Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

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 ABRA PRENTICE FOUNDATION, INC.		A Employer identification number 36-3092281
Number and street (or P O box number if mail is not delivered to street address) 980 N. MICHIGAN AVE.	Room/suite 1360	B Telephone number (312)640-1362
City or town, state, and ZIP code CHICAGO, IL 60611		C If exemption application is pending, check here ▶ [ ] D 1. Foreign organizations, check here ▶ [ ] 2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]
H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 28,732,005.	J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	1,532,840.		N/A	
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	541,209.	541,209.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,518,077.			
	b Gross sales price for all assets on line 6a 8,214,729.				
	7 Capital gain net income (from Part IV, line 2)		1,518,077.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	-10,217.	-8,285.		STATEMENT 2
	12 **Total.** Add lines 1 through 11	3,581,909.	2,051,001.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	5,750.	0.		5,750.
	b Accounting fees				
	c Other professional fees STMT 4	181,842.	167,867.		13,975.
	17 Interest	805.	805.		0.
	18 Taxes STMT 5	5,724.	5,724.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	27,505.	27,505.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	221,626.	201,901.		19,725.
	25 Contributions, gifts, grants paid	1,300,000.			1,300,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,521,626.	201,901.		1,319,725.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	2,060,283.			
	b **Net investment income** (if negative, enter -0-)		1,849,100.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	3,003,686.	1,663,560.	1,663,560.
	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 STMT 9	3,413,490.	4,645,536.	4,858,927.
	b Investments - corporate stock STMT 10	6,314,954.	7,254,288.	9,579,860.
	c Investments - corporate bonds STMT 11	6,291,067.	5,370,443.	5,552,237.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	3,978,191.	6,394,518.	7,067,915.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 13)	86,301.	9,506.	9,506.
	16 **Total assets** (to be completed by all filers)	23,087,689.	25,337,851.	28,732,005.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	23,087,689.	25,337,851.	
	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**	23,087,689.	25,337,851.	
	31 **Total liabilities and net assets/fund balances**	23,087,689.	25,337,851.	

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	23,087,689.
2	Enter amount from Part I, line 27a	2	2,060,283.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	1,186,145.
4	Add lines 1, 2, and 3	4	26,334,117.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	996,266.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	25,337,851.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	8,214,729.		6,710,842.	1,518,077.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				1,518,077.

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 — 1,518,077.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 — 3 — N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	1,270,458.	23,922,106.	.053108
2008	1,186,439.	22,723,006.	.052213
2007	958,057.	20,373,068.	.047026
2006	739,853.	17,347,192.	.042650
2005	593,969.	14,881,432.	.039913

2	**Total** of line 1, column (d)	2	.234910
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.046982
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	26,583,064.
5	Multiply line 4 by line 3	5	1,248,926.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	18,491.
7	Add lines 5 and 6	7	1,267,417.
8	Enter qualifying distributions from Part XII, line 4	8	1,319,725.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	18,491.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	18,491.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	18,491.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 31,270.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	31,270.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	12,779.
11 Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ 12,779. **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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
*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*			
c Did the foundation file **Form 1120-POL** for this year?	1c		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?	2		X
If "Yes," attach a detailed description of the activities			
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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If "Yes," attach the statement required by General Instruction T.			
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?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year?	7	X	
If "Yes," complete Part II, col (c), and Part XV			
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ KIM PIOTROWSKI Telephone no ▶ (312) 640-1360

Located at ▶ 980 N. MICHIGAN AVE, SUITE 1360, CHICAGO, IL ZIP+4 ▶ 60611

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

			Yes	No
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?	16		X
	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 ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ 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** No: 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
ABRA PRENTICE WILKIN 980 N. MICHIGAN AVENUE, SUITE 1360 CHICAGO, IL 60611	PRESIDENT & DIRECTOR 1.00	0.	0.	0.
LOUIS S. HARRISON 333 W. WACKER DRIVE, SUITE 1700 CHICAGO, IL 60606	VICE PRESIDENT & DIRECTOR 0.10	0.	0.	0.
NORA MARRA 980 N. MICHIGAN AVENUE, SUITE 1360 CHICAGO, IL 60611	SECRETARY & DIRECTOR 0.50	0.	0.	0.
JAMES WILKIN 980 N. MICHIGAN AVENUE, SUITE 1360 CHICAGO, IL 60611	TREASURER & DIRECTOR 0.50	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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 NOT APPLICABLE	0.
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 NOT APPLICABLE	0.
2	
All other program-related investments. See instructions 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	24,848,535.
b	Average of monthly cash balances	1b	2,139,347.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	26,987,882.
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	26,987,882.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	404,818.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	26,583,064.
6	**Minimum investment return.** Enter 5% of line 5	6	1,329,153.

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	1,329,153.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	18,491.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	18,491.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,310,662.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	1,310,662.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,310,662.

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	1,319,725.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,319,725.
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	18,491.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,301,234.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				1,310,662.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			483,599.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 1,319,725.				
a Applied to 2009, but not more than line 2a			483,599.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				836,126.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				474,536.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

ABRA PRENTICE WILKIN

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

NONE

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

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

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

KIM PIOTROWSKI, 312-640-1360
980 N. MICHIGAN AVE., SUITE 1360, CHICAGO, IL 60611

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

SEE FUNDING GUIDELINES.

c Any submission deadlines.

SEPTEMBER 1

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

SEE ATTACHED FUNDING GUIDELINES

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 14				
Total			▶ 3a	1300000.
b *Approved for future payment*				
DANIEL MURPHY SCHOLARSHIP FUND 228 S WABASH, SUITE 600 CHICAGO, IL 60604	NONE	PUBLIC	SCHOLARSHIP FUND	60,000.
HARVARD MEDICAL SCHOOL DEPARTMENT OF PSYCHIATRY MASSACHUSETTS GEN. HOSPITAL - 55 FRUIT	NONE	PUBLIC	ENDOWMENT	62,500.
ST. CHRYSOSTORM'S CHURCH 1424 NORTH DEARBORN PARKWAY CHICAGO, IL 60610	NONE	RELIGIOUS	CHURCH COURTYARD REMODELING	50,000.
Total			▶ 3b	172,500.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion 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	541,209.	
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	900000	-1,932.	14	-8,285.	
8 Gain or (loss) from sales of assets other than inventory	900000	28.	18	1,518,049.	
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)		-1,904.		2,050,973.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 2,049,069.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

Louis Harrison | 11-11-2011 | VICE PRESIDENT

Signature of officer or trustee Louis S Harrison | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
ALAN SPIGELMAN	Alan Spigelman	11/1/11		P00285746
Firm's name ▶ RSM MCGLADREY INC			Firm's EIN ▶ 41-1944416	
Firm's address ▶ ONE SOUTH WACKER DRIVE, SUITE 800 CHICAGO, IL 60606-3392			Phone no 312-634-3400	

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2010

Name of the organization	Employer identification number
ABRA PRENTICE FOUNDATION, INC.	36-3092281

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
ABRA PRENTICE FOUNDATION, INC.	36-3092281

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ABRA PRENTICE WILKIN 179 EAST LAKE SHORE DRIVE CHICAGO, IL 60611-1651	$ 1,002,840.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
2	ABRA PRENTICE WILKIN 179 EAST LAKE SHORE DRIVE CHICAGO, IL 60611-1651	$ 530,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
ABRA PRENTICE FOUNDATION, INC.	36-3092281

