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

2010

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

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

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

Name of foundation

LEESTMA FAMILY FOUNDATION
C/O US TRUST, BANK OF AMERICA

A Employer identification number

36-3701346

Number and street (or P O box number if mail is not delivered to street address) Room/suite

231 S LASALLE ST IL1-231-10-13

B Telephone number

312-537-6708

City or town, state, and ZIP code

CHICAGO, IL 60604

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 Section 501(c)(3) exempt private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ► Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationF If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► I Fair market value of all assets at end of year J Accounting method. Cash Accrual
(from Part II, col. (c), line 16) Other (specify) _____G If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

► \$ 6,576,846. (Part I, column (d) must be on cash basis.)

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 ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	42.	42.		STATEMENT 1
4	Dividends and interest from securities	307,304.	307,304.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,088,936.			
b	Gross sales price for all assets on line 6a	1,775,903.			
7	Capital gain net income (from Part IV, line 2)		1,088,936.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold	4,535.	0.		STATEMENT 3
c	Gross profit or (loss)	1,400,817.	1,396,282.		
11	Other income				
12	Total. Add lines 1 through 11				
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	22,875.	4,800.		18,075.
c	Other professional fees	8,644.	8,644.		0.
17	Interest				
18	Taxes	3,722.	553.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses				
24	Total operating and administrative expenses. Add lines 13 through 23	35,241.	13,997.		18,075.
25	Contributions, gifts, grants paid	268,000.			268,000.
26	Total expenses and disbursements. Add lines 24 and 25	303,241.	13,997.		286,075.
27	Subtract line 26 from line 12	1,097,576.			
a	Excess of revenue over expenses and disbursements		1,382,285.		
b	Net investment income (if negative, enter -0-)			N/A	
c	Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing		459,453.	478,142.	478,142.
	2 Savings and temporary cash investments				
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less allowance for doubtful accounts ►				
Assets	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U S and state government obligations	STMT 8	0.	560,580.	518,822.
	b Investments - corporate stock	STMT 9	1,912,254.	2,297,173.	3,057,285.
	c Investments - corporate bonds	STMT 10	1,830,013.	1,979,151.	2,513,177.
	11 Investments - land, buildings, and equipment basis ►				
	Less: accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 11	100,000.	100,000.	9,420.
	14 Land, buildings, and equipment. basis ►				
	Less: accumulated depreciation ►				
	15 Other assets (describe ► _____)				
	16 Total assets (to be completed by all filers)		4,301,720.	5,415,046.	6,576,846.
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ► _____)				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		4,301,720.	5,415,046.	
	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		4,301,720.	5,415,046.	
	31 Total liabilities and net assets/fund balances		4,301,720.	5,415,046.	

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	4,301,720.
2 Enter amount from Part I, line 27a	2	1,097,576.
3 Other increases not included in line 2 (itemize) ►	3	68,750.
4 Add lines 1, 2, and 3	4	5,468,046.
5 Decreases not included in line 2 (itemize) ► GRANTS POSTED IN 10 TAXED IN 09	5	53,000.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,415,046.

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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 STATEMENTS				
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	1,775,903.		686,967.	1,088,936.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a					
b					
c					
d					
e				1,088,936.	
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	1,088,936.
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	222,738.	4,829,909.	.046116
2008	255,000.	4,253,631.	.059949
2007	265,807.	5,690,817.	.046708
2006	215,476.	5,038,358.	.042767
2005	138,469.	3,940,644.	.035139
2 Total of line 1, column (d)			2 .230679
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 .046136
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 5,839,299.
5 Multiply line 4 by line 3			5 269,402.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 13,823.
7 Add lines 5 and 6			7 283,225.
8 Enter qualifying distributions from Part XII, line 4			8 286,075.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1.	13,823.
b	Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	
c	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	
d	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	0.
3	Add lines 1 and 2	13,823.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	13,823.
6	Credits/Payments	
a	2010 estimated tax payments and 2009 overpayment credited to 2010	2,480.
b	Exempt foreign organizations - tax withheld at source	
c	Tax paid with application for extension of time to file (Form 8868)	35,000.
d	Backup withholding erroneously withheld	
7	Total credits and payments Add lines 6a through 6d	37,480.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	23,657.
11	Enter the amount of line 10 to be Credited to 2011 estimated tax ►	10,340. Refunded ► 13,317.

