



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**

OMB No 1545-0052

Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation**2010**

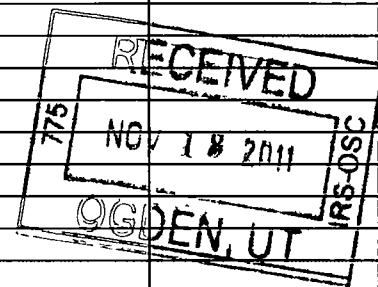
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2010, or tax year beginning , and ending

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

Name of foundation <b>SUSAN R. AND JOHN W. SULLIVAN FOUNDATION</b>		A Employer identification number <b>22-2612047</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>851 SE MONTEREY COMMONS BLVD.</b>	Room/suite	B Telephone number <b>(772) 283-3838</b>
City or town, state, and ZIP code <b>STUART, FL 34996-3337</b>		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>7,188,991.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				<b>N/A</b>	
2 Check <input checked="" 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		<b>154,162.</b>	<b>154,162.</b>		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<b>585,836.</b>			
b Gross sales price for all assets on line 6a <b>5,116,124.</b>					
7 Capital gain net income (from Part IV, line 2)			<b>585,836.</b>		
8 Net short-term capital gain					
9 Income modifications Gross sales less returns and allowances					
10a Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		<b>46,571.</b>	<b>64,799.</b>		
12 Total Add lines 1 through 11		<b>786,569.</b>	<b>804,797.</b>		
13 Compensation of officers, directors, trustees, etc		<b>18,000.</b>	<b>9,000.</b>		<b>9,000.</b>
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees		<b>72,000.</b>	<b>36,000.</b>		<b>36,000.</b>
17 Interest					
18 Taxes		<b>2,745.</b>	<b>2,691.</b>		<b>0.</b>
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		<b>66,022.</b>	<b>60,435.</b>		<b>3,656.</b>
24 Total operating and administrative expenses Add lines 13 through 23		<b>158,767.</b>	<b>108,126.</b>		<b>48,656.</b>
25 Contributions, gifts, grants paid		<b>389,430.</b>			<b>389,430.</b>
26 Total expenses and disbursements. Add lines 24 and 25		<b>548,197.</b>	<b>108,126.</b>		<b>438,086.</b>
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<b>238,372.</b>			
b Net investment income (if negative, enter -0-)			<b>696,671.</b>		
c Adjusted net income (if negative, enter -0-)				<b>N/A</b>	



SCANNED NOV 22 2011

Revenue

Operating and Administrative Expenses

21

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments			562,444.	1,616,685.	1,616,685.
	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			1,767,294.	1,641,646.	2,101,810.
	c Investments - corporate bonds STMT 7			500,000.	521,945.	643,083.
11 Investments - land, buildings, and equipment basis ▶						
Less accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other STMT 8			3,262,203.	2,550,037.	2,827,413.	
14 Land, buildings, and equipment: basis ▶						
Less accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers)			6,091,941.	6,330,313.	7,188,991.	
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			6,091,941.	6,330,313.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds			0.	0.		
30 Total net assets or fund balances			6,091,941.	6,330,313.		
31 Total liabilities and net assets/fund balances			6,091,941.	6,330,313.		

## 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	6,091,941.
2 Enter amount from Part I, line 27a	2	238,372.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	6,330,313.
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	6,330,313.

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

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b> 5,116,124.		4,530,288.	585,836.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			585,836.

<b>2</b> Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	<b>2</b>	585,836.
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		<b>3</b>	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))
2009	388,829.	6,381,388.	.060932
2008	333,429.	6,296,169.	.052957
2007	307,530.	6,443,888.	.047724
2006	333,286.	5,854,154.	.056932
2005	254,472.	5,698,479.	.044656

<b>2</b> Total of line 1, column (d)	<b>2</b>	.263201
<b>3</b> Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	.052640
<b>4</b> Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	<b>4</b>	6,961,349.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	366,445.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	6,967.
<b>7</b> Add lines 5 and 6	<b>7</b>	373,412.
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	438,086.

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. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	6,967.
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		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	6,967.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	6,967.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 2,387.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 5,000.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	7,387.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	420.
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax 420. Refunded		11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) FL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Form 990-PF (2010)

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>JOHN W. SULLIVAN</u> Telephone no. ► <u>(772) 283-3838</u> Located at ► <u>851 SE MONTEREY COMMONS BLVD., STUART, FL</u> ZIP+4 ► <u>34996-3337</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

**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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
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 2010 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 2010.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		X

Form 990-PF (2010)

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		90,000.	0.	0.

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

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

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

0

Form 990-PF (2010)

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

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

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

0

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

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

	Expenses
1 N/A	
2	
3	
4	

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

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

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

Form 990-PF (2010)



**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	6,884,979.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	182,380.
d	<b>Total</b> (add lines 1a, b, and c)	1d	7,067,359.
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	7,067,359.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	106,010.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,961,349.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	348,067.

**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	348,067.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	6,967.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,967.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	341,100.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	341,100.
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	341,100.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	438,086.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	438,086.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	6,967.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	431,119.

**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.

Form 990-PF (2010)

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
<b>1</b> Distributable amount for 2010 from Part XI, line 7				341,100.
<b>2</b> Undistributed income, if any, as of the end of 2010				
<b>a</b> Enter amount for 2009 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005				
<b>b</b> From 2006	64,110.			
<b>c</b> From 2007				
<b>d</b> From 2008	26,909.			
<b>e</b> From 2009	72,952.			
<b>f</b> Total of lines 3a through e	163,971.			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4: ► \$	438,086.			
<b>a</b> Applied to 2009, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2010 distributable amount				341,100.
<b>e</b> Remaining amount distributed out of corpus	96,986.			
<b>5</b> Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	260,957.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	260,957.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2006	64,110.			
<b>b</b> Excess from 2007				
<b>c</b> Excess from 2008	26,909.			
<b>d</b> Excess from 2009	72,952.			
<b>e</b> Excess from 2010	96,986.			





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

Enter gross amounts unless otherwise indicated.

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	(c) Exclu- sion code	(d) 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			14	154,162.		
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	900099	<18,228.>	14	64,799.		
8 Gain or (loss) from sales of assets other than inventory			18	585,836.		
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)		<18,228.>		804,797.		0.
13 Total. Add line 12, columns (b), (d), and (e)						786,569.

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

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

[illegible]

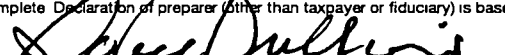


<b>Part XVII</b>	<b>Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations</b>
------------------	--

- |   |  | Yes   | No |
|---|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?  |       |    |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of:   |       |    |
|   | (1) Cash   | 1a(1) | X  |
|   | (2) Other assets   | 1a(2) | X  |
| b | Other transactions:  |       |    |
|   | (1) Sales of assets to a noncharitable exempt organization   | 1b(1) | X  |
|   | (2) Purchases of assets from a noncharitable exempt organization   | 1b(2) | X  |
|   | (3) Rental of facilities, equipment, or other assets   | 1b(3) | X  |
|   | (4) Reimbursement arrangements   | 1b(4) | X  |
|   | (5) Loans or loan guarantees   | 1b(5) | X  |
|   | (6) Performance of services or membership or fundraising solicitations   | 1b(6) | X  |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   | 1c    | X  |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. |       |    |

[illegible]

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

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.				
	 Signature of officer or trustee		11/14/11 Date		 Title
Paid Preparer Use Only	Print/Type preparer's name <b>WILLIAM C. FOWLER</b>		Preparer's signature  <b>WILLIAM C. FOWLER</b>		Date 11/14/11
	Firm's name ▶ <b>JS CAPITAL MANAGEMENT, INC.</b>				Check <input type="checkbox"/> if self-employed PTIN
Firm's address ▶ <b>851 SE MONTEREY COMMONS BLVD. STUART, FL 34996-3337</b>				Phone no. (772) 283-3838	

**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 CREDIT SUISSE GOLD TRUST SALE	P	VARIOUS	VARIOUS
b ORDINARY GAIN/LOSS FROM PARTNERSHIP DISPOSITIONS	P	VARIOUS	VARIOUS
c 100 SHS MICROSOFT CORP COM	P	02/18/09	01/04/10
d 700 SHS MICROSOFT CORP COM	P	10/24/08	01/04/10
e 360 SHS RIOCAN REAL ESTATE INVESTMENT	P	08/12/09	01/07/10
f 300 SHS METLIFE INC COM	P	01/29/09	01/11/10
g 700 SHS ORACLE CORP COM	P	02/24/09	01/13/10
h 1200 SHS ORACLE CORP COM	P	02/18/09	01/13/10
i 360 SHS PUT STANDARD AND PO	P	12/15/09	01/16/10
j 4 SHS CALL FPL GROUP INC 01-16-10 60.00	P	10/30/08	01/16/10
k 600 SHS TOLL BROS INC	P	02/24/09	01/20/10
l 600 SHS TOLL BROS INC	P	10/24/08	01/20/10
m 12 SHS CALL TOLL BROS YNC 01-22-11 25.00	P	11/16/09	01/20/10
n 1480 SHS REDWOOD TR INC COM	P	08/21/09	01/28/10
o 1100 SHS PENNYMAC MTG INVT TR COM	P	08/21/09	01/28/10

(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 279.			279.
b 32,814.			32,814.
c 2,990.		1,840.	1,150.
d 20,931.		15,637.	5,294.
e 6,693.		5,378.	1,315.
f 10,206.		9,342.	864.
g 15,135.		11,500.	3,635.
h 25,946.		20,866.	5,080.
i 1,200.		13,681.	<13,681.>
j 11,530.		10,240.	1,290.
l 11,530.		10,979.	551.
m 3,273.		1,380.	1,893.
n 21,227.		24,879.	<3,652.>
o 17,764.		21,658.	<3,894.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			279.
b			32,814.
c			1,150.
d			5,294.
e			1,315.
f			864.
g			3,635.
h			5,080.
i			<13,681.>
j			1,200.
k			1,290.
l			551.
m			1,893.
n			<3,652.>
o			<3,894.>

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).