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	23,075 SHARES BP P.L.C. STOCK	$ 1,002,840.	12/17/10

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

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	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b	CLASS ACTION PROCEEDS	P	VARIOUS	VARIOUS
c	FROM WLR RECOVERY IV INVESTORS LLC K-1	P	VARIOUS	VARIOUS
d	FROM WLR RECOVERY IV INVESTORS LLC K-1	P	VARIOUS	VARIOUS
e	FROM WLR RECOVERY IV INVESTORS LLC K-1	P	VARIOUS	VARIOUS
f	FROM WLR RECOVERY IV INVESTORS LLC K-1	P	VARIOUS	VARIOUS
g	FROM METROPOLITAN RE PTRS V LP K-1	P	VARIOUS	VARIOUS
h	FROM METROPOLITAN RE PTRS V LP K-1	P	VARIOUS	VARIOUS
i	FROM METROPOLITAN RE PTRS V LP K-1	P	VARIOUS	VARIOUS
j	FROM METROPOLITAN RE PTRS INT'L II LP K-1	P	VARIOUS	VARIOUS
k	FROM METROPOLITAN RE PTRS INT'L II LP K-1	P	VARIOUS	VARIOUS
l	FROM METROPOLITAN RE PTRS INT'L II LP K-1	P	VARIOUS	VARIOUS
m	CAPITAL GAINS DIVIDENDS			
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	8,210,626.		6,710,842.	1,499,784.
b	1,699.			1,699.
c				2,229.
d				10,672.
e				13.
f				11.
g				678.
h				554.
i				-4.
j				22.
k				7.
l				8.
m	2,404.			2,404.
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				1,499,784.
b				1,699.
c				2,229.
d				10,672.
e				13.
f				11.
g				678.
h				554.
i				-4.
j				22.
k				7.
l				8.
m				2,404.
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	1,518,077.
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
GOLDMAN SACHS CASH ACCOUNT - INTEREST	2,992.	0.	2,992.
GOLDMAN SACHS CNTRL TAXBL - INTEREST	437,841.	0.	437,841.
GOLDMAN SACHS CNTRL TAXBL - US INTEREST	1,750.	0.	1,750.
GOLDMAN SACHS CONC STOCK - DIVIDEND	35,323.	0.	35,323.
GOLDMAN SACHS CONC STOCK - INTEREST	20.	0.	20.
GOLDMAN SACHS INVESTMENT BROKERAGE - INTEREST	5,464.	0.	5,464.
GOLDMAN SACHS LCG (CONC) - DIVIDEND	31,702.	0.	31,702.
GOLDMAN SACHS LCG (CONC) - INTEREST	166.	0.	166.
GOLDMAN SACHS LCG - DIVIDEND	4,791.	0.	4,791.
GOLDMAN SACHS LCG - INTEREST	7.	0.	7.
GOLDMAN SACHS LCV - DIVIDEND	8,377.	0.	8,377.
GOLDMAN SACHS LCV - INTEREST	18.	0.	18.
GOLDMAN SACHS LOOMIS SAYLES - DIVIDEND	71,045.	567.	70,478.
GOLDMAN SACHS LOOMIS SAYLES - INTEREST	150.	0.	150.
GOLDMAN SACHS TACTICAL AD - DIVIDEND	28,442.	1,837.	26,605.
GOLDMAN SACHS TACTICAL AD - OID	5,686.	0.	5,686.
GOLDMAN SACHS THORNBURG - DIVIDEND	24,968.	0.	24,968.
GOLDMAN SACHS THORNBURG - INTEREST	71.	0.	71.
GOLDMAN SACHS YACKTMAN - DIVIDEND	10,530.	0.	10,530.
GOLDMAN SACHS YACKTMAN - INTEREST	71.	0.	71.
LESS: AMORTIZATION	-133,419.	0.	-133,419.
LESS: PURCHASED INTEREST	-18,013.	0.	-18,013.
METROPOLITAN RE PTRS INTL II, LP K-1	1,526.	0.	1,526.
METROPOLITAN RE PTRS V, LP K-1	6,468.	0.	6,468.
WLR RECOVERY IV INVESTORS LLC K-1	17,637.	0.	17,637.
TOTAL TO FM 990-PF, PART I, LN 4	543,613.	2,404.	541,209.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
METROPOLITAN RE PTRS V, LP K-1	-3,724.	-3,724.	
UBTI - METROPOLITAN RE PARTNERS V K-1	-441.	0.	
METROPOLITAN RE PTRS INT'L II, LP K-1	-5,425.	-5,425.	
UBTI - METROPOLITAN RE PTRS INT'L II, LP K-1	-1,503.	0.	
WLR RECOVERY IV K-1	533.	533.	
UBTI - WLR RECOVERY IV K-1	12.	0.	
MISCELLANEOUS	331.	331.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-10,217.	-8,285.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	5,750.	0.		5,750.
TO FM 990-PF, PG 1, LN 16A	5,750.	0.		5,750.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GOLDMAN SACHS INVESTMENT MANAGEMENT FEES	167,867.	167,867.		0.
TAX PREPARATION AND CONSULTING	13,975.	0.		13,975.
TO FORM 990-PF, PG 1, LN 16C	181,842.	167,867.		13,975.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GOLDMAN SACHS - FOREIGN TAXES	5,651.	5,651.		0.
METROPOLITAN RE PARTNERS II K-1 - FOREIGN TAXES	67.	67.		0.
METROPOLITAN RE PARTNERS V K-1 - FOREIGN TAXES	6.	6.		0.
TO FORM 990-PF, PG 1, LN 18	5,724.	5,724.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN FEES	1,114.	1,114.		0.
PORTFOLIO EXPENSES FROM K-1'S	26,391.	26,391.		0.
TO FORM 990-PF, PG 1, LN 23	27,505.	27,505.		0.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 7
DESCRIPTION	AMOUNT
MARKET VALUE IN EXCESS OF BASIS OF SECURITIES DONATED	1,186,145.
TOTAL TO FORM 990-PF, PART III, LINE 3	1,186,145.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 8

DESCRIPTION	AMOUNT
MARKET VALUE IN EXCESS OF BASIS OF SECURITIES RECEIVED FROM DONATION	996,254.
NON-DEDUCTIBLE EXPENSES FROM K-1	12.
TOTAL TO FORM 990-PF, PART III, LINE 5	996,266.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS - CNTRL TAXBL - US GOV'T AGENCY BONDS	X		4,645,536.	4,858,927.
TOTAL U.S. GOVERNMENT OBLIGATIONS			4,645,536.	4,858,927.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			4,645,536.	4,858,927.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS - THORNBURG	1,004,035.	1,298,435.
ABBOTT LABORATORIES - 8,850 SHS	28,264.	424,003.
EXXON MOBIL CORPORATION - 5,277 SHS	897.	385,854.
BP P.L.C. - 6,075 SHS	1,734.	268,333.
GOLDMAN SACHS - LCV	3,067,131.	3,341,211.
GOLDMAN SACHS - LCG (CONC)	2,674,092.	3,337,536.
GOLDMAN SACHS - YACKTMAN	478,135.	524,488.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,254,288.	9,579,860.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS GROUP INC. 5.125% 1/15/2015 - 100,000 PAR	98,630.	107,438.
GOLDMAN SACHS - CNTRL TAXBL - CORP BONDS	5,271,813.	5,444,799.
TOTAL TO FORM 990-PF, PART II, LINE 10C	5,370,443.	5,552,237.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
METROPOLITAN REAL ESTATE PARTNERS V, LP	COST	308,258.	214,422.
METROPOLITAN RE PARTNERS INTERNATIONAL II, LP	COST	193,481.	138,972.
WLR RECOVERY IV INVESTORS, LLC	COST	318,313.	378,099.
LIGHTHOUSE DIVERSIFIED FUND LTD	COST	250,200.	65,205.
ALPHA + (NON-US EQUITY) OFFSHORE, LP	COST	1,000,000.	1,473,264.
GS HEDGE FUND PORTFOLIO PLC CLASS B	COST	1,250,000.	1,303,092.
GOLDMAN SACHS - TACTICAL AD	COST	3,074,266.	3,494,861.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,394,518.	7,067,915.

