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Return of Private Foundation

OMB No 1545-0052

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

2010

Department of the Treasury
Internal Revenue Service

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

For calendar year 2010, or tax year beginning

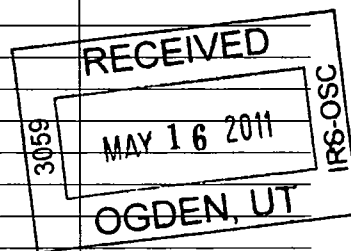
, and ending

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 STONE BARRETT FOUNDATION C/O PETER BARRETT		A Employer identification number 36-3461484
Number and street (or P.O. box number if mail is not delivered to street address) 1 S. WACKER DRIVE	Room/suite 3500	B Telephone number (312) 368-7680
City or town, state, and ZIP code CHICAGO, IL 60606		C If exemption application is pending, check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 615,717.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
(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)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		33,048.	33,048.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		48,761.			
b Gross sales price for all assets on line 6a		161,715.			
7 Capital gain net income (from Part IV, line 2)			48,761.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11		81,809.	81,809.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		1,050.	0.		0.
c Other professional fees					
17 Interest					
18 Taxes STMT 3		626.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 4		231.	150.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		1,907.	150.		0.
25 Contributions, gifts, grants paid		24,775.			24,775.
26 Total expenses and disbursements Add lines 24 and 25		26,682.	150.		24,775.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		55,127.			
b Net investment income (if negative, enter -0-)			81,659.		
c Adjusted net income (if negative, enter -0-)				N/A	



STONE BARRETT FOUNDATION
C/O PETER BARRETT

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	10,795.	19,974.	19,974.
	2 Savings and temporary cash investments	-32,559.	34,547.	34,547.
	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	861.		
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 5	590,093.	569,796.	561,196.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
Net Assets or Fund Balances	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	569,190.	624,317.	615,717.
	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.	
	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	569,190.	624,317.	
	30 Total net assets or fund balances	569,190.	624,317.	
	31 Total liabilities and net assets/fund balances	569,190.	624,317.	

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	569,190.
2 Enter amount from Part I, line 27a	2	55,127.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	624,317.
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	624,317.

STONE BARRETT FOUNDATION

Form 990-PF (2010)

C/O PETER BARRETT

36-3461484

Page **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 1000 SH VALE CAP LTD NT RIO	P	07/24/07	04/09/10
b 1500 SH VENTAS INC COM	P	06/10/05	05/06/10
c 500 SH KINDER MORGAN	P	VARIOUS	01/04/10
d 100 SH KINDER MORGAN	P	VARIOUS	01/05/10
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 59,456.		55,385.	4,071.
b 68,996.		42,268.	26,728.
c 27,691.		12,751.	14,940.
d 5,572.		2,550.	3,022.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			4,071.
b			26,728.
c			14,940.
d			3,022.
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	48,761.
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	15,160.	476,066.	.031844
2008	34,475.	533,213.	.064655
2007	18,650.	626,384.	.029774
2006	47,955.	615,434.	.077921
2005	53,998.	602,582.	.089611

2 Total of line 1, column (d)	2	.293805
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	.058761
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	568,974.
5 Multiply line 4 by line 3	5	33,433.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	817.
7 Add lines 5 and 6	7	34,250.
8 Enter qualifying distributions from Part XII, line 4	8	24,775.

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.

STONE BARRETT FOUNDATION

Form 990-PF (2010)

C/O PETER BARRETT

36-3461484

Page 4

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	1,633.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ 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	1,633.
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	1,633.
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	611.	
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	611.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,022.	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c 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	2	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	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?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	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?	6	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	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ IL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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

N/A

Form 990-PF (2010)

STONE BARRETT FOUNDATION
C/O PETER BARRETT

36-3461484

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?	13	X	

Website address ► **NONE**

14 The books are in care of ► **PETER BARRETT** Telephone no. ► **(312) 368-7680**
 Located at ► **1 S. WACKER, CHICAGO, IL** ZIP+4 ► **60606**

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?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 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** ☒

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
PETER BARRETT	PRES/DIR			
1 S. WACKER DR.				
CHICAGO, IL 60606	0.00	0.	0.	0.
CAROLYN BARRETT				
	0.00	0.	0.	0.
MARY BARRETT				
	0.00	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	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.