If (loss), enter "-0-" in Part I, line 8

3

**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	650 SHS MAGELLAN MIDSTREAM PARTNERS	P	08/21/09	01/28/10
b	3130 SHS MFA FINL INC COM	P	08/21/09	01/28/10
c	450 SHS KINDER MORGAN ENERGY PARTNERS	P	08/21/09	01/28/10
d	1480 SHS INVESCO MORTGAGE CAPITAL INC COM	P	08/21/09	01/28/10
e	500 SHS ENERGY TRANSFER PARTNERS	P	08/21/09	01/28/10
f	1260 SHS EL PASO PIPELINE PARTNERS	P	08/21/09	01/28/10
g	3600 SHS CAPLEASE INC COM	P	08/21/09	01/28/10
h	500 SHS BUCKEYE PARTNERS L P	P	08/21/09	01/28/10
i	2860 SHS ANNALY CAP MGMT INC COM	P	08/21/09	01/28/10
j	150 SHS RIOCAN REAL ESTATE INVEST	P	08/12/09	01/29/10
k	210 SHS PRIMARIS RETAIL REAL ESTATE	P	08/12/09	01/29/10
l	810 SHS PENNYMAC MTG INVT TR COM	P	08/21/09	01/29/10
m	130 SHS VERMILLION ENERGY TRUST	P	08/12/09	02/01/10
n	66006.601 SHS LORD ABBETT BOND-DEBENTURE	P	02/09/09	02/01/10
o	14591.734 SHS LORD ABBETT BOND-DEBENTURE	P	11/25/08	02/01/10

(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 27,964.		24,507.	3,457.
b 23,105.		24,320.	<1,215.>
c 28,244.		22,965.	5,279.
d 33,910.		29,792.	4,118.
e 22,601.		21,189.	1,412.
f 30,696.		25,013.	5,683.
g 16,629.		12,960.	3,669.
h 27,881.		23,439.	4,442.
i 49,778.		49,878.	<100.>
j 2,699.		2,241.	458.
k 3,289.		2,711.	578.
l 12,976.		15,949.	<2,973.>
m 4,011.		3,684.	327.
n 484,488.		400,000.	84,488.
o 107,103.		81,568.	25,535.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			3,457.
b			<1,215.>
c			5,279.
d			4,118.
e			1,412.
f			5,683.
g			3,669.
h			4,442.
i			<100.>
j			458.
k			578.
l			<2,973.>
m			327.
n			84,488.
o			25,535.

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).

If (loss), enter "-0-" in Part I, line 8

3



**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	5 SHS CALL ACE LIMITED 01-22-11 60.00	P	04/24/09	02/01/10
b	200 SHS ACE LIMITED SHS ISIN#CH0044328745	P	02/24/09	02/01/10
c	300 SHS ACE LIMITED SHS ISIN#CH0044328745	P	10/24/08	02/01/10
d	4 SHS CALL TRANSO CEAN INC 01-22-11 120.00	P	10/21/09	02/01/10
e	300 SHS XTO ENERGY INC COM STK MGR	P	02/24/09	02/01/10
f	400 SHS XTO ENERGY INC COM STK MGR	P	10/24/08	02/01/10
g	7 SHS CALL XTO ENERGY INC 01-22-11 50.00	P	09/29/09	02/01/10
h	3 SHS CALL MONSANTO CO	P	08/28/09	02/01/10
i	10 SHS CALL UNITED HEALTH GR 01-22-11 30.00	P	04/29/09	02/02/10
j	5 SHS CALL PROCTER & GAMBL 01-22-11 60.00	P	04/24/09	02/02/10
k	6 SHS CALL PHILIP MORRIS I 01-22-11 45.00	P	04/24/09	02/02/10
l	4 SHS CALL BAXTER INTERNAT 01-22-11 60.00	P	08/28/09	02/02/10
m	3 SHS CALL APACHE CORP 01-22-11 95.00	P	08/28/09	02/02/10
n	2 SHS CALL APPLE INC 01-22-11 210.00	P	08/28/09	02/03/10
o	40 SHS VERMILLION ENERGY TRUST	P	08/12/09	02/08/10

(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 2,025.		475.	1,550.
b 9,819.		7,752.	2,067.
c 14,728.		14,236.	492.
d 2,244.		944.	1,300.
e 13,782.		9,545.	4,237.
f 18,375.		12,720.	5,655.
g 3,290.		1,764.	1,526.
h 2,790.		900.	1,890.
i 4,300.		6,800.	<2,500.>
j 1,700.		2,900.	<1,200.>
k 1,699.		3,090.	<1,391.>
l 2,000.		1,596.	404.
m 3,360.		5,412.	<2,052.>
n 3,311.		4,670.	<1,359.>
o 1,203.		1,134.	69.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,550.
b			2,067.
c			492.
d			1,300.
e			4,237.
f			5,655.
g			1,526.
h			1,890.
i			<2,500.>
j			<1,200.>
k			<1,391.>
l			404.
m			<2,052.>
n			<1,359.>
o			69.

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).

If (loss), enter "-0-" in Part I, line 8

3

**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	0.999 SHS CHUNGHWA TELECOM CO	P	08/12/09	02/10/10
b	9584.665 SHS LORD ABBETT SHORT DURATION	P	02/01/10	02/17/10
c	50 SHS TSAKOS ENERGY NAVIGATION LTD	P	08/12/09	02/19/10
d	60 SHS TELEFONICA S A ADR SPONS ADR	P	08/12/09	02/22/10
e	80 SHS BRITISH AMERN TOB PLC	P	08/12/09	02/22/10
f	30 SHS TSAKOS ENERGY NAVIGATION	P	08/12/09	02/23/10
g	20 SHS TSAKOS ENERGY NAVIGATION	P	08/12/09	02/24/10
h	70 SHS TSAKOS ENERGY NAVIGATION	P	08/12/09	02/25/10
i	30 SHS TSAKOS ENERGY NAVIGATION LTD	P	08/12/09	02/26/10
j	30 SHS TSAKOS ENERGY NAVIGATION LTD	P	08/12/09	03/01/10
k	40 SHS TSAKOS ENERGY NAVIGATION LTD	P	08/12/09	03/02/10
l	30 SHS TSAKOS ENERGY NAVIGATION LTD	P	08/12/09	03/03/10
m	40 SHS TSAKOS ENERGY NAVIGATION	P	08/12/09	03/04/10
n	28265.097 SHS LORD ABBETT SHORT DURATION	P	02/01/10	03/04/10
o	2 SHS CALL FIRST SOLAR INC 01-22-11 130.00	P	09/01/09	03/04/10

(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 19.		19.	0.
b 150,000.		149,808.	192.
c 768.		855.	<87.>
d 4,239.		4,417.	<178.>
e 5,452.		4,977.	475.
f 444.		513.	<69.>
g 296.		342.	<46.>
h 1,045.		1,197.	<152.>
i 447.		513.	<66.>
j 450.		513.	<63.>
k 595.		684.	<89.>
l 449.		513.	<64.>
m 603.		684.	<81.>
n 443,197.		441,783.	1,414.
o 5,154.		1,806.	3,348.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			192.
c			<87.>
d			<178.>
e			475.
f			<69.>
g			<46.>
h			<152.>
i			<66.>
j			<63.>
k			<89.>
l			<64.>
m			<81.>
n			1,414.
o			3,348.

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).

If (loss), enter "-0-" in Part I, line 8

3

**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	65 SHS CALL CHIMERA INVT CO 03-20-10 5.00	P	10/12/09	03/20/10
b	900 SHS VERIZON COMMUNICATIONS COM	P	09/14/09	03/24/10
c	400 SHS FPL GROUP INC COM N/C	P	10/24/08	03/24/10
d	7 SHS CALL CARDINAL HEALTH 01-22-11 35.00	P	11/16/09	03/25/10
e	700 SHS CARDINAL HEALTH INC COM	P	12/11/08	03/25/10
f	150 SHS TSAKOS ENERGY NAVIGATION	P	08/12/09	03/26/10
g	2 SHS CALL DIAMOND OFFSHOR	P	10/12/09	03/26/10
h	85 SHS DIAMOND OFFSHORE DRILLING INC	P	02/13/09	03/26/10
i	200 SHS DIAMOND OFFSHORE DRILLING INC	P	10/24/08	03/26/10
j	1000 SHS KKR FINANCIAL HLDGS LLC COM	P	01/28/10	03/26/10
k	3100 SHS CHIMERA INVT CORP COM	P	08/21/09	03/26/10
l	150 SHS TSAKOS ENERGY NAVIGATION	P	08/12/09	03/29/10
m	450 SHS EATON VANCE SR FLTNG RATE TR COM	P	03/05/10	03/29/10
n	3 SHS CALL BECTON DICKINSON 06-19-10 80.00	P	11/16/09	04/08/10
o	10 SHS CALL PNC FINL SVCS G 01-22-11 60.00	P	04/24/09	04/09/10

(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 2,925.			2,925.
b 27,432.		27,855.	<423.>
c 18,941.		17,520.	1,421.
d 1,260.		2,236.	<976.>
e 25,099.		16,671.	8,428.
f 2,237.		2,565.	<328.>
g 1,880.		252.	1,628.
h 7,195.		5,409.	1,786.
i 16,930.		13,952.	2,978.
j 8,101.		6,784.	1,317.
k 12,065.		11,966.	99.
l 2,224.		2,565.	<341.>
m 7,282.		6,855.	427.
n 615.		570.	45.
o 7,200.		9,033.	<1,833.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			2,925.
b			<423.>
c			1,421.
d			<976.>
e			8,428.
f			<328.>
g			1,628.
h			1,786.
i			2,978.
j			1,317.
k			99.
l			<341.>
m			427.
n			45.
o			<1,833.>

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).

If (loss), enter "-0-" in Part I, line 8

3

**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	13 SHS CALL NOVELLUS SYSTEM 01-22-11 25.00	P	11/16/09	04/09/10
b	7 SHS CALL METLIFE INC COM 01-22-11 45.00	P	04/24/09	04/09/10
c	60 SHS BAYER AG SPONSORED ADR	P	08/24/09	04/19/10
d	260 SHS AXA SA SPONS ADR ISIN#US0545361075	P	10/07/09	04/19/10
e	900 SHS CHESAPEAKE ENERGY CORP	P	09/01/09	04/21/10
f	1150 SHS EATON VANCE SR FLTN RATE TR COM	P	03/05/10	04/22/10
g	1100 SHS CREXUS INVT CORP COM	P	01/28/10	04/23/10
h	700 SHS VOLVO AKTIEBOLAGET ADR B	P	08/12/09	04/26/10
i	4 SHS CALL TRANSO CEAN LTD 01-21-12 110.00	P	04/08/10	05/05/10
j	7 SHS CALL 100 FLOUR CORP	P	04/24/09	05/05/10
k	34 SHS CALL 100 BLACKSTONE GROUP	P	11/09/09	05/05/10
l	4 SHS CALL PEPSICO INC N.C 01-22-11 60.00	P	04/24/09	05/05/10
m	5 SHS CALL NORFOLK SOUTHN 01-22-11 55.00	P	11/17/09	05/05/10
n	13 SHS CALL JP MORGAN CHASE 01-22-11 55.00	P	09/29/09	05/05/10
o	7 SHS CALL TARGET CORP COM 01-22-11 55.00	P	11/17/09	05/05/10

(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 3,325.		4,151.	<826.>
b 4,259.		3,360.	899.
c 3,974.		3,795.	179.
d 5,807.		7,189.	<1,382.>
e 21,397.		20,303.	1,094.
f 18,232.		17,519.	713.
g 14,689.		14,997.	<308.>
h 9,019.		5,593.	3,426.
i 2,320.		1,761.	559.
j 5,880.		4,567.	1,313.
k 6,290.		1,074.	5,216.
l 1,040.		2,920.	<1,880.>
m 2,750.		3,991.	<1,241.>
n 4,550.		1,664.	2,886.
o 2,695.		4,010.	<1,315.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<826.>
b			899.
c			179.
d			<1,382.>
e			1,094.
f			713.
g			<308.>
h			3,426.
i			559.
j			1,313.
k			5,216.
l			<1,880.>
m			<1,241.>
n			2,886.
o			<1,315.>

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).