FORM 990-PF	OTHER ASSETS	STATEMENT 13

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PURCHASED INTEREST	667.	9,506.	9,506.
DISTRIBUTION RECEIVABLE FROM PASSTHROUGH ENTITIES	85,634.	0.	0.
TO FORM 990-PF, PART II, LINE 15	86,301.	9,506.	9,506.

Abra Prentice Foundation
Investment Holdings
Goldman Sachs - CNTRL TAXBL
As of December 31, 2010
FEIN 36-3092281

FIXED INCOME

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS GOVERNMENT/CORPORATE FIXED INCOME								
GOLDMAN SACHS BANK DEPOSIT (BDA) Not Rated[14]	151,673 12	1 0000	151,673 12	1 0000	151,673 12		0 1678	254 52

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
HEWLETT-PACKARD COMPANY 2 25% 05/27/2011 SR LIEN	400,000 00	100 8650	403,460 00	100 2982	401,192 84	2,267 16	1 5101	9,000 00
M-W+25 00BP S&P A /Moody's A2			850 00	101 34	405,360 00	(1,900 00)		
DAIMLERCHRYSLER NA HLDG 5 75% 09/08/2011 S&P BBB+	400,000 00	103 3280	413,312 00	102 6139	410,455 42	2,856 58	1 8888	23,000.00
/Moody's A3			7,219 44	105 59	422,360 00	(9,048 00)		
JPMORGAN CHASE & CO 3 125% 12/01/2011 SR LIEN S&P	400,000 00	102 4890	409,956 00	101 5370	406,148 01	3,807 99	1 4325	12,500 00
AAA /Moody's Aaa			1,041 67	103 91	415,640 00	(5,684 00)		
CITIGROUP INC 2 125% 04/30/2012 S&P AAA /Moody's Aaa	400,000 00	102 0290	408,116 00	100 2624	401,049 70	7,066 30	1 9243	8,500 00
			1,416 67	100 53	402,120 00	5,996 00		
EXPRESS SCRIPTS, INC 5 25% 06/15/2012 SR LIEN M-	400,000 00	105 5460	422,184 00	102 7679	411,071 62	11,112 38	3 2872	21,000 00
W+50 00BP S&P BBB /Moody's Baa3			933 33	105 32	421,272 00	912 00		
VERIZON GLOBAL FUNDING CORP CPN 6 8750 06/15/2012	300,000 00	108 3760	325,128 00	105 6184	316,855 28	8,272 72	2 9054	20,625 00
S&P A- /Moody's A3			916 67	110 95	332,850 00	(7,722 00)		
PHILIP MORRIS INTERNATIONAL IN 4 875% 05/16/2013 SR	400,000 00	108 2550	433,020 00	103 7028	414,811 20	18,208 80	3 2425	19,500 00
LIEN S&P A /Moody's A2			2,437 50	105 84	423,360 00	9,660 00		
AT&T CORP 6 7% 11/15/2013 SR LIEN M-W+50 00BP S&P A-	400,000 00	113 6170	454,468 00	107 6756	430,702 53	23,765 47	3 8522	26,800 00
/Moody's A2			3,424 44	111 31	445,230 00	9,238 00		
EMERSON ELECTRIC CO 5 625000 11/15/2013 S&P A	100,000 00	111 7290	111,729 00	99 8440	99,844 00	11,885 00	5 6501	5,625 00
/Moody's A2			718 75					
AUTOZONE, INC 6 5% 01/15/2014 M-W+50 00BP S&P BBB	450,000 00	111 0530	499,738 50	113 5912	511,160 29	(11,421 79)	1 8804	29,250 00
/Moody's Baa2			13,487 50	114 17	513,765 00	(14,026 50)		
KRAFT FOODS INC 6 75% 02/19/2014 S&P BBB- /Moody's	400,000 00	113 9940	455,976 00	107 7610	431,043 90	24,932 10	4 0880	27,000 00
Baa2			9,900 00	111 09	444,360 00	11,616 00		

[14] This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit

FIXED INCOME (Continued)

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS GOVERNMENT/CORPORATE FIXED INCOME								
ANHEUSER-BUSCH INBEV WORLDWIDE 4 125% 01/15/2015	350,000 00	105 3220	368,627 00	103 1120	360,892 02	7,734 98	3 2960	14,437 50
USD SER B SR LIEN M-W+30 00BP S&P BBB+ /Moody's Baa2			6,657 29	103 52	362,320 00	6,307 00		
ORACLE CORPORATION 5 25% 01/15/2016 SER B SR LIEN M-	150,000 00	112 4280	168,642 00	100 9297	151,394 61	17,247 39	5 0388	7,875 00
W+20 00BP S&P A /Moody's A2			3,631 25	101 37	152,057 00	16,585 00		
HOME DEPOT INC 5 4% 03/01/2016 M-W+15 00BP S&P BBB+	200,000 00	112 0610	224,122 00	111 9210	223,841 91	280 09	2 8982	10,800 00
/Moody's Baa1			3,600 00	112 71	225,420 00	(1,298 00)		
ABBOTT LABORATORIES 5 875% 05/15/2016 S&P AA	300,000 00	115 4400	346,320 00	100 4500	301,349 86	44,970 14	5 7567	17,625 00
/Moody's A1			2,252 08	100 87	302,604 00	43,716 00		
FNMA 3 375% 05/19/2011 MN S&P AAA /Moody's Aaa	400,000 00	101 2200	404,880 00	100 7140	402,855 90	2,024 10	1 5044	13,500 00
			1,575 00	103 40	413,595 50	(8,715 50)		
CAISSE D'AMORTISSEMENT DE LA D 4 0% 07/15/2011 USD	400,000 00	101 8850	407,540 00	101 4022	405,608 93	1,931 07	1 3534	16,000 00
PVT REGS SR LIEN S&P AAA /Moody's Aaa			7,333 33	105 08	420,320 00	(12,780 00)		
FFCB 3 5% 10/03/2011 AO S&P AAA /Moody's Aaa	400,000 00	102 3250	409,300 00	101 6986	406,794 36	2,505 64	1 2331	14,000 00
			3,422 22	104 91	419,640 00	(10,340 00)		
FHLB 4 500000% 11/15/2012 MN S&P AAA /Moody's Aaa	400,000 00	107 1250	428,500 00	104 8009	419,203 51	9,296 49	1 8787	18,000 00
			2,300 00	108 47	433,880 00	(5,380 00)		
KFW 4 625% 12/14/2012 USD S&P AAA /Moody's Aaa	400,000 00	107 2100	428,840 00	107 8500	431,400 00	(2,560 00)	2 1997	18,500 00
			822 22					
FFCB 3 875% 10/07/2013 AO S&P AAA /Moody's Aaa	200,000 00	107 7790	215,558 00	103 9841	207,968 15	7,589 85	2 3781	7,750 00
			1,808 33	105 75	211,500 00	4,058.00		
EIB 3 0% 04/08/2014 AO S&P AAA /Moody's Aaa	400,000 00	104 8000	419,200 00	100 2436	400,974 59	18,225 41	2 9213	12,000.00
			2,766 67	100 34	401,360 00	17,840.00		
FHLB 5 250000% 06/18/2014 JD S&P AAA /Moody's Aaa	400,000 00	113 5060	454,024 00	106 4896	425,958 21	28,065 79	3 2677	21,000 00
			758 33	109 33	437,303 00	16,721 00		
FFCB 3 0% 09/22/2014 MS S&P AAA /Moody's Aaa	400,000.00	105 3860	421,544 00	99 9700	399,880 00	21,664 00	3 0067	12,000 00
			3,300 00					
FHLMC 4 75% 11/17/2015 MN S&P AAA /Moody's Aaa	400,000 00	112 0220	448,088 00	103 3172	413,268 64	34,819 36	3 9513	19,000 00
			2,322 22	104 33	417,311 00	30,777 00		
FHLMC SER REFERENC 4 750000% 01/19/2016 JJ S&P AAA	275,000 00	111 5411	306,738 02	102 3513	281,465 97	25,272 06	4 1623	13,062 50
/Moody's Aaa			5,878 13	102 93	283,056 50	23,681 52		