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)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		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? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		
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?		
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV.</i>		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► II.		
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		
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		
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		

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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)

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A

11		X
12		X
13		X

14 The books are in care of ► JAN E. LEESTMA Telephone no ► 312-988-2500
Located at ► 447 BELDEN AVE., CHIVAGO, IL ZIP+4 ► 60614

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
----	-----	----

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.

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

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? Yes No

1b Yes No

1c Yes No

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 ► 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) Yes No

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► Yes No

2b Yes No

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) Yes No

3b Yes No

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? Yes No

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? Yes No

4b Yes No

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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?

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

Yes No

6b

X

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

Yes No

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
JAN E. LEESTMA 447 BELDEN AVENUE CHICAGO, IL 60614	SECRETARY/TREASURER 4.00	0.	0.	0.
LOUISE LEESTMA 447 BELDEN AVENUE CHICAGO, IL 60614	PRESIDENT 4.00	0.	0.	0.
JOHANNA LEESTMA LAFLEUR 38 LOCHINVAR RD SAN RAFAEL, CA 94901	BOARD MEMBER 1.00	0.	0.	0.
JAMES LAFLEUR 38 LOCHINVAR RD SAN RAFAEL, CA 94901	BOARD MEMBER 1.00	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

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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		
		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 NONE		
		0.
2		

All other program-related investments. See instructions

3		

Total. Add lines 1 through 3**0.**

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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	5,363,264.	
b Average of monthly cash balances	1b	564,958.	
c Fair market value of all other assets	1c		
d Total (add lines 1a, b, and c)	1d	5,928,222.	
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	5,928,222.	
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	88,923.	
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,839,299.	
6 Minimum investment return. Enter 5% of line 5	6	291,965.	

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	291,965.	
2a Tax on investment income for 2010 from Part VI, line 5	2a	13,823.	
b Income tax for 2010 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b	2c	13,823.	
3 Distributable amount before adjustments Subtract line 2c from line 1	3	278,142.	
4 Recoveries of amounts treated as qualifying distributions	4	0.	
5 Add lines 3 and 4	5	278,142.	
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	278,142.	

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	286,075.	
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	286,075.	
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	13,823.	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	272,252.	

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

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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				278,142.
2 Undistributed income, if any, as of the end of 2010			185,185.	
a Enter amount for 2009 only				
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 ► \$ 286,075.			185,185.	
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.		
d Applied to 2010 distributable amount		0.		100,890.
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))				
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				177,252.
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				

LEESTMA FAMILY FOUNDATION
C/O US TRUST, BANK OF AMERICA

Form 990-PF (2010)

36-3701346

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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 ►

4942(j)(3) or 4942(j)(5)

Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	
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))

NONE

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

NONE

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

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

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

JAN OR LOUISE LEESTMA, 312-988-2500
447 BELDEN AVE., CHICAGO, IL 60614

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

LETTER

c Any submission deadlines.

NONE

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

NONE

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE STATEMENT 12				
Total			► 3a	268,000.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities				14	42.	
5 Net rental income or (loss) from real estate				14	307,304.	
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						4,535.
8 Gain or (loss) from sales of assets other than inventory						1,088,936.
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue						
a						
b						
c						
d						
e						
12 Subtotal Add columns (b), (d), and (e)			0.		307,346.	1,093,471.
13 Total Add line 12, columns (b), (d), and (e)						13 1,400,817.

(See worksheet in line 13 instructions to verify calculations)

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)
10	PREVIOUS YEAR FEDERAL REFUND

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	112 CHARTER COMMUNICATIONS INC	P	12/01/09	09/13/10
b	2000 ARENA RES INC	P	10/29/07	07/16/10
c	8000 AMERICAN ITALIAN PASTA CO CL A	P	02/14/06	07/27/10
d	0.2 SANDRIDGE ENERGY INC	P	10/29/07	08/09/10
e	9542 SANDRIDGE ENERGY INC	P	10/29/07	09/09/10
f	3000 EDAP TMS D A SPONSORED ADR	P	10/01/08	11/17/10
g	1000000 ANTIGENICS INC	P	05/26/06	11/18/10
h	5000 OSCIENT PHARMACEUTICALS	P	VARIOUS	12/24/10
i	2600 ARENA RES INC	P	08/12/04	07/16/10
j	1400 ARENA RES INC NEW	P	08/12/04	07/16/10
k	224 CHARTER COMMUNICATION INC	P	08/26/04	09/13/10
l	0.400 SANDRIDGE ENERGE INC	P	08/12/04	07/28/10
m	6687.54 SANDRIDGE ENERGY INC	P	08/12/04	09/09/10
n	12420.46 SANDRIDGE ENERGY INC	P	08/12/04	09/09/10
o	6000 AMERICAN ITALIAN PASTA CO	P	01/24/06	07/28/10