STONE BARRETT FOUNDATION
C/O PETER BARRETT
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	560,830.
b	Average of monthly cash balances	1b	16,378.
c	Fair market value of all other assets	1c	431.
d	Total (add lines 1a, b, and c)	1d	577,639.
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	577,639.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	8,665.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	568,974.
6	Minimum investment return. Enter 5% of line 5	6	28,449.

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	28,449.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,633.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,633.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	26,816.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	26,816.
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	26,816.

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	24,775.
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	24,775.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	24,775.

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				26,816.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	24,613.			
b From 2006	17,856.			
c From 2007				
d From 2008	9,207.			
e From 2009				
f Total of lines 3a through e	51,676.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$	24,775.			
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				24,775.
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).)	2,041.			2,041.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	49,635.			
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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	22,572.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	27,063.			
10 Analysis of line 9:				
a Excess from 2006	17,856.			
b Excess from 2007				
c Excess from 2008	9,207.			
d Excess from 2009				
e Excess from 2010				

Page 10

N/A

- ▶

☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

Form **990-PF** (2010)

STONE BARRETT FOUNDATION
C/O PETER BARRETT

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 PER ATTACHED			UNRESTRICTED	24,775.
b Approved for future payment NONE				
Total			▶ 3a	24,775.
			▶ 3b	0.

Enter gross amounts unless otherwise indicated.

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

Part XVII

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | |
|--|---------------------|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | <p>Yes</p> |
| | <p>1a(1)</p> |
| | <p>1a(2)</p> |
| | <p>1b(1)</p> |
| | <p>1b(2)</p> |
| | <p>1b(3)</p> |
| | <p>1b(4)</p> |
| | <p>1b(5)</p> |
| | <p>1b(6)</p> |
| | <p>1c</p> |

[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

Date _____

Title

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ self-employed

PTIN

SHELDON L.
SILVERMAN, CPA

Sheldon L Silberman

3/5/11

Firm's name ▶ STEINBERG ADVISORS, LTD.
5 REVERE DRIVE

Firm's EIN ▶

Firm's address ► **NORTHBROOK, IL 60062**

Phone no.	(847) 205-4700
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1/13/2010	Check	TAX FOUNDATION Contributions (Code C) Check # 2537	-300.00	View Check
1/11/2010	Check	CHGO MARITIME SOCIETY Check # 2559	-1,000.00	View Check
1/11/2010	Check	CHGO CENTER FAMILY HEALTH Contributions (Code C) Check # 2554	-100.00	View Check
1/8/2010	Check	OPENLANDS Contributions (Code C) Check # 2558	-100.00	View Check
1/8/2010	Check	STATE POLICY NETWORK Contributions (Code C) Check # 2553	-100.00	View Check
1/8/2010	Check	CHICAGO TRIBUNE HOLIDAY GIVING Contributions (Code C) Check # 2542	-1,000.00	View Check
1/7/2010	Check	RAMPANT LION Contributions (Code C) Check # 2555	-250.00	View Check
1/7/2010	Check	HEARTLAND INST Contributions (Code C) Check # 2552	-100.00	View Check
1/7/2010	Check	METROPOLITAN MUSEUM OF ART Contributions (Code C) Check # 2549	-100.00	View Check
1/7/2010	Check	EMERGENCY FUND Contributions (Code C) Check # 2547	-100.00	View Check
1/6/2010	Check	FUND FOR AMERICAN STUDIES Contributions (Code C) Check # 2551	-100.00	View Check
1/6/2010	Check	INSTITUTE FOR JUSTICE Contributions (Code C) Check # 2548	-500.00	View Check
1/6/2010	Check	CHICAGO HISTORY MUSEUM Contributions (Code C) Check # 2546	-100.00	View Check
1/5/2010	Check	IL POLICY Contributions (Code C) Check # 2550	-100.00	View Check
1/5/2010	Check	PHEASANTS FOREVER Contributions (Code C) Check # 2540	-250.00	View Check
1/4/2010	Dividend	MS ACTIVE ASSETS MONEY AAMT TRUST	0.04	
1/4/2010	Check	FDN INDIVIDUAL RIGHT	-300.00	View