FIXED INCOME (Continued)

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS GOVERNMENT/CORPORATE FIXED INCOME								
FHLMC 5 25% 04/18/2016 AO S&P AAA /Moody's Aaa	200,000 00	114 0125	228,025 00	97 8445	195,689 00	32,336 00	5 5361	10,500 00
			2,129 17					
FHLB 5 5% 08/15/2016 FA S&P AAA /Moody's Aaa	250,000 00	114 6760	286,690 00	101 7875	254,468 80	32,221 20	5 1301	13,750 00
			5,194 44	102 95	257,365 00	29,325 00		
TOTAL GS GOVERNMENT/CORPORATE FIXED INCOME			10,455,398 64		10,069,022 37	386,376 28	2 9189	442,854 52
			98,096 65		10,242,535 12	212,863 52		

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**10,553,495.29**	**10,069,022.37**	**386,376.28**	**442,854.52**
		10,242,535.12	**212,863.52**	

SUMMARY		
CASH	151,673.12	151,673.12
U.S. GOVERNMENT OBLIGATIONS	4,858,927.02	4,645,536.06
CORPORATE BONDS	5,444,798 50	5,271,813.19
TOTAL	10,455,398.64	10,069,022.37

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
NON-US EQUITY								
THORNBURG NON-US EQUITY								
U S DOLLAR	319 73	1 0000	319 73		319 73			
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)[14]	60,780 45	1 0000	60,780 45	1 0000	60,780 45		0 1656	100 63
	Quantity	**Market Price**	**Market Value / Accrued Income**	**Unit Cost**	**Cost Basis**	**Unrealized Gain (Loss)**	**Dividend Yield**	**Estimated Annual Income**
CARNIVAL CORPORATION CMN (CCL)	929 00	46 1100	42,836 19	28 0254	26,035 63	16,800 56	0 8675	371 60
LULULEMON ATHLETICA INC CMN (LULU)	142 00	68 4200	9,715 64	41 9268	5,953 60	3,762 04		
SCHLUMBERGER LTD CMN (SLB)	406 00	83 5000	33,901 00 85 26	52 9729	21,506 99	12,394 01	1 0060	341 04
SOUTHERN COPPER CORPORATION CMN (SCCO)	309 00	48 7400	15,060 66	25 2890	7,814 30	7,246 36	3 5289	531 48
AMERICA MOVIL SAB DE CV SPONSORED ADR CMN SERIES L (AMX)	403 00	57 3400	23,108 02	41 9197	16,893 64	6,214 38	0 8891	205 46
ARM HOLDINGS PLC SPON ADR SPONSORED ADR CMN (ARMH)	739 00	20 7500	15,334 25	6 2235	4,599 17	10,735 08	0 5007	76 78
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (ASAZY)	1,342 00	14 0940	18,914 15	13 7662	18,474 26	439.89	1 3684	258 82
BG GROUP PLC SPON ADR ADR CMN (BRGYY)	252 00	101 4540	25,566 41	86 2920	21,745.59	3,820 82	0 9590	245 17
BNP PARIBAS SPONSORED ADR CMN (BNPQY)	886 00	31 9350	28,294 41	34 0824	30,197 00	(1,902 59)	2 1609	611 41
BRITISH SKY BROADCASTING GROUP PLC AMERICAN DEPOSITARY SHARES (1 ADS = 4 ORDS) (BSYBY)	441 00	46 0930	20,327 01	34 8617	15,374 03	4,952 98	2 6042	529 35
CANADIAN NATIONAL RAILWAY CO CMN (CNI)	443 00	66 4700	29,446 21	45 5655	20,185 52	9,260 69	1 6315	480 40
CANADIAN NATURAL RESOURCES CMN (CNQ)	476 00	44 4200	21,143 92 26 93	29 6492	14,113 03	7,030 89	0 6781	143 39
CANON INC ADR ADR CMN (CAJ)	515 00	51 3400	26,440 10	38 1302	19,637 06	6,803 04	2 3229	614 18
CHINA MERCHANTS HOLDINGS (INTE UNSPONOSRED ADR CMN (CMHHY)	571 00	39 4920	22,549 93	33 8342	19,319 33	3,230 60	1 7560	395 98
CNOOC LTD SPONSORED ADR CMN (CEO)	126 00	238 3700	30,034 62	141 8086	17,867 88	12,166 74	1 9900	597.69