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 541.			541.
b 72,392.		63,392.	9,000.
c 424,000.		34,149.	389,851.
d 1.			1.
e 42,175.		7,836.	34,339.
f 13,049.		12,573.	476.
g 77,000.		62,530.	14,470.
h		2,301.	-2,301.
i 20,345.		8,645.	11,700.
j 10,990.		4,690.	6,300.
k 1,157.		79,608.	-78,451.
l 2.			2.
m 29,558.		4,690.	24,868.
n 54,898.		8,645.	46,253.
o 318,000.		23,267.	294,733.

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			541.
b			9,000.
c			389,851.
d			1.
e			34,339.
f			476.
g			14,470.
h			-2,301.
i			11,700.
j			6,300.
k			-78,451.
l			2.
m			24,868.
n			46,253.
o			294,733.

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 }

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

2	
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.)
a	10000 AMERICAN ITALIAN PAST CO	P	01/30/06	07/28/10
b	100000 ANTIGENICS INC DEL SR NT	P	03/16/06	11/18/10
c	100000 ANTIGENICS INC	P	05/26/06	11/18/10
d	6000 EDAP TMS SPONSORED ADR	P	10/19/06	11/17/10
e	85.3 ATHEROGENICS INC CONV SR NT	P	10/24/06	11/30/10
f	1603.01 ATHEROGENICS INC CONV SR NT	P	10/24/06	01/13/10
g	170853 ATHEROGENICS INC CONV SR NT	P	VARIOUS	12/07/10
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 530,000.		35,073.	494,927.
b 77,000.		82,696.	-5,696.
c 77,000.		68,262.	8,738.
d 26,107.		48,921.	-22,814.
e 85.		69.	16.
f 1,603.		1,298.	305.
g		138,322.	-138,322.
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(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			494,927.
b			-5,696.
c			8,738.
d			-22,814.
e			16.
f			305.
g			-138,322.
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,088,936.
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

LEESTMA FAMILY FOUNDATION C/O US TRUST,

36-3701346

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BOA CHECKING ACC	42.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	42.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
GREENLEAF TRUST	218,835.	0.	218,835.
US TRUST 6483289	88,469.	0.	88,469.
TOTAL TO FM 990-PF, PART I, LN 4	307,304.	0.	307,304.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FEDERAL TAX REFUND	4,535.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	4,535.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIDUCIARY FEES	17,601.	4,800.		12,801.
TAX PREPARATION FEE	4,374.	0.		4,374.
LEGAL FEES	900.	0.		900.
TO FORM 990-PF, PG 1, LN 16B	22,875.	4,800.		18,075.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANGM FEES	8,644.	8,644.		0.
TO FORM 990-PF, PG 1, LN 16C	8,644.	8,644.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE FILING FEE	245.	30.		0.
FOREIGN TAX PAID	523.	523.		0.
FEDERAL TAX PAYMENTS	2,954.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,722.	553.		0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
GRANTS POSTED IN 11 TAXED IN 10	48,500.
COST BASIS ADJ	20,250.
TOTAL TO FORM 990-PF, PART III, LINE 3	68,750.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT OBLIGATIONS - SEE ATTACHED	X		560,580.	518,822.
TOTAL U.S. GOVERNMENT OBLIGATIONS			560,580.	518,822.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			560,580.	518,822.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE ATTACHED	2,297,173.	3,057,285.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,297,173.	3,057,285.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE ATTACHED	1,979,151.	2,513,177.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,979,151.	2,513,177.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER ASSETS - SEE ATTACHED	COST	100,000.	9,420.
TOTAL TO FORM 990-PF, PART II, LINE 13		100,000.	9,420.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 12

