Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 01-01-2010 , and ending 12-31-2010

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
JOSEPHINE P & JOHN J LOUIS FOUNDATION

A Employer identification number
36-3837993

Number and street (or P O box number if mail is not delivered to street address)
C/O CREDIT SUISSE 227 W MONROE ST
No 4350

Room/suite

B Telephone number (see page 10 of the instructions)
(312) 345-6800

City or town, state, and ZIP code
CHICAGO, IL 60606

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 ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), 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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 9,172,652

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) _
(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) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	944,502			
	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	272,834	272,834		
	5a	Gross rents	1	1		
	b	Net rental income or (loss) 1				
	6a	Net gain or (loss) from sale of assets not on line 10	92,204			
	b	Gross sales price for all assets on line 6a 680,068				
	7	Capital gain net income (from Part IV, line 2)		92,204		
	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) (attach schedule)				
	11	Other income (attach schedule)	2,382	2,382		
	12	**Total.** Add lines 1 through 11	1,311,923	367,421		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	1,610	1,610		0
	b	Accounting fees (attach schedule)	3,500	3,500		0
	c	Other professional fees (attach schedule)	51,160	51,160		0
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	3,646	3,646		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	14,249	14,249		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	74,165	74,165		0
	25	Contributions, gifts, grants paid	415,700			415,700
	26	**Total expenses and disbursements.** Add lines 24 and 25	489,865	74,165		415,700
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	822,058			
	b	**Net investment income** (if negative, enter -0-)		293,256		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing		151,360	497,642	497,642
	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 (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶	Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)		2,920,578	2,968,527	3,810,874
	c	Investments—corporate bonds (attach schedule)		2,347,976	2,620,000	2,955,261
	11	Investments—land, buildings, and equipment basis ▶	Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)		1,606,395	1,783,212	1,908,875
	14	Land, buildings, and equipment basis ▶	Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)				
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)		7,026,309	7,869,381	9,172,652
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 (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	**Total liabilities** (add lines 17 through 22)		0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**				
	27	Capital stock, trust principal, or current funds		7,026,309	7,869,381	
	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** (see page 17 of the instructions)		7,026,309	7,869,381	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)		7,026,309	7,869,381	

Part III Analysis of Changes in Net Assets or Fund Balances

	Description	Line	Amount
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	7,026,309
2	Enter amount from Part I, line 27a	2	822,058
3	Other increases not included in line 2 (itemize) ▶	3	21,014
4	Add lines 1, 2, and 3	4	7,869,381
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	7,869,381

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	See Additional Data Table			
b				
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	See Additional Data Table			
b				
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	92,204
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) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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 page 18 of the 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	378,900	6,181,167	0 061299
2008	627,219	6,628,087	0 094630
2007	577,700	7,161,496	0 080668
2006	730,235	5,909,988	0 123559
2005	852,514	5,596,936	0 152318

2	**Total** of line 1, column (d)	2	0 512474
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	0 102495
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	7,563,191
5	Multiply line 4 by line 3	5	775,189
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,933
7	Add lines 5 and 6	7	778,122
8	Enter qualifying distributions from Part XII, line 4	8	415,700

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 on page 18

Part VI **Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	**1**	5,865
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	**2**	0
3	Add lines 1 and 2	**3**	5,865
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	**4**	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	**5**	5,865
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — **6a** 2,467		
b	Exempt foreign organizations—tax withheld at source — **6b**		
c	Tax paid with application for extension of time to file (Form 8868) — **6c** 3,500		
d	Backup withholding erroneously withheld — **6d**		
7	Total credits and payments Add lines 6a through 6d	**7**	5,967
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	**8**	14
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	**9**	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	**10**	88
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 88 **Refunded** ▶	**11**	0

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	**1a**		**No**
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	**1b**		**No**
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	**1c**		**No**
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**		**No**
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**		**No**
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	**4a**		**No**
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**		**No**
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**	**Yes**	
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**	**Yes**	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the 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**	**Yes**	
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 on page 27)? *If "Yes," complete Part XIV*	**9**		**No**
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	**10**		**No**

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 page 20 of the instructions)	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶CREDIT SUISSE Telephone no ▶(312) 345-6800

Located at ▶227 W MONROE ST SUITE 4350 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 |

16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Line	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 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		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 ▶ 20____, 20____, 20____, 20____			
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 page 20 of the instructions)	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 ▶ 20____, 20____, 20____, 20____			
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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		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?	4b		No

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)? (see page 22 of the instructions) ☐ 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 page 22 of the instructions)? **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? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No

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? **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 (see page 22 of the instructions).