		Entered on 4/30/2010	
3/31/2010	Charge	AAA CHECKING FEE	-2.00
		CHECKS EXCEED 1/MONTH	
		BY 2	
		FOR MONTH OF MARCH	
		2010	
3/30/2010	Dividend	MS ACTIVE ASSETS MONEY AAMT	0.01
		TRUST	
		DIV PAYMENT	
		Entered on 3/31/2010	
3/22/2010	Branch Deposit	FUNDS RECEIVED	5,000.00
3/8/2010	Check	CHICAGO SYMPHONY	-3,000.00
		ORCHESTRA	View
		Contributions (Code C)	Check
		Check # 2567	
3/8/2010	Check	MACKINAC ISLAND	-100.00
		MEDICAL CENTER	View
		Contributions (Code C)	Check
		Check # 2564	
3/1/2010	Check	ART INSTITUTE OF	-100.00
		CHICAGO	View
		Check # 2566	Check
2/26/2010	Check	CHGO MARITIME SOCIETY	-100.00
		Contributions (Code C)	View
		Check # 2565	Check
2/26/2010	Charge	AAA CHECKING FEE	-4.00
		CHECKS EXCEED 1/MONTH	
		BY 4	
		FOR MONTH OF FEBRUARY	
		2010	
2/25/2010	Dividend	MS ACTIVE ASSETS MONEY AAMT	0.01
		TRUST	
		DIV PAYMENT	
		Entered on 2/26/2010	
2/22/2010	Check	WETLANDS INITIATIVE	-100.00
		Contributions (Code C)	View
		Check # 2561	Check
2/17/2010	Check	GOLDMAN ADAPIVEC	-100.00
		SAILING	View
		Contributions (Code C)	Check
		Check # 2560	
2/5/2010	Check	CHILDCARE CTR	-100.00
		EVANSTON	View
		Contributions (Code C)	Check

7/1/2010	Check	SECY OF STATE Taxes (Code S) Check # 2584	-10.00	View Check
6/30/2010	Check	COMPETIVE ENTERPRISE ASSN Contributions (Code C) Check # 2582	-100.00	View Check
6/30/2010	Check	NORTHWESTERN MEM FDN Contributions (Code C) Check # 2580	-1,000.00	View Check
6/30/2010	Check	UNIV OF PA Contributions (Code C) Check # 2577	-1,000.00	View Check
6/30/2010	Charge	AAA CHECKING FEE CHECKS EXCEED 3/MONTH BY 7 FOR MONTH OF JUNE 2010	-7.00	
1/13/2010	Check	FRIEDMAN FDN EDUCATIONAL CHOIC Contributions (Code C) Check # 2556	-250.00	View Check
		Check # 2557		
2/1/2010	Check	WTTW CHANNEL 11 Contributions (Code C) Check # 2563	-100.00	View Check
1/29/2010	Dividend	MS ACTIVE ASSETS MONEY AAMT TRUST DIV PAYMENT	0.01	
1/29/2010	Check	WFMT Contributions (Code C) Check # 2562	-100.00	View Check
1/29/2010	Check	METROPOLITAN MUSEUM OF ART Contributions (Code C) Check # 2538	-100.00	View Check
1/29/2010	Charge	AAA CHECKING FEE CHECKS EXCEED 1/MONTH BY 20 FOR MONTH OF JANUARY 2010	-20.00	
1/26/2010	Check	WOMENS WESTERN GOLF FDN Check # 2539	-150.00	View Check
1/19/2010	Check	MTL CRANE FDN Contributions (Code C) Check # 2544	-150.00	View Check
1/15/2010	Account Fee	AAA ANNUAL SERVICE CHG	-150.00	
1/14/2010	Interest	MORGAN STANLEY BANK MSBNK N.A.	0.10	