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
CATHEDRAL COUNSELLING CENTER 671 NORTH WABASH CHICAGO, IL 60611	N/A GENERAL OPERATIONS	PUBLIC	25,000.
CHICAGO COALITION FOR THE HOMELESS 1325 S WABASH AVE STE 205 CHICAGO, IL 60605	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	10,000.
NATIONAL CHILD ABUSE DEFENSE CENTER P.O. BOX 638 HOLLAND, OH 43528	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	1,000.
COMMUNITY FOUNDATION HOLLAND/ZEELAND 70 WEST 8TH ST SUITE 100 HOLLAND, MI 49423	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	2,000.
DEBORAH'S PLACE 2822 WEST JACKSON BLVD CHICAGO, IL 60612	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	6,000.
ENVIRONMENTAL DEFENSE FUND 257 PARK AVENUE SOUTH NEW YORK, NY 10010	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	2,000.
ENVIRONMENTAL TRAVELING COMPANIONS FORT MASON CENTER BLDG C SAN FRANCISCO, CA 94123	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	1,000.
GREATER FOOD DEPOSITORY 4100 WEST ANN LAURIE PLACE CHICAGO, IL 66032	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	5,000.

HABITAT FOR HUMANITY P.O. BOX 6439 AMERICUS, GA 31709	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	2,000.
HEIFER PROJECT INTERNATIONAL P.O. BOX 8058 LITTLE ROCK, AR 72203	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	5,000.
HORIZON HOSPICE 833 WEST CHICAGO AVE CHICAGO, IL 60622	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	4,000.
JUVENILE PROTECTIVE ASSOCIATION 1707 NORTH HALSTED ST CHICAGO, IL 60614	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	30,000.
JUBILEE MINISTRIES 96 WEST 15TH STREET HOLLAND, MI 49424	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	40,000.
LAND CONSERVANCY OF WEST MICHIGAN 1345 MONROE ST NW STE 324 GRAND RAPIDS, MI 49505	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	2,000.
OPEN LANDS PROJECT 220 S STATE ST STE 1800 CHICAGO, IL 60604	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	1,000.
PLANNED PARENTHOOD 18 S MICHIGAN AVE 6TH FL CHICAGO, IL 60603	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	7,500.
ROBERTA BACHMANN LEWIS SCHOLARSHIP FUND 203 N WABASH STE 1800 CHICAGO, IL 60601	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	2,000.
THE FALK CENTER/NORTHWESTERN UNIVERSITY 1801 MAPLE AVE ITEK BLDG 4TH FL EVANSTON, IL 60201	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	30,000.

LEESTMA FAMILY FOUNDATION C/O US TRUST,

36-3701346

LAKEVIEW PANTRY 3212 NORTH BROADWAY 60657	CHICAGO, IL	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	3,000.
THE SALVATION ARMY 5040 NORTH PULASKI RD IL 60630	CHICAGO,	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	15,000.
TRIPS FOR KIDS 138 SUNNYSIDE 94941	MILL VALLEY, CA	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	25,000.
OTTAGAN ADDICTIONS RECOVERY 483 CENTURY LANE 49423	HOLLAND, MI	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	15,000.
DOCTORS WITHOUT BORDERS 333 7TH AVE 2ND FL 10001	NEW YORK, NY	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	10,000.
THE REHABILITATION INSTITUTE OF CHICAGO 345 EAST SUPERIOR ST IL 60611	CHICAGO,	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	5,000.
FOUNDATION FOR INTERNATIONAL COMMUNITY ASSISTANCE 1101 14TH ST NW 11TH FL WASHINGTON, DC 20005		N/A GENERAL FINANCIAL SUPPORT	PUBLIC	2,000.
NORTH LAWDALE COLLEGE PREP 1615 SOUTH CHRISTIANA AVE CHICAGO, IL 60623		N/A GENERAL FINANCIAL SUPPORT	PUBLIC	5,000.
CA WESTERN SCH LAW FOR CA INNOCENCE PROJECT 225 CEDAR STREET 92101	SAN DIEGO, CA	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	1,500.
NORTHWESTERN UNIV SCH OF LAW FOR CENTER ON WRONGFUL CONVICT 357 E CHICAGO AVE 60611	CHICAGO, IL	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	1,500.