If (loss), enter "-0-" in Part I, line 8

3

**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	19 SHS CALL 100 EMC CORP	P	09/29/09	05/06/10
b	21 SHS CALL 100 CISCO SYSTEMS	P	07/20/09	05/06/10
c	9 SHS NOKIA CORP SPONSORED ADR	P	02/19/09	05/10/10
d	261 SHS NOKIA CORP SPONSORED ADR	P	02/02/09	05/10/10
e	140 SHS MUNICH RE GROUP ADR	P	08/12/09	05/10/10
f	200 SHS COSTCO WHOLESALE CORP NEW COM	P	12/23/09	05/10/10
g	96 SHS NINTENDO LTD ADR	P	08/12/09	05/11/10
h	64 SHS NINTENDO LTD ADR	P	08/03/09	05/11/10
i	75 SHS BP PLC SPONS ADR	P	02/23/07	05/11/10
j	5 SHS BP PLC SPONS ADR	P	02/22/07	05/11/10
k	4 SHS CALL 100 BAXTER INTERNATIONAL	P	02/02/10	05/19/10
l	6 SHS CALL 100 NUCOR CORP	P	12/23/09	05/25/10
m	7 SHS CALL 100 SCHLUMBERGER LTD	P	10/12/09	05/25/10
n	2 SHS CALL 100 INTERNATIONAL	P	08/28/09	05/25/10
o	2 SHS CALL 100 CME GROUP	P	08/27/09	05/25/10

(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 2,964.		3,063.	<99.>
b 3,983.		7,455.	<3,472.>
c 101.		96.	5.
d 2,920.		3,154.	<234.>
e 1,909.		2,020.	<111.>
f 11,478.		11,984.	<506.>
g 3,531.		3,182.	349.
h 2,354.		2,173.	181.
i 3,668.		4,722.	<1,054.>
j 245.		309.	<64.>
k 922.		260.	662.
l 1,920.		630.	1,290.
m 4,690.		1,701.	2,989.
n 1,812.		1,760.	52.
o 7,600.		8,200.	<600.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<99.>
b			<3,472.>
c			5.
d			<234.>
e			<111.>
f			<506.>
g			349.
h			181.
i			<1,054.>
j			<64.>
k			662.
l			1,290.
m			2,989.
n			52.
o			<600.>

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).

If (loss), enter "-0-" in Part I, line 8

3

**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	9 SHS CALL 100 ARCHER DANIELS	P	08/27/09	05/25/10
b	2 SHS CALL 100 APPLE INC COM	P	02/03/10	05/25/10
c	9 SHS N/A	P	04/14/10	05/25/10
d	150 SHS ALLIANZ SE SPONS ADR	P	08/12/09	06/01/10
e	21 SHS BP PLC SPONS ADR	P	08/12/09	06/10/10
f	78 SHS BP PLC SPONS ADR	P	06/04/07	06/10/10
g	77 SHS BP PLC SPONS ADR	P	02/26/07	06/10/10
h	4 SHS BP PLC SPONS ADR	P	02/23/07	06/10/10
i	70 SHS CALL SPDR S&P 500 ET 06-19-10 112.00	P	05/20/10	06/16/10
j	2 SHS CALL 100 PNC FINL SVCS	P	04/09/10	06/24/10
k	1 SHS CALL 100 JP MORGAN CHASE	P	05/05/10	06/24/10
l	100 SHS SCHLUMBERGER LTD COM	P	10/24/08	06/24/10
m	200 SHS PNC FINL SVCS GROUP INC COM	P	10/24/08	06/24/10
n	100 SHS JP MORGAN CHASE & CO COM	P	10/24/08	06/24/10
o	100 SHS MONSANTO CO NEW COM	P	02/23/10	06/25/10

(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 2,070.		315.	1,755.
b 4,750.		10,600.	<5,850.>
c 3,272.		1,935.	1,337.
d 1,496.		1,600.	<104.>
e 673.		1,062.	<389.>
f 2,498.		5,316.	<2,818.>
g 2,466.		4,955.	<2,489.>
h 128.		252.	<124.>
i 6,140.		19,072.	<12,932.>
j 1,308.		1,180.	128.
k 361.		190.	171.
l 5,768.		4,723.	1,045.
m 11,982.		11,895.	87.
n 3,769.		3,544.	225.
o 4,872.		7,712.	<2,840.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,755.
b			<5,850.>
c			1,337.
d			<104.>
e			<389.>
f			<2,818.>
g			<2,489.>
h			<124.>
i			<12,932.>
j			128.
k			171.
l			1,045.
m			87.
n			225.
o			<2,840.>

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).

If (loss), enter "-0-" in Part I, line 8

3

**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	150 SHS MONSANTO CO NEW COM	P	02/17/09	06/25/10
b	100 SHS MONSANTO CO NEW COM	P	11/18/08	06/25/10
c	70 SHS GDF SUEZ SPON ADR	P	12/16/09	06/29/10
d	50 SHS CALL KKR FINANCIAL	P	04/14/10	07/02/10
e	1700 SHS MFA FINL INC COM	P	08/21/09	07/02/10
f	1000 SHS INVESCO MORTGAGE CAPITAL INC COM	P	08/21/09	07/02/10
g	3400 SHS CHIMERA INVT CORP COM	P	08/21/09	07/02/10
h	200 SHS NFJ DIVID INT & PREM	P	01/28/10	07/06/10
i	50 SHS MAGELLAN MIDSTREAM PARTNERS	P	08/21/09	07/06/10
j	300 SHS GABELLI DIVID & INCOME TR COM	P	02/09/10	07/06/10
k	50 SHS ENERGY TRANSFER PARTNERS	P	08/21/09	07/06/10
l	250 SHS EL PASO PIPELINE PARTNERS L P	P	08/21/09	07/06/10
m	900 SHS CALAMOS STRATEGIC TOTA	P	02/19/10	07/06/10
n	100 SHS BUCKEYE PARTNERS L P	P	08/21/09	07/06/10
o	120 SHS RWE AG SPONSORED ADR	P	08/12/09	07/07/10

(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 7,308.		11,411.	<4,103.>
b 4,872.		7,292.	<2,420.>
c 2,003.		2,967.	<964.>
d 3,512.		1,174.	2,338.
e 12,059.		13,209.	<1,150.>
f 19,527.		20,129.	<602.>
g 12,208.		13,124.	<916.>
h 2,749.		2,931.	<182.>
i 2,356.		1,936.	420.
j 3,553.		3,659.	<106.>
k 2,324.		2,056.	268.
l 7,178.		5,093.	2,085.
m 6,862.		7,764.	<902.>
n 5,833.		4,680.	1,153.
o 8,235.		10,114.	<1,879.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<4,103.>
b			<2,420.>
c			<964.>
d			2,338.
e			<1,150.>
f			<602.>
g			<916.>
h			<182.>
i			420.
j			<106.>
k			268.
l			2,085.
m			<902.>
n			1,153.
o			<1,879.>

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).

If (loss), enter "-0-" in Part I, line 8

3

**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	10 SHS AXA SA SPONS ADR ISIN#US0545361075	P	11/11/09	07/07/10
b	100 SHS AXA SA SPONS ADR ISIN#US0545361075	P	11/10/09	07/07/10
c	110 SHS AXA SA SPONS ADR ISIN#US0545361075	P	10/07/09	07/07/10
d	7 SHS CALL 100 CELGENE CORP	P	08/27/09	07/13/10
e	3 SHS CALL 100 APACHE CORP	P	02/02/10	07/13/10
f	4 SHS CALL 100 ABBOTT LABS	P	08/28/09	07/13/10
g	70 SHS CALL 100 SPDR S&P 500	P	06/16/10	07/17/10
h	5914.837 SHS OPPENHEIMER INTL BOND CLASS A	P	02/09/09	07/20/10
i	21514.63 SHS OPPENHEIMER INTL BOND CLASS A	P	01/15/09	07/20/10
j	25252.525 SHS LORD ABBETT FLOATING RATE	P	02/09/09	07/20/10
k	4763.329 SHS LORD ABBETT FLOATING RATE	P	01/15/09	07/20/10
l	100 SHS TRANSOCEAN LTD ZUG NAMEN	P	10/24/08	07/20/10
m	1 SHS CALL 100 WINTRUST FINANCIAL	P	02/01/10	07/20/10
n	2 SHS CALL 100 UNITEDHEALTH GROUP	P	02/02/10	07/20/10
o	1 SHS CALL 100 TARGET CORP COM	P	05/05/10	07/20/10

(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 160.		258.	<98.>
b 1,596.		2,608.	<1,012.>
c 1,756.		3,042.	<1,286.>
d 3,202.		434.	2,768.
e 3,514.		1,290.	2,224.
f 760.		244.	516.
g		6,840.	<6,840.>
h 37,737.		33,596.	4,141.
i 137,263.		125,000.	12,263.
j 230,303.		200,000.	30,303.
k 43,442.		36,678.	6,764.
l 4,897.		6,387.	<1,490.>
m 200.		50.	150.
n 780.		304.	476.
o 414.		196.	218.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<98.>
b			<1,012.>
c			<1,286.>
d			2,768.
e			2,224.
f			516.
g			<6,840.>
h			4,141.
i			12,263.
j			30,303.
k			6,764.
l			<1,490.>
m			150.
n			476.
o			218.

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).

If (loss), enter "-0-" in Part I, line 8

3



**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	1 SHS CALL 100 RAYTHEON CO COM	P	04/08/10	07/20/10
b	1 SHS CALL 100 RALPH LAUREN	P	02/01/10	07/20/10
c	1 SHS CALL 100 PNC FINL SVCS GROUP INC	P	04/09/10	07/20/10
d	1 SHS CALL 100 PROCTER & GAMBLE CO	P	02/02/10	07/20/10
e	1 SHS CALL 100 PHILIP MORRIS INTL	P	04/08/10	07/20/10
f	1 SHS CALL 100 PEPSICO INC N.C	P	05/05/10	07/20/10
g	2 SHS CALL 100 NOVELLUS SYSTEM INC	P	04/09/10	07/20/10
h	1 SHS CALL 100 NORFOLK SOUTHN CORP	P	05/05/10	07/20/10
i	2 SHS CALL 100 JP MORGAN CHASE	P	05/05/10	07/20/10
j	1 SHS CALL 100 KOHLS CORPORATION	P	04/08/10	07/20/10
k	1 SHS CALL 100 FLUOR CORP	P	05/05/10	07/20/10
l	1 SHS CALL 100 ENSCO PLC	P	04/08/10	07/20/10
m	3 SHS CALL 100 EMC CORP MASS	P	05/06/10	07/20/10
n	1 SHS CALL 100 ABERCROMBIE & FITCH	P	02/01/10	07/20/10
o	4 SHS CALL 100 CISCO SYSTEMS INC	P	05/06/10	07/20/10

(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 392.		151.	241.
b 1,340.		740.	600.
c 654.		480.	174.
d 300.		276.	24.
e 210.		187.	23.
f 415.		390.	25.
g 523.		740.	<217.>
h 607.		370.	237.
i 722.		428.	294.
j 320.		104.	216.
k 597.		299.	298.
l 386.		257.	129.
m 493.		582.	<89.>
n 350.		515.	<165.>
o 612.		216.	396.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			241.
b			600.
c			174.
d			24.
e			23.
f			25.
g			<217.>
h			237.
i			294.
j			216.
k			298.
l			129.
m			<89.>
n			<165.>
o			396.