[14] This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit

Abra Prentice Foundation
Investment Holdings
Goldman Sachs - THORNBURG
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PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
THORNBURG NON-US EQUITY								
COCA-COLA HELLENIC BOTTLING CO SPONSORED ADR CMN (CCH)	432 00	25 9000	11,188 80	19 0532	8,230 98	2,957 82	1 2839	143 65
DASSAULT SYSTEMES SA SPONSORED ADR CMN (DASTY)	219.00	75.6900	16,576 11	45 4500	9,953 55	6,622 56	0 5727	94 93
EMBRAER SA ADR CMN (ERJ)	729 00	29 4000	21,432 60 290 32	17 5200	12,772 08	8,660 52		
FANUC LTD JAPAN UNSPONSORED ADR CMN (FANUY)	1,020 00	25 6760	26,189 52	13 9000	14,178 00	12,011.52	0 8487	222 27
FLSMIDTH & CO A/S SPONSORED ADR CMN (FLIDY)	1,732 00	9 5770	16,587 36	5 4866	9,502 86	7,084 50	0 5659	93 86
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (FMS)	507 00	57 6900	29,248 83	45 4413	23,038 72	6,210 11	0 9284	271 55
GAZPROM ADR SPONSORED ADR CMN (OGZPY)	713 00	25 0000	17,825 00	19 2000	13,689 60	4,135 40	0 9544	170 12
HANG LUNG PPTYS LTD SPONSORED ADR CMN (HLPPY)	752 00	23 3800	17,581 76	16 8500	12,671 20	4,910 56	1 8165	319 38
HENNES & MAURITZ AB ADR CMN (HNNMY)	4,728 00	6 6640	31,507 39	5 5864	26,412 51	5,094 88	2 4568	774 06
HONG KONG EXCHANGES & CLEARING UNSPONSORED ADR CMN (HKXCY)	994 00	22 6790	22,542 93	18 2600	18,150 44	4,392 49	2 0695	466 54
INDUSTRIAL & COMMERCIAL BANK O ADR CMN (IDCBY)	1,285 00	14 8960	19,141 36	14 6801	18,863 88	277 48	2 9623	567 03
INFOSYS TECHNOLOGIES SPON ADR SPONSORED ADR CMN - (INFY)	200 00	76 0800	15,216 00	41 4249	8,284 98	6,931 02	0 6661	101 36
KINGFISHER PLC SPONSORED ADR CMN (KGFHY)	3,490 00	8 2480	28,785 52	6 8795	24,009 41	4,776 11	1 7901	515 29
KOMATSU LTD ADR (NEW) SPONSORED GDS CMN (KMTUY)	1,104.00	30 2940	33,444 58	16.3500	18,050 40	15,394 18	0 2023	67 65
LAFARGE SPONSORED ADR CMN (LFRGY)	1,371 00	15 7360	21,574 06	16 9642	23,257 98	(1,683.92)	2 8733	619 88
LOGITECH INTERNATIONAL SA ORD CMN (LOGI)	1,277 00	18 5500	23,688 35	16 5656	21,154 27	2,534 08		
LVMH MOET HENNESSY LOUIS VUITTON S A ADR CMN (LVMUY)	1,125 00	33 0290	37,157.63	17 5000	19,687 50	17,470 13	1 1263	418 52
MAN GROUP PLC UNSPONSORED ADR CMN (MNGPY)	4,162 00	4 6340	19,286 71	3 6368	15,136 20	4,150 51	7 0064	1,351 31
MITSUBISHI UFJ FINL GROUP, INC SPONSORED ADR CMN (MTU)	3,728 00	5 4100	20,168 48	5 5832	20,814 00	(645 52)	2 3490	473 75
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (NSRGY)	502 00	58 7380	29,486 48	39 9900	20,074 98	9,411 50	1 5265	450 11
NEW ORIENTAL ED & TECH GRP SPONSORED ADR CMN (EDU)	159 00	105 2300	16,731 57	74 9652	11,919 46	4,812 11		
NOVARTIS AG-ADR SPONSORED ADR CMN (NVS)	593 00	58 9500	34,957 35	45 3992	26,921 75	8,035 60	2 8034	979 99
NOVO-NORDISK A/S ADR ADR CMN (NVO)	305 00	112 5700	34,333 85	57 2029	17,446 88	16,886 97	0 8693	298 48
POTASH CORP OF SASKATCHEWAN CMN (POT)	120 00	154 8300	18,579 60	90 4548	10,854 58	7,725 02		

Abra Prentice Foundation
Investment Holdings
Goldman Sachs - THORNBURG
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Statement Detail

ABRA PRENTICE FDN THORNBURG: NON-US EQ

Holdings (Continued)

Period Ended December 31, 2010

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
THORNBURG NON-US EQUITY								
PUBLICIS GROUPE SA SPONSORED ADR CMN (PUBGY)	786 00	26 1600	20,561 76	21 9068	17,218 78	3,342 98	1 1324	232 84
RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK) (RBGPY)	2,959 00	11 0380	32,661 44	9 5667	28,307 89	4,353 55	2 6506	865 74
SABMILLER PLC SPONSORED ADR (SBMRY)	519 00	35 3290	18,335 75	22 7000	11,781.30	6,554.45	1.9088	350 00
SAP AG (SPON ADR) (SAP)	822 00	50 6100	41,601 42	45 7995	37,647 15	3,954 27	0 8293	344 99
SMITH & NEPHEW PLC ADR CMN (SNN)	352 00	52 5500	18,497 60	38 2984	13,481 04	5,016 56	1 3635	252 21
TELEFONICA S A ADR SPONSORED ADR CMN (TEF)	408 00	68 4200	27,915 36	71 2849	29,084 25	(1,168 89)	6 1030	1,703 68
TENCENT HOLDINGS LIMITED UNSPONSORED ADR CMN (TCEHY)	662 00	21 7270	14,383 27	20 2146	13,382 07	1,001 20	0 1904	27 38
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (TSCDY)	1,621 00	19 9620	32,358 40	19 8301	32,144 64	213 76	2 9045	939 86
TEVA PHARMACEUTICAL IND LTD ADS (TEVA)	755 00	52 1300	39,358 15	53 8479	40,655 18	(1,297 03)	1 2799	503 73
TOYOTA MOTOR CORPORATION SPON ADR (TM)	371 00	78 6300	29,171 73	81 3419	30,177 83	(1,006 10)	1 2112	353 33
TURKIYE GARANTI BANKASI AS GDS CMN (TKGBY)	4,778 00	5 0810	24,277 02	4 4697	21,356 00	2,921 02	1 4695	356 75
VESTAS WIND SYSTEMS A/S ADR CMN (VWDRY)	1,189 00	10 5570	12,552 27	21 4331	25,483 97	(12,931 70)		
WAL-MART DE MEXICO SAB DE CV SPONSORED ADR REPSTG SER V SHS (WMMVY)	912 00	28 6120	26,094 14	16 6000	15,139 20	10,954 94	2 0021	522 44
ITAU UNIBANCO BANCO HLDNG S A SPONSORED ADR PFD USD0 0825 (ITUB)	725 00	24 0100	17,407 25 5 05	16 3838	11,878 28	5,528 97	0 3438	59 84
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 3249 (VLKPY)	531 00	32 6830	17,354 67	21 6653	11,504 30	5,850 37	0 9941	172 52
TOTAL THORNBURG NON-US EQUITY			1,359,534 77 407 56		1,065,135 30	294,399 47	1 6385	20,588 41

	Market Value	Adjusted Cost / * Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**1,359,942.33**	**1,065,135.30**	**294,399.47**	**20,588.41**