	Entered on 6/30/2010		
6/29/2010 Check	INTL CRANE FDN Contributions (Code C) Check # 2581	-100.00	View Check
6/29/2010 Check	FRIENDS OF THE CHICAGO RIVER Contributions (Code C) Check # 2579	-100.00	View Check
6/28/2010 Check	LATIN SCHOOL Contributions (Code C) Check # 2576	-1,000.00	View Check
6/28/2010 Check	ILLINOIS BUREAU FUND Taxes (Code S) Check # 2573	-15.00	View Check
6/25/2010 Check	WTTW - CH11 Contributions (Code C) Check # 2578	-100.00	View Check
6/25/2010 Branch Deposit	FUNDS RECEIVED	10,000.00	
6/7/2010 Check	STEINBERG ADVISORS LTD Accounting/Legal fees (Code A) Check # 2574	-1,050.00	View Check
6/1/2010 Check	AUTISM SPEAKS Contributions (Code C) Check # 2571	-25.00	View Check
5/27/2010 Dividend	MS ACTIVE ASSETS MONEY AAMT TRUST DIV PAYMENT Entered on 5/28/2010	0.02	
5/20/2010 Check	MEDIA RESEARCH CENTER Contributions (Code C) Check # 2569	-500.00	View Check
5/17/2010 Check	AMER COUNCIL SCIENCE & HEALTH Contributions (Code C) Check # 2572	-250.00	View Check
6/7/2010 Check	PARTNERS IN HEALTH HAITI Contributions (Code C) Check # 2568	-1,000.00	View Check
4/29/2010 Dividend	MS ACTIVE ASSETS MONEY AAMT TRUST DIV PAYMENT	0.04	

		Check # 2595		
11/17/2010	Check	PRINCETON ALUMNI CORPS Contributions (Code C) Check # 2593	-100.00	View Check
9/30/2010	Charge	AAA CHECKING FEE CHECKS EXCEED 3/MONTH BY 1 FOR MONTH OF SEPTEMBER 2010	-1.00	
9/29/2010	Dividend	MS ACTIVE ASSETS MONEY TRUST DIV PAYMENT Entered on 9/30/2010	AAMT 0.04	
9/27/2010	Check	LINCOLN PARK CONSERVANCY Contributions (Code C) Check # 2592	-100.00	View Check
9/22/2010	Check	THE WETLANDS INITIATIVE Contributions (Code C) Check # 2591	-1,000.00	View Check
9/10/2010	Check	CHESSMAN CLUB OF NORTHSORE Contributions (Code C) Check # 2590	-500.00	View Check
9/8/2010	Check	FAITH IN PRACTICE Contributions (Code C) Check # 2589	-100.00	View Check
8/31/2010	Charge	AAA CHECKING FEE CHECKS EXCEED 3/MONTH BY 1 FOR MONTH OF AUGUST 2010	-1.00	
8/30/2010	Dividend	MS ACTIVE ASSETS MONEY TRUST DIV PAYMENT Entered on 8/31/2010	AAMT 0.05	
8/20/2010	Check	UNIV OF PA Contributions (Code C) Check # 2570	-250.00	View Check
8/17/2010	Check	GIRLS INC Contributions (Code C) Check # 2588	-100.00	View Check
8/12/2010	Check	LINCOLN PK CONSERVANCY	-1,000.00	View Check

