352 90	(391 84)
BURLINGTON NORTHERN	175 000	8/4/2009	1/28/2010	17,363 59	13,859 69	3,503 90
SEI INVESTMENTS	1,145 000	8/4/2009	2/16/2010	19,534 25	22,188 84	(2,654 59)
MONSANTO	210 000	11/23/2009	4/26/2010	13,650 00	16,649 85	(2,999 85)
APPLIED MATERIALS INC	830 000	8/3/2009	4/27/2010	11,847 56	11,113 67	733 89
MICROCHIP	120 000	8/3/2009	4/27/2010	3,575 06	3,231 04	344 02
TRANSOCEAN ORDINARY	25 000	8/3/2009	5/4/2010	1,994 21	1,927 18	67 03
EXELON CORP	140 000	8/4/2009	5/4/2010	5,935 91	7,159 60	(1,223 69)
FEDEX	220 000	1/28/2010	7/19/2010	17,320 18	17,736 46	(416 28)
ISHARES DJ US TECH	410 000	9/14/2009	7/19/2010	7,990 76	7,404 93	585 83
WEYERHAUESER	270 000	4/26/2010	7/19/2010	10,696 44	13,831 15	(3,134 71)
FINANCIAL SELECT SECTOR	550 000	7/19/2010	8/16/2010	7,798 87	8,151 00	(352 13)
<b>TOTALS</b>				<b>375,338 12</b>	<b>332,161 14</b>	<b>43,176 98</b>

PAUL & SUZANNE HANIFL FOUNDATION  
 SCHEDULE OF 2009 - 2010 CAPITAL TRANSACTIONS - BOOK BASIS  
 PART 1, LINE 6 and PART IV, Line 2b

LONG TERM CAPITAL GAIN (LOSS)

<u>SECURITY</u>	<u>SHARES</u>	<u>BOUGHT</u>	<u>SOLD</u>	<u>SALES PRICE</u>	<u>COST BASIS</u>	<u>GAIN/LOSS</u>
ISHARES DJ US TECH	210 000	4/13/2007	10/26/2009	3,836 60	6,668 57	(2,831 97)
ISHARES DJ US TECH	205 000	2/28/2008	10/26/2009	3,745 25	4,965 10	(1,219 85)
COGNIZANT TECH	395 000	11/20/2007	12/18/2009	17,193 67	12,470 15	4,723 52
COGNIZANT TECH	115 000	2/28/2008	12/18/2009	5,005 75	3,646 64	1,359 11
MCDONALDS CORP	325 000	5/8/2006	12/18/2009	20,136 91	11,189 75	8,947 16
NIKE INC	185 000	5/8/2006	12/18/2009	11,867 44	7,501 13	4,366 31
NIKE INC	130 000	2/28/2008	12/18/2009	8,339 29	7,938 36	400 93
TEVA PHARMACEUTICAL	225 000	6/18/2008	12/18/2009	11,992 46	9,510 73	2,481 73
VANGUARD Total STOCK	555 000	10/29/2008	12/18/2009	31,174 96	24,225 42	6,949 54
FOREST LABS	325 000	6/18/2007	4/13/2010	9,271 09	15,515 50	(6,244 41)
FOREST LABS	140 000	2/28/2008	4/13/2010	3,993 70	5,749 79	(1,756 09)
GOLDMAN SACHS Note	100,000 000	2/15/2005	4/21/2010	104,925 00	101,100 92	3,824 08
PG &E	160 000	8/13/2007	4/26/2010	6,891 09	7,436 51	(545 42)
PG &E	75 000	2/28/2008	4/26/2010	3,230 20	2,942 11	288 09
APPLIED MATERIALS INC	510 000	4/17/2009	4/27/2010	7,279 82	5,893 00	1,386 82
MICROCHIP	185 000	11/3/2005	4/27/2010	5,511 56	5,590 70	(79 14)
MICROCHIP	350 000	5/8/2006	4/27/2010	10,427 27	13,037 50	(2,610 23)
MICROCHIP	5 000	2/28/2008	4/27/2010	148 96	157 7	(8 74)
TRANSOCEAN ORDINARY	188 000	11/27/2007	5/4/2010	14,996 50	13,486 26	1,510 24
EXELON CORP	50 000	8/11/2008	5/4/2010	2,119 97	3,692 61	(1,572 64)
ISHARES DJ US TECH	5 000	2/28/2008	7/19/2010	97 45	121 1	(23 65)
BANK OF AMERICA SEC LITIGATION	0 000	various	10/6/2009	45 65	0 00	45 65
TENET HEALTHCARE CORP SEC LITIGATION	0 000	various	1/29/2010	117 92	0 00	117 92
CARDINAL HEALTH INC SEC LITIGATION	0 000	various	1/29/2010	185 28	0 00	185 28
<b>TOTALS</b>				<b>282,533 79</b>	<b>262,839 55</b>	<b>19,694 24</b>