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).

If (loss), enter "-0-" in Part I, line 8

3

**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	160 SHS WINTRUST FINL CORP COM	P	10/27/09	07/20/10
b	200 SHS UNITEDHEALTH GROUP INC COM	P	04/29/09	07/20/10
c	100 SHS TARGET CORP COM	P	10/24/08	07/20/10
d	100 SHS SCHLUMBERGER LTD COM	P	10/24/08	07/20/10
e	100 SHS RAYTHEON CO COM NEW	P	12/23/09	07/20/10
f	100 SHS QUALCOMM INC	P	03/24/10	07/20/10
g	100 SHS PROCTER & GAMBLE CO COM	P	10/24/08	07/20/10
h	100 SHS POLO RALPH LAUREN CORP	P	01/20/10	07/20/10
i	100 SHS PHILIP MORRIS INTL INC COM	P	10/24/08	07/20/10
j	100 SHS PEPSICO INC COM	P	02/13/09	07/20/10
k	167 SHS PNC FINL SVCS GROUP INC COM	P	02/13/09	07/20/10
l	300 SHS ORACLE CORP COM	P	04/01/10	07/20/10
m	100 SHS NUCOR CORP COM	P	12/23/09	07/20/10
n	200 SHS NOVELLUS SYSTEM INC	P	09/29/09	07/20/10
o	100 SHS NORFOLK SOUTHERN CORP	P	11/16/09	07/20/10

(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 5,276.		4,655.	621.
b 6,136.		4,758.	1,378.
c 5,008.		3,278.	1,730.
d 5,997.		4,723.	1,274.
e 4,756.		5,204.	<448.>
f 3,612.		4,019.	<407.>
g 6,139.		5,869.	270.
h 7,248.		8,504.	<1,256.>
i 5,001.		4,055.	946.
j 6,358.		5,300.	1,058.
k 9,513.		4,867.	4,646.
l 6,973.		7,586.	<613.>
m 3,892.		4,614.	<722.>
n 5,254.		4,195.	1,059.
o 5,253.		5,184.	69.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			621.
b			1,378.
c			1,730.
d			1,274.
e			<448.>
f			<407.>
g			270.
h			<1,256.>
i			946.
j			1,058.
k			4,646.
l			<613.>
m			<722.>
n			1,059.
o			69.

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).

If (loss), enter "-0-" in Part I, line 8

3

**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	100 SHS MONSANTO CO NEW COM	P	10/24/08	07/20/10
b	300 SHS MICROSOFT CORP COM	P	02/18/09	07/20/10
c	100 SHS KOHLS CORP COM	P	07/20/09	07/20/10
d	200 SHS JP MORGAN CHASE & CO	P	10/24/08	07/20/10
e	25 SHS GOOGLE INC CL A	P	12/11/08	07/20/10
f	100 SHS FLUOR CORP NEW COM	P	12/11/08	07/20/10
g	100 SHS EXXON MOBIL CORP COM	P	11/24/09	07/20/10
h	100 SHS ENSCO PLC SPONSORED	P	03/26/10	07/20/10
i	300 SHS EMC CORP (MASS) COM	P	01/29/09	07/20/10
j	400 SHS CISCO SYSTEMS INC	P	10/24/08	07/20/10
k	100 SHS CELGENE CORP	P	11/13/08	07/20/10
l	50 SHS CME GROUP INC COM	P	10/24/08	07/20/10
m	583 SHS BLACKSTONE GROUP L P COM	P	10/24/08	07/20/10
n	100 SHS BECTON DICKINSON & CO	P	10/24/08	07/20/10
o	100 SHS BAXTER INTL INC COM	P	10/24/08	07/20/10

(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 5,596.		7,234.	<1,638.>
b 7,476.		5,520.	1,956.
c 4,594.		4,780.	<186.>
d 7,780.		7,088.	692.
e 11,806.		7,799.	4,007.
f 4,359.		5,219.	<860.>
g 5,817.		7,588.	<1,771.>
h 4,134.		4,261.	<127.>
i 5,971.		3,423.	2,548.
j 8,953.		6,631.	2,322.
k 5,136.		5,606.	<470.>
l 13,443.		12,650.	793.
m 5,842.		4,076.	1,766.
n 6,777.		6,681.	96.
o 4,236.		5,847.	<1,611.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<1,638.>
b			1,956.
c			<186.>
d			692.
e			4,007.
f			<860.>
g			<1,771.>
h			<127.>
i			2,548.
j			2,322.
k			<470.>
l			793.
m			1,766.
n			96.
o			<1,611.>

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).

If (loss), enter "-0-" in Part I, line 8

3

**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	200 SHS ARCHER DANIELS MIDLAND CO L COM	P	11/13/08	07/20/10
b	100 SHS AMGEN INC COM	P	03/25/10	07/20/10
c	100 SHS ABERCROMBIE & FITCH CO CL A	P	02/01/10	07/20/10
d	100 SHS ABBOTT LABS COM	P	10/24/08	07/20/10
e	125 SHS TRANSOCEAN LTD ZUG	P	02/17/09	07/20/10
f	125 SHS TRANSOCEAN LTD ZUG	P	11/18/08	07/20/10
g	9 SHS CALL 100 ZIONS BANCORP	P	04/14/10	07/20/10
h	900 SHS ZIONS BANCORP COM	P	07/06/09	07/20/10
i	150 SHS UNION PACIFIC CORP COM	P	02/17/09	07/20/10
j	150 SHS UNION PACIFIC CORP COM	P	11/18/08	07/20/10
k	250 SHS TARGET CORP COM	P	02/17/09	07/20/10
l	250 SHS TARGET CORP COM	P	11/18/08	07/20/10
m	400 SHS SMITH INTL INC DE COM	P	11/24/09	07/20/10
n	500 SHS ORACLE CORP COM	P	02/17/09	07/20/10
o	500 SHS ORACLE CORP COM	P	11/18/08	07/20/10

(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 5,408.		4,918.	490.
b 5,239.		5,944.	<705.>
c 3,356.		3,197.	159.
d 4,711.		5,306.	<595.>
e 6,102.		7,134.	<1,032.>
f 6,102.		8,473.	<2,371.>
g 2,280.		324.	1,956.
h 17,911.		9,937.	7,974.
i 10,190.		6,143.	4,047.
j 10,190.		8,370.	1,820.
k 12,515.		7,317.	5,198.
l 12,515.		7,675.	4,840.
m 16,692.		10,905.	5,787.
n 11,686.		8,539.	3,147.
o 11,686.		8,064.	3,622.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			490.
b			<705.>
c			159.
d			<595.>
e			<1,032.>
f			<2,371.>
g			1,956.
h			7,974.
i			4,047.
j			1,820.
k			5,198.
l			4,840.
m			5,787.
n			3,147.
o			3,622.

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).

If (loss), enter "-0-" in Part I, line 8

3

**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	250 SHS NUCOR CORP COM	P	02/17/09	07/20/10
b	250 SHS NUCOR CORP COM	P	11/18/08	07/20/10
c	1100 SHS MICRON TECHNOLOGY INC	P	05/07/10	07/20/10
d	400 SHS MICROSOFT CORP COM	P	02/17/09	07/20/10
e	400 SHS MICROSOFT CORP COM	P	11/18/08	07/20/10
f	400 SHS LOWES COS INC COM	P	02/17/09	07/20/10
g	400 SHS LOWES COS INC COM	P	11/18/08	07/20/10
h	900 SHS LENNAR CORP CL A COM STK	P	04/21/10	07/20/10
i	600 SHS INTEL CORP COM	P	02/17/09	07/20/10
j	600 SHS INTEL CORP COM	P	11/18/08	07/20/10
k	300 SHS HALLIBURTON CO COM	P	06/02/10	07/20/10
l	150 SHS GENERAL DYNAMICS CORP COM	P	02/17/09	07/20/10
m	150 SHS GENERAL DYNAMICS CORP COM	P	11/18/08	07/20/10
n	300 SHS FREEPORT-MCMORAN COPPER &	P	02/17/09	07/20/10
o	200 SHS FLUOR CORP NEW COM	P	02/17/09	07/20/10

(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 9,790.		10,130.	<340.>
b 9,790.		7,722.	2,068.
c 9,055.		9,558.	<503.>
d 9,989.		7,195.	2,794.
e 9,989.		7,527.	2,462.
f 7,985.		6,859.	1,126.
g 7,985.		7,330.	655.
h 12,736.		16,484.	<3,748.>
i 12,823.		8,075.	4,748.
j 12,823.		7,613.	5,210.
k 9,078.		6,807.	2,271.
l 8,561.		7,894.	667.
m 8,561.		7,834.	727.
n 19,029.		8,421.	10,608.
o 8,692.		8,062.	630.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<340.>
b			2,068.
c			<503.>
d			2,794.
e			2,462.
f			1,126.
g			655.
h			<3,748.>
i			4,748.
j			5,210.
k			2,271.
l			667.
m			727.
n			10,608.
o			630.

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).