(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
JOSEPHINE P LOUIS 227 W MONROE ST SUITE 4350 CHICAGO, IL 60606	VICE PRESIDENT, DIRECTOR 0 00	0	0	0
WALTER W BELL 200 W ADAMS ST SUITE 2620 CHICAGO, IL 60606	SECRETARY 0 00	0	0	0
KIMBERLY LOUIS STEWART 227 W MONROE ST SUITE 4350 CHICAGO, IL 60606	DIRECTOR 0 00	0	0	0
TRACY LOUIS MERRILL 227 W MONROE ST SUITE 4350 CHICAGO, IL 60606	DIRECTOR 0 00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). 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 (see page 23 of the instructions). 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	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	0
Total. Add lines 1 through 3. . . . . ▶	0

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	7,157,617
b	Average of monthly cash balances		1b	520,750
c	Fair market value of all other assets (see page 24 of the instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	7,678,367
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	0
3	Subtract line 2 from line 1d		3	7,678,367
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)		4	115,176
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	7,563,191
6	**Minimum investment return.** Enter 5% of line 5		6	378,160

Part XI **Distributable Amount** (see page 25 of the 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	378,160
2a	Tax on investment income for 2010 from Part VI, line 5	2a 5,865		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	5,865
3	Distributable amount before adjustments Subtract line 2c from line 1		3	372,295
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	372,295
6	Deduction from distributable amount (see page 25 of the instructions)		6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	372,295

Part XII **Qualifying Distributions** (see page 25 of the 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	415,700
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	415,700
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 (see page 26 of the instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	415,700

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				372,295
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005. 580,621				
b From 2006. 440,661				
c From 2007. 228,743				
d From 2008. 299,061				
e From 2009. 73,379				
f **Total** of lines 3a through e.	1,622,465			
4 Qualifying distributions for 2010 from Part XII, line 4 ► $ 415,700				
a Applied to 2009, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2010 distributable amount.				372,295
e Remaining amount distributed out of corpus	43,405			
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,665,870			
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 page 27 of the instructions . . .		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			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) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	580,621			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	1,085,249			
10 Analysis of line 9				
a Excess from 2006. . . . 440,661				
b Excess from 2007. . . . 228,743				
c Excess from 2008. . . . 299,061				
d Excess from 2009. . . . 73,379				
e Excess from 2010. . . . 43,405				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2010	**(b)** 2009	**(c)** 2008	**(d)** 2007	
2a 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 organization had $5,000 or more in assets at any time during the year—see page 27 of 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))

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

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 page 28 of the 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

JOSEPHINE P LOUIS DIRECTOR
C/O CREDIT SUISSE 227 W MONROE ST
SUITE 4350
CHICAGO, IL 60606
(312) 345-6800

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

THERE IS NO SPECIFIC FORM FOR APPLICATIONS AND NO REQUIREMENTS RELATING TO INFORMATION TO SUPPLY

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

NO FELLOWSHIP, SCHOLARSHIP OR OTHER TYPES OF GRANTS TO INDIVIDUALS ARE MADE

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				415,700
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	272,834	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.			16	1	
6 Net rental income or (loss) from personal property					
7 Other investment income.			01	2,382	
8 Gain or (loss) from sales of assets other than inventory			18	92,204	
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		367,421	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 367,421

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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