SUMMARY		
CASH	61,100.18	61,100.18
CORPORATE STOCK	1,298,434.59	1,004,035.12
TOTAL	1,359,534.77	1,065,135.30

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
INSTITUTIONAL CAPITAL LARGE CAP VALUE								
U S DOLLAR	(3,272 56)	1 0000	(3,272 56)		(3,272 56)			
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)[14]	66,438 18	1 0000	66,438 18	1 0000	66,438 18		0 1667	110 77
	Quantity	**Market Price**	**Market Value / Accrued Income**	**Unit Cost**	**Cost Basis**	**Unrealized Gain (Loss)**	**Dividend Yield**	**Estimated Annual Income**
AFLAC INCORPORATED CMN (AFL)	1,642 00	56 4300	92,658 06	54 7274	89,862 43	2,795 63	2 1265	1,970 40
AON CORPORATION CMN (AON)	1,644 00	46 0100	75,640 44	41 1222	67,604 94	8,035 50	1 3041	986 40
APACHE CORP CMN (APA)	478 00	119 2300	56,991 94	109 4626	52,323 10	4,668 84	0 5032	286 80
BB&T CORPORATION CMN (BBT)	2,864 00	26 2900	75,294 56	24 7792	70,967 63	4,326 93	2 2822	1,718 40
BLACKROCK, INC CMN (BLK)	371 00	190 5800	70,705 18	170 2081	63,147 20	7,557 98	2 0989	1,484 00
CHARLES SCHWAB CORPORATION CMN (SCHW)	2,682 00	17 1100	45,889 02	15 0152	40,270 85	5,618 17	1 4027	643 68
CHEVRON CORPORATION CMN (CVX)	1,317 00	91 2500	120,176 25	81 7644	107,683 74	12,492 51	3 1562	3,792 96
COCA-COLA COMPANY (THE) CMN (KO)	1,668 00	65 7700	109,704 36	62 8996	104,916 50	4,787 86	2 6760	2,935 68
CONOCOPHILLIPS CMN (COP)	2,212 00	68 1000	150,637 20	62 2111	137,611 03	13,026 17	3 2305	4,866 40
CVS CAREMARK CORPORATION CMN (CVS)	924 00	34 7700	32,127 48	33 2821	30,752 64	1,374 84	1 0066	323 40
HONEYWELL INTL INC CMN (HON)	2,118 00	53 1600	112,592 88	42 5983	90,223 12	22,369 76	2 2761	2,562 78
JOHNSON CONTROLS INC CMN (JCI)	2,331.00	38 2000	89,044 20 372 96	33 0131	76,953 61	12,090 59	1 6754	1,491 84
LOWES COMPANIES INC CMN (LOW)	4,389 00	25 0800	110,076 12	21 9054	96,143 01	13,933 11	1 7544	1,931 16
MARATHON OIL CORPORATION CMN (MRO)	3,102 00	37 0300	114,867 06	33 7616	104,728 48	10,138 58	2 7005	3,102 00
MERCK & CO , INC CMN (MRK)	4,017 00	36 0400	144,772 68 1,526 46	31 8887	128,097 05	16,675 63	4 2175	6,105 84
METLIFE, INC CMN (MET)	1,804 00	44 4400	80,169 76	40 6331	73,302 10	6,867 66	1 6652	1,334 96
MICROSOFT CORPORATION CMN (MSFT)	4,013 00	27 9100	112,002 83	26 3206	105,624 45	6,378 38	2 2931	2,568 32
MOLSON COORS BREWING CO CMN CLASS B (TAP)	865 00	50 1900	43,414 35	48 7465	42,165 70	1,248 65	2 2315	968 80

[14] This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit

ABRA PRENTICE FDN INST'L CAPITAL: LCV

Holdings (Continued)

Period Ended December 31, 2010

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
INSTITUTIONAL CAPITAL LARGE CAP VALUE								
MONSANTO COMPANY CMN (MON)	1,051 00	69 6400	73,191 64	61 4253	64,557 95	8,633 69	1 6083	1,177 12
NEWMONT MINING CORPORATION CMN (NEM)	1,385 00	61 4300	85,080 55	61 6679	85,410 09	(329 54)	0 9767	831 00
OCCIDENTAL PETROLEUM CORP CMN (OXY)	1,525 00	98 1000	149,602 50	87 2050	132,987 70	16,614 80	1 5494	2,318 00
			633 46					
OWENS-ILLINOIS INC CMN (OI)	1,672 00	30 7000	51,330 40	27 1668	45,422 97	5,907 43		
PEPSICO INC CMN (PEP)	2,685 00	65 3300	175,411 05	63 0905	169,397 92	6,013 13	2 9389	5,155 20
			1,288 80					
PFIZER INC CMN (PFE)	10,395 00	17 5100	182,016 45	16 5610	172,151 62	9,864 83	4 5688	8,316 00
QUALCOMM INC CMN (QCOM)	1,640 00	49 4900	81,163 60	47 3194	77,603 85	3,559 75	1 5357	1,246 40
TEXAS INSTRUMENTS INC CMN (TXN)	2,108 00	32 5000	68,510 00	30 9357	65,212 46	3,297 54	1 6000	1,096 16
TEXTRON INC DEL CMN (TXT)	0 00	23 6400	0 00				0 3384	
			6 12					
U S BANCORP CMN (USB)	3,692 00	26 9700	99,573 24	21 5850	79,691 81	19,881 43	0 7416	738 40
			184 60					
VIACOM INC CMN CLASS B (VIAB)	3,282 00	39 6100	130,000 02	38 1338	125,155 16	4,844 86	1 5148	1,969 20
WELLS FARGO & CO (NEW) CMN (WFC)	4,247 00	30 9900	131,614 53	26 3580	111,942 44	19,672 09	0 6454	849 40
ACCENTURE PLC CMN (ACN)	1,099 00	48 4900	53,290 51	43 2993	47,585 98	5,704 53	1 8561	989 10
BCE INC CMN (BCE)	2,713 00	35 4600	96,202 98	32 6563	88,596 65	7,606 33	5 5035	5,294 53
			936 48					
COVIDIEN PLC CMN (COV)	1,799 00	45 6600	82,142 34	39 4671	71,001 24	11,141 10	1 7521	1,439 20
SANOFI-AVENTIS SPONSORED ADR CMN (SNY)	3,732 00	32 2300	120,282 36	35 1132	131,042 58	(10,760 22)	3 4201	4,113 81
VODAFONE GROUP PLC SPONSORED ADR CMN (VOD)	4,729 00	26 4400	125,034 76	24 7394	116,992 80	8,041 96	4 9323	6,167 12
TOTAL INSTITUTIONAL CAPITAL LARGE CAP VALUE			3,404,376 92		3,130,296 42	274,080 50	2 4099	80,885 23
			4,948 88					

	Market Value	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**3,409,325.80**	**3,130,296.42**	**274,080.50**	**80,885.23**

SUMMARY		
CASH	63,165.62	63,165.62
CORPORATE STOCK	3,341,211.30	3,067,130.80
TOTAL	3,404,376.92	3,130,296.42

ABRA PRENTICE FOUNDATION GSAM:LCG (CONC)