If (loss), enter "-0-" in Part I, line 8

3

**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	200 SHS FLUOR CORP NEW COM	P	11/19/08	07/20/10
b	300 SHS DU PONT E I DE NEMOURS & CO COM	P	02/17/09	07/20/10
c	300 SHS DU PONT E I DE NEMOURS & CO COM	P	11/18/08	07/20/10
d	600 SHS DOW CHEM CO	P	05/19/09	07/20/10
e	1500 SHS DELTA AIRLINES INC COM NEW	P	09/21/09	07/20/10
f	1800 SHS CITIGROUP INC COM *R/S	P	06/02/10	07/20/10
g	150 SHS CHEVRON CORP NEW COM	P	08/04/09	07/20/10
h	1100 SHS BLACKSTONE GROUP L P COM	P	07/20/09	07/20/10
i	200 SHS BEST BUY COMPANY INC	P	08/06/09	07/20/10
j	500 SHS BANK AMER CORP COM	P	11/18/08	07/20/10
k	250 SHS BAKER HUGHES INC COM	P	02/17/09	07/20/10
l	250 SHS BAKER HUGHES INC COM	P	11/18/08	07/20/10
m	100 SHS APPLE INC COM	P	02/17/09	07/20/10
n	100 SHS APPLE INC COM	P	11/18/08	07/20/10
o	16092.205 SHS OPPENHEIMER INTL BOND CLASS A	P	02/09/09	07/22/10

(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 8,692.		6,670.	2,022.
b 10,854.		6,495.	4,359.
c 10,854.		7,958.	2,896.
d 15,013.		10,620.	4,393.
e 17,296.		13,998.	3,298.
f 7,222.		6,997.	225.
g 10,770.		10,554.	216.
h 11,023.		10,928.	95.
i 6,822.		7,526.	<704.>
j 6,791.		7,469.	<678.>
k 12,108.		7,846.	4,262.
l 12,108.		7,747.	4,361.
m 24,616.		9,534.	15,082.
n 24,616.		8,858.	15,758.
o 103,151.		91,404.	11,747.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			2,022.
b			4,359.
c			2,896.
d			4,393.
e			3,298.
f			225.
g			216.
h			95.
i			<704.>
j			<678.>
k			4,262.
l			4,361.
m			15,082.
n			15,758.
o			11,747.

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).

If (loss), enter "-0-" in Part I, line 8

3

**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	54 SHS CALL SPDR S&P 500	P	06/29/10	07/26/10
b	80 SHS BNP PARIBAS SPONSORED	P	08/12/09	07/27/10
c	130 SHS AXA SA SPONS ADR ISIN#US0545361075	P	01/08/10	07/27/10
d	70 SHS AXA SA SPONS ADR ISIN#US0545361075	P	11/11/09	07/27/10
e	230 SHS ALLIANZ SE SPONS ADR REPSTG	P	08/12/09	07/27/10
f	81 SHS CALL SPDR S&P500	P	06/29/10	07/28/10
g	55 SHS PUT 100 SPDR S&P 500 ET	P	07/28/10	07/29/10
h	45 SHS GOOGLE INC CL A	P	12/11/08	08/05/10
i	100 SHS CAPLEASE INC COM	P	07/06/10	08/05/10
j	3300 SHS CAPLEASE INC COM	P	08/21/09	08/05/10
k	64 SHS PUT 100 SPDR S&P 500 ET	P	08/05/10	08/06/10
l	45 SHS PUT 100 SPDR S&P 500 ET	P	08/05/10	08/11/10
m	21 SHS PUT 100 SPDR S&P 500 ET	P	08/05/10	08/12/10
n	60 SHS PUT 100 SPDR S&P 500 ET	P	08/05/10	08/17/10
o	70 SHS NESTLE SA SPONSORED	P	08/12/09	08/25/10

(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 8,662.		4,968.	3,694.
b 2,787.		3,127.	<340.>
c 2,388.		3,204.	<816.>
d 1,286.		1,804.	<518.>
e 2,649.		2,454.	195.
f 10,692.		7,452.	3,240.
g 10,549.		13,381.	<2,832.>
h 22,741.		14,037.	8,704.
i 481.		450.	31.
j 15,858.		11,880.	3,978.
k 3,840.		4,087.	<247.>
l 4,275.		2,874.	1,401.
m 2,306.		1,341.	965.
n 3,960.		3,832.	128.
o 3,532.		2,750.	782.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			3,694.
b			<340.>
c			<816.>
d			<518.>
e			195.
f			3,240.
g			<2,832.>
h			8,704.
i			31.
j			3,978.
k			<247.>
l			1,401.
m			965.
n			128.
o			782.

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).

If (loss), enter "-0-" in Part I, line 8

3

**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	5 SHS BRITISH AMERN TOB PLC	P	08/12/09	08/25/10
b	12 SHS BRITISH AMERN TOB PLC	P	08/12/09	08/26/10
c	3 SHS BRITISH AMERN TOB PLC	P	08/12/09	08/27/10
d	8 SHS CALL 100 WINTRUST FINANCIAL	P	02/01/10	09/10/10
e	4 SHS CALL 100 RAYTHEON CO	P	04/08/10	09/10/10
f	17 SHS CALL 100 CISCO SYSTEMS	P	05/06/10	09/10/10
g	90 SHS PUT 100 SPDR S&P 500 ET	P	08/19/10	09/18/10
h	450 SHS NFJ DIVID INT & PREM STRATEGY FD	P	01/28/10	09/22/10
i	500 SHS GABELLI DIVID & INCOME TR COM	P	02/09/10	09/22/10
j	60 SHS NINTENDO LTD ADR	P	08/12/09	10/01/10
k	500 SHS NFJ DIVID INT & PREM	P	01/28/10	10/05/10
l	500 SHS GABELLI DIVID & INCOME TR COM	P	02/09/10	10/05/10
m	800 SHS CALAMOS STRATEGIC	P	02/19/10	10/05/10
n	220 SHS CHUNGHWA TELECOM CO	P	08/12/09	10/14/10
o	16 SHS CALL 100 EMC CORP MASS	P	05/06/10	10/14/10

(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 338.		311.	27.
b 821.		747.	74.
c 207.		187.	20.
d 1,600.		106.	1,494.
e 1,570.		459.	1,111.
f 2,601.		510.	2,091.
g		6,927.	<6,927.>
h 7,014.		6,595.	419.
i 6,799.		6,097.	702.
j 1,850.		1,989.	<139.>
k 7,943.		7,328.	615.
l 7,028.		6,098.	930.
m 7,112.		6,900.	212.
n 5,070.		4,133.	937.
o 2,631.		3,668.	<1,037.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			27.
b			74.
c			20.
d			1,494.
e			1,111.
f			2,091.
g			<6,927.>
h			419.
i			702.
j			<139.>
k			615.
l			930.
m			212.
n			937.
o			<1,037.>

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).

If (loss), enter "-0-" in Part I, line 8

3



**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 4000 SHS CALAMOS STRATEGIC TOTAL		P	02/19/10	10/15/10
b 120 SHS NINTENDO LTD ADR		P	08/12/09	10/19/10
c 40 SHS RWE AG SPONSORED ADR		P	08/12/09	10/21/10
d 460 SHS HOPEWELL HLDGS LTD SPON ADR		P	08/12/09	10/21/10
e 58 SHS CHUNGHWA TELECOM CO		P	08/12/09	10/21/10
f 7 SHS CALL 100 PNC FINL SVCS		P	04/09/10	10/21/10
g 10 SHS CALL 100 JP MORGAN CHASE		P	05/05/10	10/21/10
h 2 SHS CHUNGHWA TELECOM CO		P	08/12/09	10/22/10
i 20 SHS SINGAPORE TELECOMMUNICATIONS		P	08/12/09	10/25/10
j 17.14 SHS PIMCO REAL RETURN FUND CLASS A		P	09/30/10	11/01/10
k 17.25 SHS PIMCO REAL RETURN FUND CLASS A		P	08/31/10	11/01/10
l 40.111 SHS PIMCO REAL RETURN FUND CLASS A		P	07/30/10	11/01/10
m 58 SHS PIMCO REAL RETURN FUND CLASS A		P	06/30/10	11/01/10
n 95.918 SHS PIMCO REAL RETURN FUND CLASS A		P	05/28/10	11/01/10
o 35.676 SHS PIMCO REAL RETURN FUND CLASS A		P	04/30/10	11/01/10

(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 35,954.		34,506.	1,448.
b 3,826.		3,978.	<152.>
c 2,830.		3,371.	<541.>
d 1,457.		1,458.	<1.>
e 1,347.		1,089.	258.
f 4,577.		1,505.	3,072.
g 3,610.		840.	2,770.
h 46.		38.	8.
i 473.		442.	31.
j 203.		197.	6.
k 205.		197.	8.
l 476.		449.	27.
m 688.		650.	38.
n 1,139.		1,060.	79.
o 423.		398.	25.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,448.
b			<152.>
c			<541.>
d			<1.>
e			258.
f			3,072.
g			2,770.
h			8.
i			31.
j			6.
k			8.
l			27.
m			38.
n			79.
o			25.

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).

If (loss), enter "-0-" in Part I, line 8

3

**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	60.609 SHS PIMCO REAL RETURN FUND CLASS A	P	03/31/10	11/01/10
b	16.236 SHS PIMCO REAL RETURN FUND CLASS A	P	02/26/10	11/01/10
c	35.191 SHS PIMCO REAL RETURN FUND CLASS A	P	01/29/10	11/01/10
d	50.72 SHS PIMCO REAL RETURN FUND CLASS A	P	12/31/09	11/01/10
e	345.335 SHS PIMCO REAL RETURN FUND CLASS A	P	12/30/09	11/01/10
f	36.111 SHS PIMCO REAL RETURN FUND CLASS A	P	11/30/09	11/01/10
g	18267.223 SHS PIMCO REAL RETURN FUND CLASS A	P	01/15/09	11/01/10
h	8939.29 SHS PIMCO REAL RETURN FUND CLASS A	P	11/25/08	11/01/10
i	25008.318 SHS PIMCO TOTAL RETURN CLASS A	P	02/09/09	11/01/10
j	27815.012 SHS PIMCO TOTAL RETURN CLASS A	P	02/09/09	11/01/10
k	45 SHS PUT 100 SPDR S&P 500 ET	P	10/06/10	11/12/10
l	45 SHS PUT 100 SPDR S&P 500 ET	P	09/29/10	11/12/10
m	45 SHS PUT 100 SPDR S&P 500 ET	P	10/06/10	11/15/10
n	45 SHS PUT 100 SPDR S&P 500 ET	P	09/29/10	11/15/10
o	5 SHS CALL 100 SCHLUMBERGER	P	10/22/10	11/22/10

(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 719.		659.	60.
b 193.		175.	18.
c 418.		386.	32.
d 602.		547.	55.
e 4,099.		3,729.	370.
f 429.		404.	25.
g 216,832.		175,000.	41,832.
h 106,109.		82,063.	24,046.
i 292,347.		254,584.	37,763.
j 325,157.		283,157.	42,000.
k 495.		8,518.	<8,023.>
l 495.		11,745.	<11,250.>
m 3,195.		90.	3,105.
n 4,950.		90.	4,860.
o 2,332.		4,275.	<1,943.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			60.
b			18.
c			32.
d			55.
e			370.
f			25.
g			41,832.
h			24,046.
i			37,763.
j			42,000.
k			<8,023.>
l			<11,250.>
m			3,105.
n			4,860.
o			<1,943.>

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).