LEESTMA FAMILY FOUNDATION C/O US TRUST,

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SLIDE RANCH DEV 2025 SHORELINE HWY CA 94965	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	2,500.
MARIN AGRICULTURAL LAND TR PO BOX 809 CA 94956	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	2,500.
DEPAUL UNIVERSITY COLLEGE OF LAW 1 EAST JACKSON BLVD CHICAGO, IL 60604	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	1,500.
CENTER FOR DOMESTIC PEACE 734 A STREET SAN RAFAEL, CA 94901	N/A GENERAL FINANCIAL SUPPORT	PUBLIC	3,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			<u>268,000.</u>

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

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

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

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

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

Part I only

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

Type or print File by the due date for filing your return. See instructions	Name of exempt organization LEESTMA FAMILY FOUNDATION C/O US TRUST, BANK OF AMERICA	Employer identification number 36-3701346
	Number, street, and room or suite no. If a P.O. box, see instructions. 231 S LASALLE ST ILL-231-10-13	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHICAGO, IL 60604	

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

0 4

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

JAN E. LEESTMA

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2011, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► calendar year 2010 or

► tax year beginning _____ and ending _____

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 35,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 35,000.

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

LHA For Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2011)

Portfolio Detail

Account: 72-011-1011 6183289 LULU FLOWER FUND

Dec 01, 2010 through Dec 31, 2010

Units	Description	CUSIP/ Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Annual Income	Estimated Cur Yield/ YTM
Cash Equivalents									
203,560 460	CUSTODY BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT (Income Investment)	992188676	\$203,560.46	\$9.65	\$203,560.46 1,000	\$203,560.46 1,000	\$0.00	\$101.78	0.1%
	Total Cash Equivalents		\$203,560.46	\$9.65	\$203,560.46		\$0.00	\$101.78	0.0%
Cash/Currency Other									
282,866 150	INCOME CASH		\$282,866.15 1,000	\$0.00	\$282,866.15 1,000	\$282,866.15 1,000	\$0.00	\$0.00	0.0%
-282,866 150	PRINCIPAL CASH		-282,866.15 1,000	0.00	-282,866.15 1,000	-282,866.15 1,000	0.00	0.00	0.0
	Total Cash/Currency Other		\$0.00	\$0.00	\$0.00		\$0.00	\$0.00	0.0%
Total Cash/Currency			\$203,560.46	\$9.65	\$203,560.46		\$0.00	\$101.78	0.0%
(2) Industry Sector Codes	CND = Consumer Discretionary CNS = Consumer Staples ENR = Energy		FIN = Financials HEA = Health Care IND = Industrials		IFT = Information Technology MAT = Materials OEQ = Other Equities		TEL = Telecommunication Services UTL = Utilities		
U S Large Cap	Pfizer Inc Ticker: PFE	7117081103 HEA	\$87,550.00 17,510	\$0.00	\$76,955.50 15,391	\$10,594.50	\$4,000.00	4.6%	
	Total U S Large Cap		\$87,550.00	\$0.00	\$76,955.50		\$10,594.50		
U S Mid Cap	AES TR III PFD CV 6.74% Ticker: AES PC	00808N202 UTL	\$39,200.00 49,000	\$0.00	\$25,420.54 31,776	\$13,779.46	\$2,700.00	6.9%	
	Total U S Mid Cap		\$39,200.00	\$0.00	\$25,420.54		\$13,779.46		

(1) Market Value in the Portfolio Detail section does not include Accrued Income

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Account: 72 (01) 101-6483289 LIT LIL LLC (OWH.R FUN)