Holdings

Period Ended December 31, 2010

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
GSAM LARGE CAP GROWTH (CONCENTRATED)								
U S DOLLAR	15,755 08	1 0000	15,755 08		15,755 08			
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)[14]	52,989 51	1 0000	52,989 51	1 0000	52,989 51		0 1666	88 30
	Quantity	**Market Price**	**Market Value / Accrued Income**	**Unit Cost**	**Cost Basis**	**Unrealized Gain (Loss)**	**Dividend Yield**	**Estimated Annual Income**
AMERICAN TOWER CORPORATION CMN CLASS A (AMT)	3,034 00	51 6400	156,675 76	35 7696	108,524 97	48,150 79		
APPLE, INC CMN (AAPL)	678 00	322 5600	218,695 68	177 4652	120,321 41	98,374 27		
AVON PRODUCTS INC CMN (AVP)	2,748 00	29 0600	79,856 88	28 9817	79,641 82	215 06	3 0282	2,418 24
BAXTER INTERNATIONAL INC CMN (BAX)	1,926 00	50 6200	97,494 12 597 06	56 0420	107,936 84	(10,442 72)	2 4496	2,388 24
BROADCOM CORP CL-A CMN CLASS A (BRCM)	1,439 00	43 5500	62,668 45	28 7518	41,373 86	21,294 59	0 7348	460 48
CB RICHARD ELLIS GROUP, INC CMN CLASS A (CBG)	4,458 00	20 4800	91,299 84	12 7648	56,905 53	34,394 31		
CHARLES SCHWAB CORPORATION CMN (SCHW)	3,136 00	17 1100	53,656 96	17 3727	54,480 81	(823 85)	1 4027	752 64
CISCO SYSTEMS, INC CMN (CSCO)	5,686 00	20 2300	115,027 78	19 2601	109,512 70	5,515 08		
CME GROUP INC CMN CLASS A (CME)	447 00	321 7500	143,822 25	246 5016	110,186 22	33,636 03	1 4297	2,056.20
COSTCO WHOLESALE CORPORATION CMN (COST)	1,749 00	72 2100	126,295 29	50 7576	88,775 08	37,520 21	1 1356	1,434 18
CROWN CASTLE INTL CORP COMMON STOCK (CCI)	1,920 00	43 8300	84,153 60	22 9700	44,102 40	40,051 20		
EQUINIX INC CMN (EQIX)	730 00	81 2600	59,319 80	99 9696	72,977 81	(13,658 01)		
GILEAD SCIENCES CMN (GILD)	1,119 00	36 2400	40,552 56	45 5665	50,988 95	(10,436 39)		
HALLIBURTON COMPANY CMN (HAL)	2,363 00	40 8300	96,481 29	26 0357	61,522 32	34,958 97	0 8817	850 68
JOHNSON & JOHNSON CMN (JNJ)	1,352 00	61 8500	83,621 20	57 8594	78,225 89	5,395.31	3 4923	2,920 32
LOWES COMPANIES INC CMN (LOW)	5,211 00	25 0800	130,691 88	20 7732	108,248 92	22,442 96	1 7544	2,292 84
MASTERCARD INCORPORATED CMN CLASS A (MA)	394 00	224.1100	88,299.34	220 6347	86,930 09	1,369.25	0 2677	236 40
MICROSOFT CORPORATION CMN (MSFT)	3,502 00	27 9100	97,740 82	21 4625	75,161 52	22,579.30	2 2931	2,241 28
NIKE CLASS-B CMN CLASS B (NKE)	1,019 00	85 4200	87,042 98	65 1118	66,348 95	20,694 03	1 4517	1,263 56

[14] This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit

Abra Prentice Foundation
Investment Holdings
Goldman Sachs - LCG (CONC)
As of December 31, 2010
FEIN 36-3092281

Statement Detail

ABRA PRENTICE FOUNDATION GSAM:LCG (CONC)
Holdings (Continued)

Period Ended December 31, 2010

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
GSAM LARGE CAP GROWTH (CONCENTRATED)								
NORTHERN TRUST CORP CMN (NTRS)	1,187 00	55 4100	65,771 67	52 0150	61,741 83	4,029 84	2 0213	1,329 44
			332 36					
OCCIDENTAL PETROLEUM CORP CMN (OXY)	553 00	98 1000	54,249 30	79 8543	44,159 42	10,089 88	1 5494	840 56
			286 90					
ORACLE CORPORATION CMN (ORCL)	3,865 00	31 3000	120,974 50	17 9318	69,306 31	51,668 19	0 6390	773 00
PEPSICO INC CMN (PEP)	1,877 00	65 3300	122,624 41	58 7373	110,249 85	12,374 56	2 9389	3,603 84
			900 96					
PRAXAIR, INC CMN SERIES (PX)	564 00	95 4700	53,845 08	84 9785	47,927 88	5,917 20	1 8854	1,015 20
PROCTER & GAMBLE COMPANY (THE) CMN (PG)	1,249 00	64 3300	80,348 17	51 7714	64,662 43	15,685 74	2 9958	2,407 07
QUALCOMM INC CMN (QCOM)	3,584 00	49 4900	177,372 16	44 0440	157,853 62	19,518 54	1 5357	2,723 84
SCHLUMBERGER LTD CMN (SLB)	2,361 00	83 5000	197,143 50	56 5933	133,616 71	63,526 79	1 0060	1,983 24
			517 44					
SOUTHWESTERN ENERGY CO CMN (SWN)	2,111 00	37 4300	79,014 73	37 9904	80,197 80	(1,183 07)		
ST JUDE MEDICAL INC CMN (STJ)	2,496 00	42 7500	106,704 00	37 6633	94,007 69	12,696 31		
STAPLES, INC CMN (SPLS)	5,251 00	22 7700	119,565 27	22 3094	117,146 72	2,418 55	1 5810	1,890 36
			472 59					
THERMO FISHER SCIENTIFIC INC CMN (TMO)	1,633 00	55 3600	90,402 88	44 2232	72,216 50	18,186 38		
XILINX INCORPORATED CMN (XLNX)	3,092 00	28 9800	89,606 16	26 6167	82,298 76	7,307 40	2 2084	1,978 88
TEVA PHARMACEUTICAL IND LTD ADS (TEVA)	1,276 00	52 1300	66,517 88	51 3001	65,458 89	1,058 99	1 2799	851 33
TOTAL GSAM LARGE CAP GROWTH (CONCENTRATED)			3,406,280 78		2,791,755 09	614,525 69	1 6520	38,800 12
			3,107 31					

	Market Value	Adjusted Cost / * Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**3,409,388.09**	**2,791,755.09**	**614,525.69**	**38,800.12**

SUMMARY:		
CASH	68,744.59	68,744.59
CORPORATE STOCK	3,337,536.19	2,674,092.31
BASIS ADJUSTMENTS		48,918.19
TOTAL	3,406,280 78	2,791,755.09

Statement Detail

ABRA PRENTICE FOUNDATION YACKTMAN:ALPHA+

Holdings

Period Ended December 31, 2010

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
YACKTMAN DYNAMIC EQUITY								
U S DOLLAR	105 35	1 0000	105 35		105 35			
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)[14]	39,206 22	1 0000	39,206 22	1 0000	39,206 22		0 1667	65 36
	Quantity	**Market Price**	**Market Value / Accrued Income**	**Unit Cost**	**Cost Basis**	**Unrealized Gain (Loss)**	**Dividend Yield**	**Estimated Annual Income**
APOLLO GROUP CLASS A COMMON STOCK (APOL)	190 00	39 4900	7,503 10	41 2157	7,830 98	(327 88)		
BARD C R INC N J CMN (BCR)	185 00	91 7700	16,977 45	81 3931	15,057 73	1,919 72	0 7846	133 20
BECTON DICKINSON & CO CMN (BDX)	100 00	84 5200	8,452 00	77 8051	7,780 51	671 49	1 9404	164 00
CISCO SYSTEMS, INC CMN (CSCO)	400 00	20 2300	8,092 00	22 5586	9,023 42	(931 42)		
CLOROX CO (THE) (DELAWARE) CMN (CLX)	360 00	63 2800	22,780 80	61 3976	22,103 13	677 67	3 4766	792 00
COCA-COLA COMPANY (THE) CMN (KO)	605 00	65 7700	39,790 85	54 0238	32,684 42	7,106 43	2 6760	1,064 80
COMCAST CORPORATION CMN CLASS A NON VOTING (CMCSK)	1,005 00	20 8100	20,914 05	15 1804	15,256 28	5,657 78	1 8164	379 89
CONOCOPHILLIPS CMN (COP)	515 00	68 1000	35,071 50	50 7581	26,140 42	8,931 08	3 2305	1,133 00
CORNING INCORPORATED CMN (GLW)	305 00	19 3200	5,892 60	17 0183	5,190 58	702 02	1 0352	61 00
EXXON MOBIL CORPORATION CMN (XOM)	90 00	73 1200	6,580 80	69 5418	6,258 76	322 04	2 4070	158 40
H & R BLOCK INC CMN (HRB)	945 00	11 9100	11,254 95 141 75	15 0717	14,242 74	(2,987 79)	5 0378	567 00
HEWLETT-PACKARD CO CMN (HPQ)	185 00	42 1000	7,788 50	40 1554	7,428 75	359 75	0 7601	59 20
JOHNSON & JOHNSON CMN (JNJ)	325 00	61 8500	20,101 25	63 6209	20,676 79	(575 54)	3 4923	702 00
LANCASTER COLONY CORP CMN (LANC)	100 00	57 2000	5,720 00	51 4207	5,142 07	577 93	2 3077	132 00
MICROSOFT CORPORATION CMN (MSFT)	1,200 00	27 9100	33,492 00	28 1575	33,788 95	(296 95)	2 2931	768 00
NEWS CORPORATION CMN CLASS A (NWSA)	3,530 00	14 5600	51,396 80	12 7198	44,901 00	6,495 80	1 0302	529 50
PEPSICO INC CMN (PEP)	745 00	65 3300	48,670 85 357 60	59 9961	44,697 09	3,973 76	2 9389	1,430 40
PFIZER INC CMN (PFE)	2,330 00	17 5100	40,798 30	17 5651	40,926 59	(128 29)	4 5688	1,864 00