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

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

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

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

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

******	2011-09-26	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

		Date	Check if self-employed ☐	PTIN
Preparer's Signature	EDWARD J FELLIN CPA			
Firm's name	Credit Suisse Securities (USA) LLC		Firm's EIN	
Firm's address	227 W Monroe St Suite 4350 Chicago, IL 60606		Phone no (312) 345-6800	

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Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2010

Name of organization
JOSEPHINE P & JOHN J LOUIS FOUNDATION

Employer identification number
36-3837993

Organization type (check one)

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

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule—

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

Special Rules

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

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

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

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

Name of organization
JOSEPHINE P & JOHN J LOUIS FOUNDATION

Employer identification number
36-3837993

Part I **Contributors** (see Instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	HENRIETTA J LOUIS CHARITABLE ANNUITY TRUST 227 W MONROE ST SUITE 4350 CHICAGO, IL 60606	$ 38	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
2	HENRIETTA J LOUIS CHARITABLE ANNUITY TRUST 227 W MONROE ST SUITE 4350 CHICAGO, IL 60606	$ 167,200	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution.)
3	JOHN J LOUIS JR CHARITABLE ANNUITY TRUST 227 W MONROE ST SUITE 4350 CHICAGO, IL 60606	$ 577,264	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
4	MICHAEL W LOUIS CHARITABLE TRUST 227 W MONROE ST SUITE 4350 CHICAGO, IL 60606	$ 200,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
JOSEPHINE P & JOHN J LOUIS FOUNDATION	36-3837993

Part II **Noncash Property** (see Instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	1,672 SHARES @$100 EA S C JOHNSON & SON, INC 3RD PREF 8 1/2%	$ 167,200	2010-12-21

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

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

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

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

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

Name of organization
JOSEPHINE P & JOHN J LOUIS FOUNDATION

Employer identification number
36-3837993

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** (Complete columns **(a)** through **(e) and** the following line entry)
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

TY 2010 Accounting Fees Schedule

Name: JOSEPHINE P & JOHN J LOUIS FOUNDATION

EIN: 36-3837993

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX & ACCOUNTING FEES	3,500	3,500		0

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TY 2010 All Other Program Related Investments Schedule

Name: JOSEPHINE P & JOHN J LOUIS FOUNDATION

EIN: 36-3837993

Category	Amount
NONE	0

TY 2010 Investments Corporate Bonds Schedule

Name: JOSEPHINE P & JOHN J LOUIS FOUNDATION

EIN: 36-3837993

Name of Bond	End of Year Book Value	End of Year Fair Market Value
TEMPLETON GLOBAL	943,000	1,106,851
METROPOLITAN WEST	1,677,000	1,848,410

TY 2010 Investments Corporate Stock Schedule

Name: JOSEPHINE P & JOHN J LOUIS FOUNDATION

EIN: 36-3837993

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMERICAN EUROPACIFIC	482,926	598,445
TEMPLETON FOREIGN EQUITY	487,747	584,024
LSV VALUE EQUITY FUND	138,240	190,115
WELLS FARGO LARGE CAP GROWTH	126,318	207,658
SPYDR S&P 500 ETF	514,452	626,864
WILLIAM BLAIR EMERGING MKTS GROWTH FUND-I	280,243	324,307
TCM	177,171	270,324
IPATH	243,483	264,953
ASTON RIVER ROAD (SMALL CAP)	180,152	262,061
ASTON RIVER ROAD (LARGE CAP)	337,795	482,123

TY 2010 Investments - Other Schedule

Name: JOSEPHINE P & JOHN J LOUIS FOUNDATION

EIN: 36-3837993

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
S.C. JOHNSON 8.5% PREFERRED STOCK	AT COST	790,100	790,100
FLCA ALTERNATIVE ASSET FUND	AT COST	265,112	265,112
ABERDEEN EMERGING MARKETS INST. FUND	AT COST	228,000	323,123
AURORA OFFSHORE FUND	AT COST	500,000	530,540