12/21/2010 Check	ACTIVE ASSET ACCOUNT Check # 2606	-250.00	View Check
12/21/2010 Check	INSTITUTE FOR JUSTICE Contributions (Code C) Check # 2605	-500.00	View Check
12/21/2010 Check	ACTIVE ASSET ACCOUNT Check # 2604	-100.00	View Check
12/20/2010 Check	SARCOIDOSIS RESEARCH Contributions (Code C) Check # 2603	-100.00	View Check
12/17/2010 Check	UNIVERSITY CLUB FDN Contributions (Code C) Check # 2602	-250.00	View Check
12/10/2010 Check	RUFFED GROUSE SOCIETY Contributions (Code C) Check # 2601	-250.00	View Check
11/30/2010 Check	NATL LEGAL + POLICY CTR Contributions (Code C) Check # 2597	-500.00	View Check
11/30/2010 Charge	AAA CHECKING FEE CHECKS EXCEED 3/MONTH BY 5 FOR MONTH OF NOVEMBER 2010	-5.00	
11/23/2010 Check	WOMENS WESTERN GOLF FDN Contributions (Code C) Check # 2594	-100.00	View Check
11/19/2010 Check	SHEDD AQUARIUM Contributions (Code C) Check # 2600	-1,500.00	View Check
11/19/2010 Check	CHICAGO TRIBUNE CHARITIES Contributions (Code C) Check # 2599	-1,000.00	View Check
11/19/2010 Check	FUND FOR AMERICAN STUDIES Contributions (Code C) Check # 2598	-500.00	View Check
11/18/2010 Check	CHICAGO HISTORICAL SOC Contributions (Code C) Check # 2596	-150.00	View Check
11/18/2010 Check	MUSEUM MODERN ART Contributions (Code C)	-100.00	View Check

		Tax Foundation	250.00	
12/31/2010	Charge	AAA CHECKING FEE CHECKS EXCEED 3/MONTH BY 5 FOR MONTH OF DECEMBER 2010	-5.00	
12/28/2010	Branch Deposit	FUNDS RECEIVED	10,000.00	
12/22/2010	Check	CK# 002607 RETURNED Check # 2607	250.00	
12/22/2010	Check	ACTIVE ASSET ACCOUNT Check # 2607	-250.00	View Check
12/22/2010	Charge	CHK 002607 RETURN FEE	-25.00	
12/21/2010	Check	CK# 002606 RETURNED Check # 2606	250.00	
12/21/2010	Check	CK# 002604 RETURNED Check # 2604	100.00	
12/21/2010	Check	CHGO MARITIME SOCIETY Contributions (Code C) Check # 2608	-1,000.00	View Check
		Contributions (Code C) Check # 2587		
8/6/2010	Check	KELLOGG CANCER CTR Contributions (Code C) Check # 2585	-100.00	View Check
7/30/2010	Check	STATE POLICY NETWORK Contributions (Code C) Check # 2586	-100.00	View Check
7/30/2010	Charge	AAA CHECKING FEE CHECKS EXCEED 3/MONTH BY 1 FOR MONTH OF JULY 2010	-1.00	
7/29/2010	Dividend	MS ACTIVE ASSETS MONEY TRUST DIV PAYMENT Entered on 7/30/2010	0.04	
7/7/2010	Check	FRIENDS OF THE FOREST PRESERVE Contributions (Code C) Check # 2576	-100.00	View Check
7/6/2010	Check	NORTHWESTERN UNIV SCH OF LAW Contributions (Code C) Check # 2583	-1,000.00	View Check

TOTAL

24,975.00

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB & CO.	33,048.	0.	33,048.
TOTAL TO FM 990-PF, PART I, LN 4	33,048.	0.	33,048.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STEINBERG ADVISORS	1,050.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	1,050.	0.		0.

FORM 990-PF	TAXES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE OF ILLINOIS	15.	0.		0.
FEDERAL EXCISE TAX	611.	0.		0.
TO FORM 990-PF, PG 1, LN 18	626.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MORGAN STANLEY INVESTMENT FEES	150.	150.		0.
FILING FEE	10.	0.		0.
BANK CHARGES	71.	0.		0.
TO FORM 990-PF, PG 1, LN 23	231.	150.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	5
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS	569,796.	561,196.
TOTAL TO FORM 990-PF, PART II, LINE 10B	569,796.	561,196.