If (loss), enter "-0-" in Part I, line 8

3

**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	4 SHS CALL 100 MONSANTO CO	P	08/03/10	11/22/10
b	200 SHS MONSANTO CO NEW COM	P	03/26/10	11/22/10
c	100 SHS MONSANTO CO NEW COM	P	02/24/09	11/22/10
d	100 SHS MONSANTO CO NEW COM	P	10/24/08	11/22/10
e	650 SHS MAGELLAN MIDSTREAM PARTNERS LP	P	08/21/09	11/23/10
f	500 SHS KINDER MORGAN ENERGY PARTNERS	P	08/21/09	11/23/10
g	650 SHS ENERGY TRANSFER PARTNERS	P	08/21/09	11/23/10
h	500 SHS BUCKEYE PARTNERS L P	P	08/21/09	11/23/10
i	200 SHS NAVIOS MARITIME PARTNERS LP UNIT	P	07/06/10	11/23/10
j	1800 SHS NAVIOS MARITIME PARTNERS LP UNIT	P	02/02/10	11/23/10
k	800 SHS INERGY L P UNIT LTD PARTNERSHIP INT	P	02/08/10	11/23/10
l	83000 SHS CARRIZO OIL & GAS INC SR NT	P	08/18/10	11/24/10
m	1050 SHS EL PASO PIPELINE PARTNERS L P COM	P	08/21/09	12/06/10
n	17000 SHS CARRIZO OIL & GAS INC SR NT	P	08/18/10	12/14/10
o	2150 SHS NEJ DIVID INT & PREM STRATEGY FD	P	01/28/10	12/17/10

(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 2,840.		2,740.	100.
b 11,968.		14,220.	<2,252.>
c 5,984.		7,747.	<1,763.>
d 5,984.		7,234.	<1,250.>
e 36,165.		25,094.	11,071.
f 34,879.		25,565.	9,314.
g 32,875.		27,488.	5,387.
h 32,915.		23,039.	9,876.
i 3,684.		3,064.	620.
j 33,153.		29,697.	3,456.
k 31,179.		26,423.	4,756.
l 83,000.		76,775.	6,225.
m 35,001.		21,317.	13,684.
n 16,419.		15,725.	694.
o 34,658.		31,509.	3,149.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			100.
b			<2,252.>
c			<1,763.>
d			<1,250.>
e			11,071.
f			9,314.
g			5,387.
h			9,876.
i			620.
j			3,456.
k			4,756.
l			6,225.
m			13,684.
n			694.
o			3,149.

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)

If (loss), enter "-0-" in Part I, line 8

3

**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	2 SHS CALL 100 RALPH LAUREN	P	02/01/10	12/20/10
b	6 SHS CALL 100 QUALCOMM INC	P	09/27/10	12/20/10
c	4 SHS CALL 100 PROCTER & GAMBLE CO	P	02/02/10	12/20/10
d	14 SHS CALL 100 ORACLE SYSTEMS CORP	P	07/20/10	12/20/10
e	11 SHS CALL 100 NOVELLUS SYSTEM INC	P	04/09/10	12/20/10
f	6 SHS CALL 100 FLUOR CORP NEW	P	05/05/10	12/20/10
g	7 SHS CALL 100 ABERCROMBIE & FITCH	P	02/01/10	12/20/10
h	300 SHS RAYTHEON CO COM NEW	P	09/10/10	12/20/10
i	400 SHS RAYTHEON CO COM NEW	P	12/23/09	12/20/10
j	100 SHS PROCTER & GAMBLE CO COM	P	02/24/09	12/20/10
k	200 SHS PROCTER & GAMBLE CO COM	P	02/18/09	12/20/10
l	100 SHS PROCTER & GAMBLE CO COM	P	10/24/08	12/20/10
m	200 SHS BAXTER INTL INC COM	P	06/24/10	12/20/10
n	200 SHS BAXTER INTL INC COM	P	02/24/09	12/20/10
o	100 SHS BAXTER INTL INC COM	P	10/24/08	12/20/10

(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 2,680.		6,020.	<3,340.>
b 2,190.		3,240.	<1,050.>
c 1,200.		840.	360.
d 1,876.		6,525.	<4,649.>
e 2,875.		6,600.	<3,725.>
f 3,581.		6,660.	<3,079.>
g 2,450.		13,846.	<11,396.>
h 13,491.		13,915.	<424.>
i 17,988.		20,816.	<2,828.>
j 6,504.		4,982.	1,522.
k 13,008.		10,156.	2,852.
l 6,504.		5,869.	635.
m 10,191.		8,262.	1,929.
n 10,191.		11,656.	<1,465.>
o 5,095.		5,847.	<752.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<3,340.>
b			<1,050.>
c			360.
d			<4,649.>
e			<3,725.>
f			<3,079.>
g			<11,396.>
h			<424.>
i			<2,828.>
j			1,522.
k			2,852.
l			635.
m			1,929.
n			<1,465.>
o			<752.>

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).

If (loss), enter "-0-" in Part I, line 8

3

SUSAN R. AND JOHN W. SULLIVAN FOUNDATION

22-2612047

PAGE 23 OF 23

**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 VARIOUS SHS MISC CAPITAL GAIN TRANSACTIONS		P	01/01/10	12/31/10
b CAPITAL GAINS DIVIDENDS				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 5,397.			5,397.
b 3,779.			3,779.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			5,397.
b			3,779.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	585,836.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF                      DIVIDENDS AND INTEREST FROM SECURITIES                      STATEMENT      1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BUCKEYE PARTNERS, LP	144.	0.	144.
CREDIT SUISSE - DIVIDENDS	131,781.	3,779.	128,002.
CREDIT SUISSE - INTEREST	3,626.	0.	3,626.
CREDIT SUISSE - OID	118.	0.	118.
EL PASO PIPELINE PARTNERS, LP	35.	0.	35.
ENERGY TRANSFER PARTNERS, LP	21.	0.	21.
KINDER MORGAN ENERGY PARTNER, LP	124.	0.	124.
KKR FINANCIAL HOLDINGS, LP	10,791.	0.	10,791.
LESS: ACCRUED INTEREST PAID	<1,077.>	0.	<1,077.>
MAGELLAN MIDSTREAM PARTNERS, LP	1.	0.	1.
PHOENIX DISTRESSED OPPORTUNITY FUND, LP	9,845.	0.	9,845.
THE BLACKSTONE GROUP, LP	2,532.	0.	2,532.
TOTAL TO FM 990-PF, PART I, LN 4	157,941.	3,779.	154,162.

FORM 990-PF                      OTHER INCOME                      STATEMENT      2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CELLME, LLC	<896.>	<896.>	
BUCKEYE PARTNERS, L.P.	0.	709.	
BUCKEYE PARTNERS, L.P.	<1,045.>	0.	
ENERGY TRANSFER PARTNERS, L.P. - UBTI	0.	<222.>	
MAGELLAN MIDSTREAM PARTNERS, L.P. - UBTI	0.	<12.>	
MAGELLAN MIDSTREAM PARTNERS, L.P.	29.	0.	
CREDIT SUISSE CANDLEWOOD SPECIAL SITUATIONS FUND, L.P.	0.	69,259.	
CREDIT SUISSE CANDLEWOOD SPECIAL SITUATIONS FUND, L.P.	58,436.	0.	
PHOENIX DISTRESSED OPPORTUNTIES FUND, L.P.	0.	4,452.	
PHOENIX DISTRESSED OPPORTUNTIES FUND, L.P.	3,362.	0.	
EL PASO PIPELINE PARTNERS, L.P.	0.	<385.>	
EL PASO PIPELINE PARTNERS, L.P.	<577.>	0.	
KINDER MORGAN ENERGY PARTNERS, L.P.	0.	<141.>	
KINDER MORGAN ENERGY PARTNERS, L.P.	<5,881.>	0.	
ENERGY TRANSFER PARTNERS, L.P.	<2,441.>	0.	
THE BLACKSTONE GROUP, LP	0.	903.	

INERGY, LP	0.	<57.>
KKR FINANCIAL HOLDINGS, L.P.	<3,561.>	0.
THE BLACKSTONE GROUP, LP	940.	0.
INERGY, LP	<1,795.>	0.
KKR FINANCIAL HOLDINGS, L.P.	0.	<8,811.>
TOTAL TO FORM 990-PF, PART I, LINE 11	46,571.	64,799.

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
ADMINISTRATIVE/MANAGEMENT FEES	72,000.	36,000.		36,000.
TO FORM 990-PF, PG 1, LN 16C	72,000.	36,000.		36,000.

FORM 990-PF	TAXES	STATEMENT	4
-------------	-------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES ON INVESTMENT INCOME	54.	0.		0.
FOREIGN TAX PAID ON DIVIDENDS	2,691.	2,691.		0.
TO FORM 990-PF, PG 1, LN 18	2,745.	2,691.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
-------------	----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES AND SUBSCRIPTIONS	495.	248.		247.
INVESTMENT MANAGEMENT FEES	56,153.	56,153.		0.
CERTIFICATION FEE	347.	347.		0.
ANNUAL REPORT FEE	61.	30.		31.
MISCELLANEOUS	1,931.	0.		0.
INVESTMENT EXPENSES	279.	279.		0.
TRAVEL	6,672.	3,336.		3,336.

BANK SERVICE CHARGES	84.	42.	42.
TO FORM 990-PF, PG 1, LN 23	66,022.	60,435.	3,656.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITY SECURITIES	1,641,646.	2,101,810.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,641,646.	2,101,810.

FORM 990-PF	CORPORATE BONDS	STATEMENT	7
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	521,945.	643,083.
TOTAL TO FORM 990-PF, PART II, LINE 10C	521,945.	643,083.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
-------------	-------------------	-----------	---

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CELLME, LLC	FMV	204,548.	204,548.
GOLD	FMV	48,280.	83,232.
HEDGE FUNDS	FMV	861,951.	941,898.
MASTER LIMITED PARTNERSHIPS	FMV	99,587.	145,065.
MUTUAL FUNDS	FMV	1,025,991.	1,117,555.
REAL ESTATE INVESTMENT TRUSTS	FMV	106,928.	129,419.
EXCHANGE TRADED FUNDS	FMV	202,752.	205,696.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,550,037.	2,827,413.



FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOHN W. SULLIVAN 851 SE MONTEREY COMMONS BLVD. STUART, FL 349963337	PRESIDENT/DIRECTOR 2.00	3,000.	0.	0.
SUSAN R. SULLIVAN 851 SE MONTEREY COMMONS BLVD. STUART, FL 349963337	SEC./TREAS./DIRECTOR 2.00	3,000.	0.	0.
BOLTON SULLIVAN, II 851 SE MONTEREY COMMONS BLVD. STUART, FL 349963337	DIRECTOR 1.00	3,000.	0.	0.
JENNIFER S. SANFORD 851 SE MONTEREY COMMONS BLVD. STUART, FL 349963337	DIRECTOR 1.00	3,000.	0.	0.
GIERIET S. BOWEN 851 SE MONTEREY COMMONS BLVD. STUART, FL 349963337	DIRECTOR 1.00	3,000.	0.	0.
JOHN W. SULLIVAN, JR. 851 SE MONTEREY COMMONS BLVD. STUART, FL 349963337	DIRECTOR 1.00	3,000.	0.	0.
JS CAPITAL MANAGEMENT, INC. 851 SE MONTEREY COMMONS BLVD. STUART, FL 349963337	ADMINISTRATIVE SERVICES 10.00	72,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		90,000.	0.	0.