TY 2010 Legal Fees Schedule

Name: JOSEPHINE P & JOHN J LOUIS FOUNDATION

EIN: 36-3837993

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	1,610	1,610		0

TY 2010 Other Expenses Schedule

Name: JOSEPHINE P & JOHN J LOUIS FOUNDATION

EIN: 36-3837993

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK OF AMERICA FEES	4,061	4,061		0
ILLINOIS CHARITY BUREAU	115	115		0
FLAAF PORTFOLIO EXPENSES	10,073	10,073		0

TY 2010 Other Income Schedule

Name: JOSEPHINE P & JOHN J LOUIS FOUNDATION

EIN: 36-3837993

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FLAAF-ORDINARY BUSINESS	2,342	2,342	2,342
FLAAF-OTHER INCOME	40	40	40

TY 2010 Other Increases Schedule

Name: JOSEPHINE P & JOHN J LOUIS FOUNDATION

EIN: 36-3837993

Description	Amount
MARKET ADJUSTMENT IN PORTFOLIO	7,730
UNREALIZED APPRECIATION IN PRIVATE EQUITY FUND	13,284

TY 2010 Other Professional Fees Schedule

Name: JOSEPHINE P & JOHN J LOUIS FOUNDATION

EIN: 36-3837993

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CS INVESTMENT MGT FEES	51,160	51,160		0

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TY 2010 Taxes Schedule

Name: JOSEPHINE P & JOHN J LOUIS FOUNDATION

EIN: 36-3837993

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK OF AMERICA - FOREIGN TAX	3,645	3,645		0
FLAAF FOREIGN TAX	1	1		0

Additional Data

Software ID:
Software Version:
EIN: 36-3837993
Name: JOSEPHINE P & JOHN J LOUIS FOUNDATION

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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	FLAAF	P		
B	FLAAF	P		
C	FLAAF-1231 GAIN/LOSS	P		
D	STANDARDS & POORS DEP RECTS 1270	P	2003-09-09	2010-04-06
E	LSV VALUE EQUITY FUND 178 49	P	2008-12-23	2010-04-06
F	LSV VALUE EQUITY FUND 5377 07	P	2005-06-13	2010-04-06
G	WELLS FARGO ADV ADV 8135 58	P	2008-12-23	2010-04-06
H	ASTON RIVER RD 7731 43	P	2008-12-23	2010-04-06
I	HARBOR FD HIGH YIELD BD 399 07	P	2006-05-11	2010-04-06
J	HARBOR FD HIGH YIELD BD 12896 28	P	2003-09-09	2010-04-06
K	HARBOR FD HIGH YIELD BD 3080 57	P	2008-12-23	2010-11-09
L	HARBOR FD HIGH YIELD BD 1766 78	P	2008-12-29	2010-11-09
M	HARBOR FD HIGH YIELD BD 6052 14	P	2007-12-14	2010-11-09
N	HARBOR FD HIGH YIELD BD 1388 89	P	2007-11-09	2010-11-09
O	HARBOR FD HIGH YIELD BD 1271 88	P	2003-09-09	2010-11-09
P	Capital Gains Dividends	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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				-246
B				15,439
C				-2
D	151,127		131,064	20,063
E	2,377		1,760	617
F	71,623		83,452	-11,829
G	72,000		48,895	23,105
H	76,000		57,908	18,092
I	4,202		4,402	-200
J	135,798		140,698	-4,900
K	34,903		26,000	8,903
L	20,018		15,000	5,018
M	68,571		65,000	3,571
N	15,736		15,000	736
O	14,410		13,876	534
P	13,303			13,303

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

	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				-246
B				15,439
C				-2
D				20,063
E				617
F				-11,829
G				23,105
H				18,092
I				-200
J				-4,900
K				8,903
L				5,018
M				3,571
N				736
O				534
P				13,303