[14] This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit

Not a Deposit Not FDIC Insured May Lose Value (Excluding Goldman Sachs Bank Deposit Account Term Deposits and Certificates of Deposit)

Brokerage and securities services provided by Goldman, Sachs & Co Bank Deposit Account, Certificate of Deposit Account and Term Deposit Account offered by Goldman Sachs Bank USA, Member FDIC

ABRA PRENTICE FOUNDATION YACKTMAN:ALPHA+

Holdings (Continued)

Period Ended December 31, 2010

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
YACKTMAN DYNAMIC EQUITY								
PROCTER & GAMBLE COMPANY (THE) CMN (PG)	430 00	64 3300	27,661 90	63 1632	27,160 18	501 72	2 9958	828 70
STRYKER CORP CMN (SYK)	225 00	53 7000	12,082 50	43 2030	9,720 68	2,361 82	1 3408	162 00
			40 50					
SYSCO CORPORATION CMN (SYY)	360 00	29 4000	10,584 00	28 7463	10,348 65	235 35	3 5374	374 40
TOTAL SYS SVC INC CMN (TSS)	705 00	15 3800	10,842 90	14 4960	10,219 67	623 23	1 8205	197 40
			49 35					
U S BANCORP CMN (USB)	525 00	26 9700	14,159 25	24 3512	12,784 40	1,374 85	0 7416	105 00
			26 25					
UNITEDHEALTH GROUP INCORPORATE CMN (UNH)	405 00	36 1100	14,624 55	32 9406	13,340 94	1,283 61	1 3847	202 50
VIACOM INC CMN CLASS B (VIAB)	695 00	39 6100	27,528 95	29 4551	20,471 27	7,057 68	1 5148	417 00
WAL MART STORES INC CMN (WMT)	190 00	53 9300	10,246 70	53 8644	10,234 23	12 47	2 2436	229 90
			57 48					
COVIDIEN PLC CMN (COV)	120 00	45 6600	5,479 20	39 3710	4,724 52	754 68	1 7521	96 00
TOTAL YACKTMAN DYNAMIC EQUITY			563,799 32		517,446 32	46,353 01	2 3019	12,616 64
			672 93					

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**564,472.25**	**517,446.32**	**46,353.01**	**12,616.64**

SUMMARY·		
CASH	39,311.57	39,311.57
CORPORATE STOCK	524,487.75	478,134.75
TOTAL	563,799 32	517,446.32

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 14

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
DANIEL MURPHY SCHOLARSHIP FUND 228 S WABASH, SUITE 600 CHICAGO, IL 60604	NONE SCHOLARSHIP FUND	PUBLIC	60,000.
HARVARD MEDICAL SCHOOL DEPARTMENT OF PSYCHIATRY MASSACHUSETTS GEN. HOSPITAL - 55 FRUIT STREET, BULFINCH, 351 BOSTON, MA 02114	NONE ENDOWMENT	PUBLIC	62,500.
NATURAL RESOURCES DEFENSE COUNCIL 2 N. RIVERSIDE PLAZA, SUITE 2250 CHICAGO, IL 60606	NONE EARTH CAMPAIGN	PUBLIC	12,500.
ST. CHRYSOSTORM'S CHURCH 1424 NORTH DEARBORN PARKWAY CHICAGO, IL 60610	NONE CHURCH COURTYARD REMODELING	RELIGIOUS	100,000.
THE TAFT SCHOOL 110 WOODBURY ROAD WATERTOWN, CT 06795	NONE PLANT RENOVATIONS	PUBLIC	1,000,000.
THE CENTER OF CONCERN 1580 N. NORTHWEST HIGHWAY, SUITE 310 PARK RIDGE, IL 60068	NONE GENERAL	RELIGIOUS	15,000.
THE ETHEL WALKER SCHOOL 230 BUSHY HILL ROAD SIMSBURY, CT 06070	NONE GENERAL	PUBLIC	20,000.
THE EVERGLADES FOUNDATION 18001 OLD CUTLER ROAD, SUITE 625 PALMETTO BAY, FL 33157	NONE GENERAL	PUBLIC	10,000.

PACIFIC GARDEN MISSION P.O. BOX 317 WHEATON, IL 60189	NONE GENERAL	PUBLIC	10,000.
TEACH FOR AMERICA 300 W. ADAMS STREET, SUITE 1000 CHICAGO, IL 60606	NONE GENERAL	PUBLIC	10,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			1,300,000.

ABRA PRENTICE FOUNDATION, INC.

Funding Guidelines

MISSION

The Abra Prentice Foundation, Inc., a 501(c) 3 private foundation, is committed through charitable activities to:

- Maintain and improve the quality and availability of health care
- Increase and promote knowledge through educational, scientific or literary endeavors in secondary, college, professional schools, etc.
- Provide for the special needs of children, the elderly, the disabled and the impoverished
- Improve social conditions and cultural development in the United States and elsewhere
- Promote international peace and understanding and achieve other charitable purposes which the foundation recognizes as especially worthy of its support

CRITERIA FOR APPLICATION REVIEW

An organization must be considered tax-exempt under Section 501(c)3 of the Internal Revenue Code and classified as a public charity under sections 509(a) 1, 2 or 3 of the Code.

Should you wish to submit a grant request consistent with the Foundation's guidelines, please provide us with the following items by **September 1**.

- A brief statement of your organization's background and objectives
- Information indicating whether your organization is tax-exempt and whether it is Type 1, 2 or 3.
- Specific details of what this grant request will fund
- A list of your Board of Directors and their affiliations
- Sources of other anticipated grants
- A list of past foundation and corporate support with dollar amounts
- The most recent audited financial statement and the IRS determining letter establishing tax-exempt status

Grant requests are reviewed by the Directors of the Foundation. Following an initial screening, certain applicants may be invited to submit their proposals in person. Notification of decisions on grant requests can generally be expected by November 30.

For further information, please contact:

Kim Piotrowski
Administrator
Abra Prentice Foundation, Inc.
980 N. Michigan Avenue
Suite 1360
Chicago, IL 60611-4501
Phone: 312-640-1360
Fax: 312-649-1362