Portfolio Detail

				Dec 01, 2010 through Dec 31, 2010					
Units	Description	CUSIP	Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unrealized Gain/Loss	Annual Income	Estimated Cur Yield/ YTD
U S Small Cap									
1,700 000	AMERCO Ticker UHAL	023586100 IND		\$163,268.00 96.040	\$0.00	\$38,379.40 22.376	\$124,888.60	\$0.00	0.0%
3,750 000	AMERICA SVC GROUP INC Ticker ASGR	02364L109 HEA		56,775.00 15.140	0.00	15,049.00 4.013	41,726.00	900.00	1.6
2,000 000	ATP OIL & GAS CORP Ticker ATPG	00208J108 ENR		33,480.00 16.740	0.00	72,695.60 36.348	-39,215.60	0.00	0.0
35,000 000	CELL THERAPEUTICS INC CONV SR NT 144A C12/15/09 @100 DTD 12/12/07 5.750% DUE 12/15/11	150934A11 HEA		4.34 0.012	89.44	19,250.00 55.000	-19,245.66	2,012.50	371.0
15,873 000	DIRECT CORP Ticker DRX	266605104 HEA		54,761.85 3.450	0.00	41,625.00 2.622	13,136.85	0.00	0.0
70,000 000	FLOTEK IND'S INC DEL COM Ticker FTK	343389102 ENR		109,000.00 5.450	0.00	64,501.00 3.225	44,499.00	0.00	0.0
2,444 000	GAINSCO INC PAR \$10 COM Ticker GAN	363127309 FIN		20,774.00 8.500	0.00	27,510.50 11.256	-6,736.50	171.08	0.8
80,000 000	ISIS PHARMACEUTICALS INC DEL CONV SUB NT CALL 2/15/12 @100.75 DTD 01/23/07 2.625% DUE 02/15/27 Ticker IS27	464337AE4 HEA		78,100.00 97.625	793.33	78,800.00 98.500	-700.00	2,100.00	2.7
210,000 000	KELLS STROM MINDS INC CONV SUB NT * IN DEFAULT ** DTD 10/10/97 5.750% DUE 10/15/02	488035AC0 IND		21.00 0.010	0.00	11,287.50 5.375	-11,266.50	0.00	0.0
100,000 000	MANNKIND CORP CONV SR UNSEC'D NT DTD 12/12/06 3.750% DUE 12/15/13 Ticker MNKD13	56400PAA0 HEA		65,000.00 65.000	166.66	67,500.00 67.500	-2,500.00	3,750.00	5.8
1,440 000	RLI CORP Ticker RLI	74960J107 FIN		75,700.80 52.570	0.00	15,450.00 10.729	60,250.80	1,670.40	2.2
12,000	SANDRIDGE ENERGY INC Ticker SD	80007P307 UTL		87.84 7.320	0.00	9.85 0.821	77.99	0.00	0.0

Portfolio Detail

Account	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Gain/Loss	Unrealized Gain/Loss	Estimated Annual Income	Cur Yield/ YTM
U S Small Cap (cont)									
800,000	SANDRIDGE ENERGY INC CONV PERP PFD 8 500%	800007P604 UTL	96,468.00 120.585	0.00	72,224.00 90.280	24,244.00	6,800.00	7.0	
2,000,000	UNISOURCE ENERGY CORP	909205106 UTL	71,680.00 35.840	0.00	60,423.80 30.212	11,256.20	3,120.00	4.4	
50,000,000	VION PHARMACEUTICALS INC CONV SRNT 144A C2/15/10@100 DTD 02/20/07 7750% DUE 02/15/12	927624AA4 HEA	5.00 0.010	0.00	38,286.83 76.574	-38,281.83	0.00	0.0	
	Total U S Small Cap		\$825,125.83	\$1,049.43	\$622,992.48	\$202,133.35	\$20,523.98	2.5%	
International Developed									
8,992,000	EDAP TMS SA SPONSORED ADR FRANCE	268311107 HEA	\$50,714.88 5.640	\$0.00	\$30,882.80 3.434	\$19,832.08	\$0.00	0.0%	
2,500,000	ELAN PLC ADR IRELAND	284131208 HEA	14,325.00 5.730	0.00	12,667.86 5.067	1,657.14	0.00	0.0	
	Total International Developed		\$65,039.88	\$0.00	\$43,550.66	\$21,489.22	\$0.00	0.0%	
Equity Other									
300,000,000	DECODE GENETICS INC CONV SR NT CALL 7/30/09 @100 DTD 04/14/04 3 500% DUE 04/15/11	243586A80 HEA	\$2,250.00 0.750	\$17,966.66	\$80,625.00 26.875	-\$78,375.00	\$10,500.00	466.7%	72.6
	Total Equity Other		\$2,250.00	\$17,966.66	\$80,625.00	-\$78,375.00	\$10,500.00	466.7%	
	Total Equities		\$1,019,165.71	\$19,016.09	\$849,544.18	\$169,621.53	\$37,723.98	3.7%	