Form 990PF Part XV Line 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*				
Adler Planetarium 1300 SOUTH LAKE SHORE DRIVE CHICAGO, IL 60605			Environmental	2,000
AmeriCares Annual Funds 88 Hamilton Avenue Stamford, CT 06902			Social Welfare	25,000
The Art Institute of Chicago 111 South Michigan Avenue Chicago, IL 60603			Arts and Humanities	5,100
Bethesda Hospital Center 559 Capital Blvd Saint Paul, MN 55103			Medical	10,100
Brain Research Dinner 111 Washington Ste 1710 Chicago, IL 60602			Medical	500
Cable Natural History Museum PO Box 416 13470 Country Hwy M Cable, WI 54721			Arts and Humanities	3,500
Center for Plant Conservation PO Box 299 St Louis, MO 63166			Environmental/	1,000
CHARITIES AID FOUNDATION 25 Kings Hill Avenue Kings Hill West Malling, KENT ME19 4TA UK			Medical	500
CHICAGO BOTANIC GARDEN 1000 Lake Cook Road Glencoe, IL 60022			Environmental	258,300
Chicago Council on Global Affairs 332 South Michigan Ave 1100 Chicago, IL 60604			Political	2,500
Chicago Symphony Orchestra 220 South Michigan Ave Chicago, IL 60604			Arts and Humanities	1,100
Chicago History Museum 1601 N Clark St Chicago, IL 60614			Arts and Humanities	1,000
Children's Memorial Hospital 2300 N Lincoln Avenue Chicago, IL 60614			Medical	100
Christ Church 470 Maple Street Winnetka, IL 60093			Religious	500
Deerfield Academy PO Box 87 Deerfield, MA 01342			Education	12,500
Total . . . . ▶ **3a**				415,700

Form 990PF Part XV Line 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*				
Drummond Fire and Rescue 52560 Front Ave Drummond, WI 54832			Medical	500
Garden Conservancy PO Box 219 Cold Spring, NY 10516			Environmental	2,000
Great Divide Ambulance PO Box 478 Cable, WI 54821			Medical	500
Hadley School for the Blind 700 Elm Street Winnetka, IL 60093			Education	2,600
Hayward Area Memorial Hospital 11040 N State Road 77 Hayward, WI 54843			Medical	1,000
Histoic Deerfield PO Box 321 Deerfield, MA 01342			Arts and Humanities	1,000
John G Shedd Aqaurium 1200 S Lake Shore Drive Chicago, IL 60605			Environmental	6,000
Kenilworth Garden Club 714 Cummings Ave Kenilworth, IL 60043			Environmental	100
Lincoln Park Zoo 2001 North Clark Street Chicago, IL 60614			Environmental	1,500
Lycee Francaise de Chicago 613 W Bittersweet Place Chicago, IL 60613			Education	500
Midwest Palliative & Hospice Center 904 S Milwaukee Ave Libertyville, IL 60048			Medical	2,000
Millbrook School Annual Fund 131 Millbrook Millbrook, NY 12545			Education	10,000
National Louis University 122 S Michigan Ave Chicago, IL 60603			Education	10,000
Nature Conservancy 633 West Main St Madison, WI 53703			Environmental	5,000
Northfield Community Church 400 Wagner Road Northfield, IL 60093			Religious	100
Total . . . . ▶ **3a**				415,700

Form 990PF Part XV Line 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*				
Northshore University Health System 2650 Edge Avenue Evanston, IL 60201			Medical	2,500
Northwestern University 2020 Ridge Avenue Evanston, IL 60208			Education	3,500
Prairie School 4050 Lighthouse Drive Racine, WI 53402			Education	4,000
Rehabilitation Institute of Chicago 345 East Superior St Chicago, IL 60611			Medical	3,000
Save the Chimps 3000 South Header Canal Road Fort Pierce, FL 34945			Environmental	100
Wayside House 378 NE 6th Ave Delray Beach, FL 33483			Community	100
Wildscreen USA 1250 24th Street NW Ste 300 Washington, DC 20037			Environmental	30,000
Williams College 75 Park Street Williamstown, MA 01267			Education	5,000
WTTW Chicago 5400 N St Louis Avenue Chicago, IL 60625			Arts and Humanities	500
Lake Owen Association PO Box 132 Cable, WI 54821			Environmental/Botanical/Zoological	500
Total . . . . ▶ **3a**				415,700