<u>SALES PRICE</u>	<u>COST BASIS</u>	<u>GAIN/LOSS</u>
<b>657,871 91</b>	<b>595,000 69</b>	<b>62,871 22</b>

**PAUL & SUZANNE HANIFL FOUNDATION**  
**FORM 990-PF, FYE SEPTEMBER 30, 2010**  
**PART II, LINE 10(B), LIST OF CORPORATE SECURITIES (ENDING BALANCES)**

DESCRIPTION	# OF SHARES	TAX BASIS	BOOK BASIS	FAIR MARKET VALUE
ABBOTT LABS	350 000	19,268	19,268	18,284
APACHE	220 000	21,262	21,262	21,507
BAXTER INTERNATIONAL	215 000	13,255	13,255	10,258
BLACKROCK INC	55.000	8,449	8,449	9,364
BMC SOFTWARE	530 000	17,718	17,718	21,454
CHARLES SCHWAB CORP	1,095 000	19,514	19,514	15,221
CHEVRON	250 000	16,672	16,672	20,263
CISCO SYSTEMS, INC.	480 000	13,027	13,027	10,512
COCA COLA	310 000	16,557	16,557	18,141
COMCAST	980 000	14,778	14,778	17,718
DAHAHER	560 000	16,350	16,350	22,742
DU PONT E I	290 000	10,775	10,775	12,940
EXPEDITORS INTERNATIONAL	415.000	17,549	17,549	19,185
EXXON	245 000	16,998	16,998	15,139
GENZYME	220.000	13,004	13,004	15,574
INTEL CORP	550 000	13,035	13,035	10,560
LOCKHEED	105 000	7,356	7,356	7,484
LOWES COMPANIES	375 000	10,031	10,031	8,359
NOBLE CORP	515 000	18,740	18,740	17,402
NORFOLK SOUTHERN CORP	310.000	17,103	17,103	18,448
NOVARTIS AG	485.000	25,986	25,986	27,970
ORACLE	495 000	12,929	12,929	13,291
PEPSICO INC	270 000	15,701	15,701	17,939
PROCTOR & GAMBLE	270 000	17,633	17,633	16,192
QUALCOMM INC	440 000	18,317	18,317	19,858
UNITED PARCEL SERVICES	320 000	18,120	18,120	21,341
WALMART STORES INC	305 000	14,222	14,222	16,324
WELLS FARGO	890 000	25,514	25,514	22,352
WESTERN UNION	955 000	15,902	15,902	16,875
ISHARES TR S&P 500	2,460.000	275,864	275,864	281,645
SEI INSTL #58	3,259.029	66,534	66,534	50,352
SEI INSTL #67	3,131.590	61,286	61,286	46,003
UTILITIES SELECT	265.000	8,067	8,067	8,316
VANGUARD Total #113	5,844 043	97,268	97,268	87,368
		<hr/>	<hr/>	<hr/>
		<u>974,782</u>	<u>974,782</u>	<u>956,380</u>

**PAUL & SUZANNE HANIFL FOUNDATION**  
**FORM 990-PF, FYE SEPTEMBER 30, 2010**  
**PART II, LINE 10(C), LIST OF CORPORATE BONDS (ENDING BALANCES)**

DESCRIPTION	# OF SHARES	TAX BASIS	BOOK BASIS	FAIR MARKET VALUE
BELLSOUTH CORP	100,000 000	100,862	100,862	112,454
CREDIT SUISSE FIRST BOSTON	100,000 000	100,658	100,658	106,988
WASHINGTON MUTUAL BANK	100,000 000	99,958	99,958	200
WELLS FARGO COMPANY	200,000 000	201,540	201,540	213,446
US TREAS NT 4 00%	100,000 000	100,071	100,071	107,625
US TREAS NT 4 25%	100,000.000	100,776	100,776	110,445
NORTHERN INSTL CORE	9,661.836	100,000	100,000	103,478
		<b>803,865</b>	<b>803,865</b>	<b>754,636</b>

**PAUL & SUZANNE HANIFL FOUNDATION**  
**FORM 990-PF, FYE SEPTEMBER 30, 2010**  
**PART II, LINE 13, LIST OF OTHER INVESTMENTS (ENDING BALANCES)**

DESCRIPTION	# OF SHARES	TAX BASIS	BOOK BASIS	FAIR MARKET VALUE
BMW BK UT	50,000 000	50,000	50,000	51,025
CELTIC BANK CD	100,000 000	100,000	100,000	100,184
DISCOVER	50,000 000	49,872	49,872	55,299
LASALLE BK MI CD	100,000 000	99,563	99,563	102,350
MORGAN STANLEY CD 4.25%	50,000 000	50,000	50,000	53,726
PEOPLES ST BANK	50,000 000	50,000	50,000	51,155
WACHOVIA BANK CD	50,000 000	50,000	50,000	53,011
WACHOVIA CD 5 05%	50,000.000	49,891	49,891	54,079
		<u>499,326</u>	<u>499,326</u>	<u>520,827</u>