Portfolio Detail

Account: 7201-101-6483289 LITTE FLOWER I UND Dec 01, 2010 through Dec 31, 2010

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Market Price	Unrealized Gain/Loss	Annual Income	Estimated Yield YTM
Investment Grade Taxable									
800,000 000	2040 UNITED STATES TREAS BD STRIPPED PRIN PMT DTD 05/15/10 ZR CPN DUE 05/15/40 Moody's AAA S&P AAA	912803DM2 25.941	\$207,528.00	\$0.00	\$239,920.96 29.990		-\$32,392.96	\$20,178.80	9.7% 4.9
	Total Investment Grade Taxable			\$207,528.00			-\$32,392.96	\$20,178.80	9.7%
Global High Yield Taxable									
200,000 000	2033 XM ESCROW LLC SR NT 144A DT 07/31/08 13.000% DUE 08/01/13 Moody's B3 S&P BB- 1037	98375NAA8 119.000	\$238,000.00	\$10,833.33	\$57,463.51 28.732		\$180,536.49	\$26,000.00	10.9% 10.9%
	MIRANT AMERICAS GENERATION LLC	60467PAJ3	98,500.00	1,520.83	62,125.00 62.125		36,375.00	9,125.00	9.3 9.1
100,000 000	SR UNSEC'D NT DTD 05/01/01 9.125% DUE 05/01/31 Moody's B3 S&P BB-								
	Total Global High Yield Taxable			\$336,500.00	\$12,354.16		\$119,588.51	\$216,911.49	\$35,125.00 10.4%
	Total Fixed Income			\$544,028.00	\$12,354.16		\$359,509.47	\$184,518.53	\$55,303.80 10.2%
8,400 000	REGISTRATION FORM REFLECTING OWNERSHIP IN BSA EDAP OCT 2007 CONVERT WARRANTS	991012442 0.050	\$420.00	\$0.00	\$0.00		\$420.00	\$0.00	0.0%
100 000	REGISTRATION FORM REFLECTING OWNERSHIP IN OCA EDAP TMS SA OBLIGATION 9% DUE 10-30-2012	991012459 90.000	9,000.00	0.00	100,000.00 1,000.000		-91,000.00	0.00	0.0

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Portfolio Detail

Account: 72-01101 (183289) Little River Fund

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Annual Income	Estimated Annual Income	Cur Yld/ YTM
Total Other Non-Investable Assets										
Total Portfolio			\$1,776,174.17	\$31,379.90	\$1,512,614.11		\$263,560.06	\$93,129.56	\$93,129.56	5.2%
Accrued Income				\$31,379.90						
Total				\$1,807,554.07						

December 01, 2010 To December 31, 2010

Account No 60850017

Account Name . Leestma Family Foundation

		Target - Equity	70.00%	Actual - Equity	42.84%
		Target - Fixed	20.00%	Actual - Fixed	52.53%
		Target - Cash & Eq	10.00%	Actual - Cash & Eq	4.63%
		Target - Other	0.00%	Actual - Other	0.00%

Investment Review

VS Of 12/31/2010

Administrator Garry P Kemper

Shares / PV Asset Description

		Common Stock	Tax Cost	Price	Market	Gain/Loss	% Port	Ann Inc	Yield
30,000		AirBoss of America Corp C ADR	125,295.00	6,062	181,863.00	56,568.00	3.86	3,007.20	1.98
4,000		Americo	92,049.05	96,040	384,160.00	292,110.95	8.15	0.00	0.00
4,000		ATP Oil & Gas Corp	157,166.00	16,740	66,960.00	(90,206.00)	1.42	0.00	0.00
625		Bristol Myers Squibb Co	16,184.38	26,480	16,550.00	65,62	0.35	325.00	4.98
0.4		Charter Communications Inc Warrants 11/30/14	142.16	0.100	0.04	(142.12)	0.00	0.00	0.00
31,716		Direct Corporation	83,249.92	3,450	109,523.70	26,273.78	2.32	0.00	0.00
18,133		FIDAP IMS Sponsored ADR	73,471.28	5,640	102,270.12	28,798.84	2.17	0.00	0.00
5,000		Elan PLC ADR	40,237.50	5,730	28,650.00	(11,587.50)	0.61	0.00	0.00
10,000		Flotek Industries Inc	132,488.50	5,450	218,000.00	85,511.50	4.63	0.00	0.00
1,500		Integrys Energy Group Inc	68,805.00	48,510	72,765.00	3,960.00	1.54	4,080.00	5.61
5,000		Intertech Cap Group Inc	36,479.50	14,250	71,250.00	34,770.50	1.51	0.00	0.00

Account Name : Leestma Family Foundation

December 01, 2010 To December 31, 2010

Account No 60850017

Investment Review

As Of 12/31/2010
Administrator: Gia

Shares / PV	Asset Description
{1}	Johnson & Johnson

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1,000 Merchants & Co. Inc. Now