FORM 990-PF

PART XV - LINE 1A  
LIST OF FOUNDATION MANAGERS

STATEMENT 10

## NAME OF MANAGER

JOHN W. SULLIVAN  
SUSAN R. SULLIVAN

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JOHN W. SULLIVAN, PRESIDENT  
851 SE MONTEREY COMMONS BLVD.  
STUART, FL 34996-3337

TELEPHONE NUMBER

(772) 283-3838

FORM AND CONTENT OF APPLICATIONS

SEND PRINTED MATERIALS REGARDING CHARITABLE ORGANIZATION ALONG WITH CURRENT  
FINANCIAL STATEMENTS.

ANY SUBMISSION DEADLINES

NOVEMBER 15TH OF EACH YEAR.

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE.

FORM 990-PF

GRANTS AND CONTRIBUTIONS  
PAID DURING THE YEAR

STATEMENT 12

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AMERICAN RED CROSS MARTIN COUNTY CHAPTER 2750 S. KANNER HWY. STUART, FL 34994	NONE. FINANCIAL SUPPORT	PUBLIC CHARITY	18,000.
ART INSTITUTE OF CHICAGO, THE 111 S. MICHIGAN AVE. CHICAGO, IL 60603	NONE. SUPPORT FOR THE ARTS	PUBLIC CHARITY	1,000.
ARTS COUNCIL, THE 80 EAST OCEAN BLVD. STUART, FL 34994	NONE. SUPPORT FOR THE ARTS	PUBLIC CHARITY	250.
BEN TOWNE PEDIATRIC CANCER RESEARCH FOUNDATION 4538 47TH AVE, NE SEATTLE , WA 98105	NONE. MEDICAL SUPPORT	PUBLIC CHARITY	5,000.
BEST BUDDIES ILLINOIS 350 N. ORLEANS ST., #678 CHICAGO, IL 60654	NONE. SUPPORT FOR PEOPLE WITH INTELLECTUAL DISABILITIES	PUBLIC CHARITY	3,000.
BRAIN RESEARCH FOUNDATION 111 W WASHINGTON ST., SUITE 1710 CHICAGO, IL 60602	NONE. SUPPORT FOR BRAIN DISORDER RESEARCH	PUBLIC CHARITY	1,000.
CATHOLIC CHARITIES 9995 NORTH MILITARY TRAIL PALM BEACH GARDENS, FL 33410	NONE. SPIRITUAL SUPPORT	PUBLIC CHARITY	650.
CATHOLIC CHURCH EXTENSION SOCIETY 150 SOUTH WACKER DRIVE, 20TH FLOOR CHICAGO, IL 60606	NONE. SPIRITUAL SUPPORT	PUBLIC CHARITY	2,000.

SUSAN R. AND JOHN W. SULLIVAN FOUNDATION

22-2612047

CATHOLIC THEOLOGICAL UNION 5401 SOUTH CORNELL AVENUE CHICAGO, IL 60615	NONE. SPIRITUAL SUPPORT	PUBLIC CHARITY	1,000.
CHICAGO BOTANIC GARDEN 1000 LAKE COOK RD. GLENCOE, IL 60022	NONE. ENVIRONMENTAL SUPPORT	PUBLIC CHARITY	2,200.
CHICAGO SHAKESPEARE THEATER 800 EAST GRAND AVENUE CHICAGO, IL 60611	NONE. SUPPORT FOR THE ARTS	PUBLIC CHARITY	1,000.
COLLEGE OF THE HOLY CROSS, THE ONE COLLEGE ST. WORCESTER, MA 01610-2395	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	10,000.
CORPUS CHRISTI SCHOOL 535 WEST 121ST STREET NEW YORK, NY 10027	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	500.
COUNCIL ON AGING OF MARTIN COUNTY, INC. 900 SE SALERNO ROAD STUART, FL 34997	NONE. FINANCIAL SUPPORT	PUBLIC CHARITY	300.
CRISIS MINISTRIES P.O. BOX 20038 CHARLESTON, SC 29413	NONE. FOOD AND SHELTER FOR THE NEEDY	PUBLIC CHARITY	2,500.
CRISTO REY JESUIT HIGH SCHOOL - REY OF HOPE III 1852 WEST 22ND PLACE CHICAGO, IL 60608	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	27,500.
CRISTO REY JESUIT HIGH SCHOOL - VIVA 1852 WEST 22ND PLACE CHICAGO, IL 60608	NONE. SPIRITUAL SUPPORT	PUBLIC CHARITY	2,500.
CRISTO REY NETWORK 14 EAST JACKSON BOULEVARD, SUITE 1200 CHICAGO, IL 60604	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	1,000.

CROHN'S & COLITIS FOUNDATION 386 PARK AVENUE SOUTH, 17TH FLOOR NEW YORK, NY 10016	NONE. CROHN'S RESEARCH	PUBLIC CHARITY	1,200.
DESERT VOICES ORAL LEARNING CENTER 3426 E. SHEA BLVD. PHOENIX, AZ 85028-3327	NONE. EDUCATION SUPPORT FOR THE HEARING IMPAIRED	PUBLIC CHARITY	1,000.
DIOCESE OF PALM BEACH 9995 NORTH MILITARY TRAIL PALM BEACH GARDENS, FL 33410-9650	NONE. SPIRITUAL/FINANCIAL SUPPORT	PUBLIC CHARITY	1,440.
DRAYTON HALL 3380 ASHLEY RIVER RD. CHARLESTON, SC 29414	NONE. PRESERVING A NATIONAL TRUST HISTORIC SITE	PUBLIC CHARITY	1,000.
EAST COOPER COMMUNITY OUTREACH 1145 SIX MILE ROAD MOUNT PLEASANT, SC 29466	NONE. COMMUNITY ENHANCEMENT	PUBLIC CHARITY	10,000.
EVERGLADES COALITION 450 N PARK ROAD, SUITE 301 HOLLYWOOD, FL 33021	NONE. ENVIRONMENTAL SUPPORT	PUBLIC CHARITY	1,000.
FALSE MEMORY SYNDROME FOUNDATION 1955 LOCUST ST. PHILADELPHIA, PA 19103-5766	NONE. MEDICAL SUPPORT	PUBLIC CHARITY	200.
FENIX FAMILY HEALTH CENTER 130 WASHINGTON AVENUE HIGHWOOD, IL 60040	NONE. MEDICAL SUPPORT	PUBLIC CHARITY	51,000.
FIRST UNITED METHODIST CHURCH 1500 KANNER HIGHWAY STUART, FL 34995	NONE. FOOD FOR THE NEEDY & COMMUNITY ENHANCEMENT	PUBLIC CHARITY	7,000.
FLORIDA OCEANOGRAPHIC SOCIETY 890 NE OCEAN BLVD. STUART, FL 34996-1627	NONE. SUPPORT FOR FLORIDA'S OCEAN & COASTAL ECOSYSTEMS	PUBLIC CHARITY	3,000.

GEORGETOWN UNIVERSITY-GIFT ACCOUNTING DEPT. BOX 571253 WASHINGTON, DC 20057	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	2,000.
GEORGETOWN UNIVERSITY SCHOLARSHIP PROGRAM BOX 571253 WASHINGTON, DC 20057	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	6,000.
GOLDEN APPLE FOUNDATION 8 SOUTH MICHIGAN, #700 CHICAGO, IL 60603	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	500.
GREATER CHICAGO FOOD DEPOSITORY 4100 W. ANN LURIE PLACE CHICAGO, IL 60632	NONE. FOOD FOR THE NEEDY	PUBLIC CHARITY	5,000.
HABITAT FOR HUMANITY OF MARTIN COUNTY, INC. 2555 SE BONITA STREET STUART, FL 34997	NONE. HOUSING ASSISTANCE	PUBLIC CHARITY	3,000.
HOBE SOUND COMMUNITY CHEST, INC. P.O. BOX 511 HOBE SOUND, FL 33475	NONE. COMMUNITY ENHANCEMENT	PUBLIC CHARITY	15,000.
HOBE SOUND NATURE CENTER P.O. BOX 214 HOBE SOUND, FL 33475	NONE. EDUCATIONAL & ENVIRONMENTAL SUPPORT	PUBLIC CHARITY	1,000.
HOMAN SQUARE COMMUNITY CENTER FOUNDATION 3517 W. ARTHINGTON ST. CHICAGO, IL 60624	NONE. COMMUNITY ENHANCEMENT	PUBLIC CHARITY	1,000.
HOPE RURAL SCHOOL 15929 SW 150TH ST. INDIANTOWN, FL 34956	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	2,000.
HOUSE OF HOPE 2484 SE BONITA STREET STUART, FL 34997	NONE. FOOD FOR THE NEEDY	PUBLIC CHARITY	10,000.

SUSAN R. AND JOHN W. SULLIVAN FOUNDATION

22-2612047

INDIAN HILL CLUB SCHOLARSHIP FOUNDATION 1 INDIAN HILL RD. WINNETKA, IL 60093	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	2,000.
JOHN G. SHEDD AQUARIUM-THE AQUARIUM COUNCIL 1200 S. LAKE SHORE DR. CHICAGO, IL 60605	NONE. AQUATIC CONSERVATION	PUBLIC CHARITY	1,000.
JOSEPH SEARS SCHOOL BOOSTER CLUB 542 ABBOTSFORD RD. KENILWORTH, IL 60043	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	1,000.
JOSEPH SEARS SCHOOL PARENT VOLUNTEER ASSOCIATION 542 ABBOTSFORD RD. KENILWORTH, IL 60043	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	3,000.
JUPITER MEDICAL CENTER 1210 SOUTH OLD DIXIE HIGHWAY JUPITER, FL 33458	NONE. MEDICAL SUPPORT	PUBLIC CHARITY	800.
KELLOGG SCHOOL ALUMNI FUND-NORTHWESTERN UNIVERSITY 2020 RIDGE AVE. EVANSTON, IL 60208	NONE. EDUCATIONAL ASSISTANCE	PUBLIC CHARITY	2,000.
LINCOLN PARK ZOO 2001 NORTH CLARK STREET CHICAGO, IL 60614	NONE. ANIMAL SUPPORT	PUBLIC CHARITY	1,000.
LOBLOLLYPOP FOUNDATION, INC. 7407 SE HILL TERR. HOBE SOUND, FL 33455	NONE. COMMUNITY ENHANCEMENT	PUBLIC CHARITY	5,000.
LOYOLA ACADEMY 1100 LARAMIE AVE. WILMETTE, IL 60091	NONE. EDUCATIONAL ASSISTANCE	PUBLIC CHARITY	2,000.
LUMEN CHRISTI - DIOCESE OF PALM BEACH P.O. BOX 109650 PALM BEACH GARDENS, FL 33410	NONE. EDUCATIONAL & SPIRITUAL SUPPORT	PUBLIC CHARITY	2,000.