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Bifizer Inc

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Preferred Stock

3

Dermotile Sciences Inc

PVTPL Cell Therapeutics Inc 140,000

Accrued Review: Z/REVIEW

As Of 12/31/2010		Investment Authority		Outside Manager-None	
Administrator Cary P Kempler		Investment Objective		Growth w/Mod Income (7/0/2010)	
Shares / PV	Asset Description	Yrs Cost	Price	Market	Gain/Loss % Port
613	Johnson & Johnson	35,109.58	61,850	37,914.05	2,804.47
613	Kellogg Co	20,914.03	51,080	31,312.04	10,398.01
1,500	Merck & Co Inc New	71,254.95	36,040	54,060.00	(17,194.95)
2,000	NextEra Energy Inc	64,760.00	51,990	103,980.00	39,220.00
11,259	Pfizer Inc	175,962.39	17,510	197,145.09	21,182.70
2,000	RLI Corporation	73,265.00	52,570	105,140.00	31,875.00
4,000	Unisource Energy Corporation	120,847.60	35,840	143,360.00	22,512.40
4,000	Xcel Energy Inc.	59,647.03	23,550	94,200.00	34,552.97
	Sub Total	1,447,628.87	2,019,103.04	571,474.17	42.83
	Preferred Stock				38,716.54
7,000	Sandridge Energy Inc	180,560.00	120,585	241,170.00	60,610.00
	Sub Total	180,560.00	241,170.00	60,610.00	5.12
					17,000.00
					7.05
					17,000.00
					7.05

Investment Review

As Of 12/31/2010

Administrator Gary P Kempker

Investment Authority Outside Manager-None

Investment Objective Growth w/Mod Income (7/0/20/10)

Unrealized Estimated

Shares / PV	Asset Description	Tax Cost	Price	Market	Gain/Loss	% Port	Ann Inc	Yield
150,000	EndeavorIntl Corp Inc Sr N1	6,000%	01/15/2012	139,500.00	97,000	145,500.00	6,000.00	3.09
50,000	Vion Pharmaceuticals Inc	7,750%	02/15/2012	26,250.00	0.250	125.00	(26,125.00)	0.00
150,000	Vion Pharmaceuticals Inc	7,750%	02/15/2012	130,956.45	0.250	375.00	(130,581.45)	0.01
200,000	EDAP TMS	9,000%	10/30/2012	200,000.00	100.000	200,000.00	0.00	4.24
270,000	MannKind Corp	3,750%	12/15/2013	182,250.00	65.000	175,500.00	(6,750.00)	3.72
200,000	C&D Technologies Inc	5,500%	11/15/2026	130,500.00	72.000	144,000.00	13,500.00	3.06
100,000	ISIS Pharmaceuticals Inc	2,625%	02/15/2027	98,500.00	97.625	97,625.00	(875.00)	2.07
Sub Total								
		1,083,081.45		908,375.00	(174,706.45)	19.27	98,800.00	10.88
Corporate Bonds								
400,000	XIM Satellite Radio Inc.	13,000%	08/01/2013	102,000.00	119.000	476,000.00	374,000.00	10.10
150,000	PVTPL Land O Lakes Cap Tr	7,450%	03/15/2028	129,750.00	89.500	134,250.00	4,500.00	2.85
200,000	Mirant Americas Genr Inc	9,125%	05/01/2031	124,250.00	98.500	197,000.00	72,750.00	4.18
Sub Total								
		356,000.00		807,250.00	451,250.00	17.13	81,425.00	10.09
U.S. Government Notes & Bonds								
2,000,000	U.S. Treasury Strip Pmt Pmt	4.375%	05/15/2040	560,580.00	25.941	518,822.00	(41,758.00)	11.01
								0.00
								0.00

Account Name Leestma Family Foundation

December 01, 2010 To December 31, 2010

Account No 60850017

Investment Review

As Of 12/31/2010
Administrator Barry P Kempler

Shares / PV	Asset Description	Investment Authority			Outside Manager-None		
		Tax Cost	Price	Market	Gain/Loss % Port	Ann Inc	Yield
	* Sub Total	560,580.00		518,822.00	(41,758.00)	11.01	0.00
	Money Market Funds-Taxable						
218,433.11	Northern Diversified Asset Fund	218,433.11	100,000	218,433.11	0.00	4.63	65.54
	* Sub Total	218,433.11		218,433.11	0.00	4.63	65.54
	Cash Summary						
	Principal	0.00		0.00			
	Income	0.00		0.00			
	Invested Income	0.00		0.00			
	Grand Total	3,846,283.43		4,713,153.15	866,869.72	236,007.08	5.01
	LT Gain/Loss Fiscal YTD	0.00					
	ST Gain/Loss Fiscal YTD	0.00					