LUMEN CORDIUM SOCIETY 835 NORTH RUSH STREET CHICAGO, IL 60611	NONE. SPIRITUAL/FINANCIAL SUPPORT	PUBLIC CHARITY	1,000.
MANHATTANVILLE COLLEGE 2900 PURCHASE ST. PURCHASE, NY 10577	NONE. EDUCATIONAL ASSISTANCE	PUBLIC CHARITY	1,000.
MARTIN COUNTY COMMUNITY FOUNDATION 33 FLAGLER AVENUE STUART, FL 34994	NONE. COMMUNITY ENHANCEMENT	PUBLIC CHARITY	500.
MARTIN MEMORIAL FOUNDATION P.O. BOX 9010 STUART, FL 34995	NONE. MEDICAL SUPPORT	PUBLIC CHARITY	2,000.
MISERICORDIA WOMEN'S LEAGUE P.O. BOX 454 WESTERN SPRINGS, IL 60558	NONE. COMMUNITY ENHANCEMENT	PUBLIC CHARITY	1,000.
MISS, INC. 4434 SE CLECKLEY STREET STUART, FL 34997	NONE. FINANCIAL SUPPORT	PUBLIC CHARITY	6,000.
MULTIPLE MYELOMA RESEARCH FOUNDATION 383 MAIN AVENUE, 5TH FLOOR NORWALK , CT 06851	NONE. MEDICAL RESEARCH	PUBLIC CHARITY	1,000.
MUSC HOLLINGS CANCER CENTER 18 BEE STREET, MSC 450 CHARLESTON, SC 29425	NONE. MEDICAL SUPPORT AND ASSISTANCE	PUBLIC CHARITY	20,000.
MUSEUM OF SCIENCE & INDUSTRY 57TH ST. & LAKE SHORE DR. CHICAGO, IL 60637	NONE. MUSEUM SUPPORT	PUBLIC CHARITY	1,000.
NEW TRIER BOOSTER CLUB P.O. BOX 405 WINNETKA, IL 60093	NONE. EDUCATIONAL AND ATHLETIC SUPPORT	PUBLIC CHARITY	1,500.



NORTON MUSEUM OF ART 1451 S. OLIVE AVE. WEST PALM BEACH, FL 33401	NONE. SUPPORT FOR THE ARTS	PUBLIC CHARITY	1,000.
NURTURE P.O. BOX 160 WINNETKA, IL 60093	NONE. COMMUNITY ENHANCEMENT	PUBLIC CHARITY	2,500.
OLD ELM SCHOLARSHIP FOUNDATION 800 OLD ELM ROAD HIGHLAND PARK, IL 60035	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	1,000.
PORTER GAUD SCHOOL 300 ALBEMARLE ROAD CHARLESTON, SC 29407	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	4,000.
PRESBYTERIAN FRONTIER FELLOWSHIP 7132 PORTLAND AVE., SUITE 136 RICHFIELD, MN 55423	NONE. SPIRITUAL SUPPORT	PUBLIC CHARITY	500.
PROVIDENCE ENGLEWOOD CHARTER SCHOOL 6515 SOUTH ASHLAND AVENUE CHICAGO, IL 60636	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	1,000.
REDEEMER LUTHERAN CHURCH AND SCHOOL 2450 SE OCEAN BLVD STUART, FL 34996	NONE. FOOD FOR THE NEEDY	PUBLIC CHARITY	7,000.
RIVERS COALITION P.O. BOX 2627 STUART, FL 34995	NONE. ENVIRONMENTAL SUPPORT	PUBLIC CHARITY	500.
ROONEY'S GOLF FOUNDATION, INC. 1111 N. CONGRESS AVE WEST PALM BEACH, FL 33409	NONE. COMMUNITY ENHANCEMENT	PUBLIC CHARITY	290.
SALVATION ARMY OF MARTIN COUNTY, THE P.O. BOX 270848 TAMPA, FL 33618	NONE. SUPPORT FOR HOMELESS AND HUNGRY	PUBLIC CHARITY	17,000.

SUSAN R. AND JOHN W. SULLIVAN FOUNDATION			22-2612047
SINSINAWA DOMINICANS 585 COUNTY ROAD Z SINSINAWA , WI 53824	NONE. SPIRITUAL SUPPORT	PUBLIC CHARITY	200.
SISTERS OF THE HOLY NAMES OF JESUS AND MARY 2911 W. FORT WRIGHT DR. SPOKANE, WA 99224	NONE. SPIRITUAL & EDUCATIONAL SUPPORT	PUBLIC CHARITY	8,000.
SPRING HILL COLLEGE 4000 DAUPHIN STREET MOBILE, AL 36608	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	5,000.
SS. FAITH, HOPE & CHARITY CHURCH 191 LINDEN STREET WINNETKA, IL 60093	NONE. SPIRITUAL & EDUCATIONAL SUPPORT	PUBLIC CHARITY	3,000.
ST. CHRISTOPHER'S CHURCH 12001 SE FEDERAL HWY HOBE SOUND, FL 33455	NONE. SPIRITUAL SUPPORT	PUBLIC CHARITY	3,000.
ST. PHILIP THE APOSTLE PARISH 1962 OLD WILLOW ROAD NORTHFIELD, IL 60093	NONE. SPIRITUAL SUPPORT	PUBLIC CHARITY	500.
ST. VINCENT DEPAUL SOCIETY 12001 SE FEDERAL HWY, SUITE D HOBE SOUND, FL 33455	NONE. SPIRITUAL SUPPORT	PUBLIC CHARITY	10,000.
THE CHICAGO COMMUNITY TRUST - SPRINGBOARD FOUNDATION 111 EAST WACKER DRIVE, SUITE 1400 CHICAGO, IL 60601	NONE. COMMUNITY ENHANCEMENT	PUBLIC CHARITY	1,000.
TREASURE COAST FOOD BANK 3051 INDUSTRIAL 25TH STREET FORT PIERCE, FL 34946	NONE. FOOD FOR THE NEEDY	PUBLIC CHARITY	10,000.
TREASURE COAST HOSPICE 1201 SE INDIAN STREET STUART, FL 34997	NONE. MEDICAL SUPPORT	PUBLIC CHARITY	1,000.

TREASURE COAST WILDLIFE 8626 SW CITRUS BLVD. PALM CITY, FL 34990	NONE. ENVIRONMENTAL SUPPORT	PUBLIC CHARITY	1,200.
UNITED WAY OF MARTIN COUNTY 50 KINDRED STREET, SUITE 207 STUART, FL 34994	NONE. ASSISTANCE TO AREA HUMAN CARE AGENCIES	PUBLIC CHARITY	31,200.
UNITED WAY OF PALM BEACH COUNTY 2600 QUANTUM BLVD BOYNTON BEACH, FL 33426	NONE. FOOD FOR THE NEEDY	PUBLIC CHARITY	5,000.
WETLANDS INITIATIVE 53 WEST JACKSON BOULEVARD, SUITE 1015 CHICAGO, IL 60604	NONE. ENVIRONMENTAL SUPPORT	PUBLIC CHARITY	500.
WINGS FOR KIDS, INC. P.O. BOX 369 SULLIVANS ISLAND, SC 29482	NONE. DEVELOPS EMOTIONAL COMPETENCY IN CHILDREN	PUBLIC CHARITY	5,000.
WINNETKA PARKS FOUNDATION P.O. BOX 26 WINNETKA, IL 60093	NONE. ENVIRONMENTAL SUPPORT	PUBLIC CHARITY	4,000.
WISTAR INSTITUTE, THE 3601 SPRUCE ST. PHILADELPHIA, PA 19104	NONE. MELANOMA RESEARCH	PUBLIC CHARITY	1,000.
WOMAN'S BOARD OF NORTHWESTERN MEMORIAL HOSPITAL 676 N ST. CLAIR STREET, SUITE 1717 CHICAGO, IL 60611	NONE. MEDICAL SUPPORT	PUBLIC CHARITY	1,000.
WOMAN'S BOARD OF RUSH UNIVERSITY MEDICAL CENTER 1725 WEST HARRISON STREET, SUITE 54 CHICAGO, IL 60612	NONE. MEDICAL SUPPORT	PUBLIC CHARITY	3,000.
WOODLANDS ACADEMY 760 E. WESTLEIGH RD. LAKE FOREST, IL 60045	NONE. EDUCATIONAL SUPPORT	PUBLIC CHARITY	500.

SUSAN R. AND JOHN W. SULLIVAN FOUNDATION

22-2612047

YOUTH CHORAL THEATER OF CHICAGO NONE.  
708 CHURCH STREET, SUITE 203 MUSICAL SUPPORT  
EVANSTON, IL 60201

PUBLIC 4,000.  
CHARITY

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

389,430.

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

OMB No 1545-1709

► **File a separate application for each return.**

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

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

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*

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

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

Part I only

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

<b>Type or print</b>	Name of exempt organization <b>SUSAN R. AND JOHN W. SULLIVAN FOUNDATION</b>	Employer identification number <b>22-2612047</b>
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions. <b>851 SE MONTEREY COMMONS BLVD.</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>STUART, FL 34996-3337</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)

**04**

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**JOHN W. SULLIVAN**

- The books are in the care of ► **851 SE MONTEREY COMMONS BLVD. - STUART, FL 34996-3337**

Telephone No. ► **(772) 283-3838**

FAX No. ► **(772) 283-4946**

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
► ☒ calendar year **2010** or  
► ☐ tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

- 2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return  
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	<b>7,387.</b>
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	<b>2,387.</b>
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	<b>5,000.</b>

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

LHA For Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev 1-2011)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed)

Type or print File by the extended due date for filing your return See instructions	Name of exempt organization	Employer identification number
	SUSAN R. AND JOHN W. SULLIVAN FOUNDATION	22-2612047
	Number, street, and room or suite no. If a P.O. box, see instructions	
	851 SE MONTEREY COMMONS BLVD.	
	City, town or post office, state, and ZIP code For a foreign address, see instructions	
	STUART, FL 34996-3337	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

JOHN W. SULLIVAN

- The books are in the care of ☒ 851 SE MONTEREY COMMONS BLVD. - STUART, FL 34996-3337

Telephone No ☒ (772) 283-3838

FAX No ☒ (772) 283-4946

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until NOVEMBER 15, 2011

5 For calendar year 2010, or other tax year beginning                     , and ending                     

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period

7 State in detail why you need the extension

**TAXPAYER IS WAITING ON PARTNERSHIP K-1'S TO COMPLETE RETURN.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	7,387.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	7,387.
c <b>Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	\$	0.

**Signature and Verification**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☒

Title ☒

Date ☒

Form 8868 (Rev. 1-2011)