Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

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

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

Name of foundation
JOHN D & ALEXANDRA NICHOLS FAMILY FOUNDATION

A Employer identification number
36-3858388

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

B Telephone number
(847)441-6592

City or town, state, and ZIP code
WINNETKA, IL 60093

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 53,542,739.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	323,575.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	150,910.	150,910.		STATEMENT 1
	4 Dividends and interest from securities	951,953.	951,953.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	7,449.			
	b Gross sales price for all assets on line 6a 1,389,798.				
	7 Capital gain net income (from Part IV, line 2)		7,449.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	-803,866.	-3,035.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	630,021.	1,107,277.		
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				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	85,725.	30,725.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	161,741.	146,207.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	247,466.	176,932.		0.
	25 Contributions, gifts, grants paid	1,422,192.			1,422,192.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,669,658.	176,932.		1,422,192.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-1,039,637.			
	b **Net investment income** (if negative, enter -0-)		930,345.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	7,656,281.	4,477,820.	4,477,820.
	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 ▶ 150,000.			
	Less: allowance for doubtful accounts ▶ 0.	150,000.	150,000.	150,000.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	15,762,662.	17,619,146.	27,585,958.
	c Investments - corporate bonds STMT 7	2,282,324.	3,159,427.	2,854,761.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	14,054,497.	13,932,068.	18,474,200.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 9)	160,771.	0.	0.
	16 **Total assets** (to be completed by all filers)	40,066,535.	39,338,461.	53,542,739.
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 ▶ OTHER LIABILITIES)	72,061.	0.	
	23 **Total liabilities** (add lines 17 through 22)	72,061.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	39,994,474.	39,338,461.	
	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**	39,994,474.	39,338,461.	
	31 **Total liabilities and net assets/fund balances**	40,066,535.	39,338,461.	

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	39,994,474.
2	Enter amount from Part I, line 27a	2	-1,039,637.
3	Other increases not included in line 2 (itemize) ▶ TIMING DIFFERENCES - K-1'S	3	383,624.
4	Add lines 1, 2, and 3	4	39,338,461.
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	39,338,461.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	1,389,798.		1,535,343.	7,449.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				7,449.

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	7,449.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	1,721,851.	40,497,707.	.042517
2008	1,563,192.	49,376,562.	.031659
2007	2,137,074.	49,639,822.	.043052
2006	2,373,128.	42,062,711.	.056419
2005	1,927,348.	32,743,721.	.058862

2	Total of line 1, column (d)	2	.232509
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	.046502
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	55,351,509.
5	Multiply line 4 by line 3	5	2,573,956.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	9,303.
7	Add lines 5 and 6	7	2,583,259.
8	Enter qualifying distributions from Part XII, line 4	8	1,422,192.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	18,607.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	18,607.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	18,607.
6 Credits/Payments:				
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	34,214.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	15,000.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	49,214.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	30,607.
11 Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶	30,607.	**Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JOHN D. NICHOLS Telephone no. ▶847-441-6592

Located at ▶900 MT. PLEASANT ROAD, WINNETKA, IL ZIP+4 ▶60093

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

				Yes	No
	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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b		X

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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 [X] 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 [X] No

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X (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 [X] No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN D. NICHOLS 900 MT. PLEASANT ROAD WINNETKA, IL 60093	TRUSTEE 0.00	0.	0.	0.
ALEXANDRA C. NICHOLS 900 MT. PLEASANT ROAD WINNETKA, IL 60093	TRUSTEE 0.00	0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services ▶	0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	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 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	42,404,773.
b	Average of monthly cash balances	1b	6,045,055.
c	Fair market value of all other assets	1c	7,744,597.
d	**Total** (add lines 1a, b, and c)	1d	56,194,425.
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	56,194,425.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	842,916.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	55,351,509.
6	**Minimum investment return.** Enter 5% of line 5	6	2,767,575.

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	2,767,575.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a 18,607.		
b	Income tax for 2010. (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	18,607.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,748,968.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,748,968.
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	2,748,968.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,422,192.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,422,192.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,422,192.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				2,748,968.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			1,077,907.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶$ 1,422,192.				
a Applied to 2009, but not more than line 2a			1,077,907.	
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				344,285.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				2,404,683.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

JOHN D. NICHOLS

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 ▶ [X] 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:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

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				
FROM ENBRIDGE ENERGY LP K1				37.
SEE ATTACHED STATEMENT	NONE	501(C)(3)	UNRESTRICTED	1422155.
Total			▶ 3a	1422192.
b Approved for future payment				
NONE				
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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
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			14	150,910.	
4 Dividends and interest from securities			14	951,953.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	7,449.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a SEE STATEMENT 10		-800,831.		-3,035.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		-800,831.		1,107,277.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	306,446.

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

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

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

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? [X] Yes [ ] No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
	NOT APPLICABLE	

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Signature of officer or trustee: [signature] Date: 11-9-11 Title: Trustee

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check [ ] if self-employed	PTIN
PHYLLIS GANNON	[signature]	11/3/11		P00916845

Firm's name ▶ RSM MCGLADREY INC — Firm's EIN ▶ 41-1944416

Firm's address ▶ ONE SOUTH WACKER DRIVE, SUITE 800, CHICAGO, IL 60606-3392 — Phone no. 312-634-3400

023622
04-26-11

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

Schedule of Contributors

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

OMB No 1545-0047

2010

Name of the organization
JOHN D & ALEXANDRA NICHOLS FAMILY
FOUNDATION

Employer identification number
36-3858388

Organization type (check one):

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

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

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
JOHN D & ALEXANDRA NICHOLS FAMILY FOUNDATION	36-3858388

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JOHN NICHOLS 900 MOUNT PLEASANT ROAD WINNETKA, IL 60093	$ 323,575.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
JOHN D & ALEXANDRA NICHOLS FAMILY FOUNDATION	36-3858388

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
		$	

(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: JOHN D & ALEXANDRA NICHOLS FAMILY FOUNDATION

Employer identification number: 36-3858388

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

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	MERRILL LYNCH - SEE ATTACHED	P		
b	HIGH RISE K1	P		
c	HIGH RISE K1	P		
d	INERGY L.P. K1	P		
e	WLR RECOVERY FUND L.P. K1	P		
f	RESOURCE CAPITAL FUND II K1	P		
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,389,798.		1,535,343.	-145,545.
b				21,884.
c				108,841.
d				-1,762.
e				17,942.
f				6,089.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				-145,545.
b				21,884.
c				108,841.
d				-1,762.
e				17,942.
f				6,089.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	7,449.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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

SOURCE	AMOUNT
BAIRD CAPITAL PARTNERS	9,373.
COPANO ENERGY LP	310.
ENBRIDGE ENERGY PARTNERS	7.
HIGH RISE INSTITUTIONAL PARTNERS LP	5,458.
INERGY LP	11.
MAGELLAN MIDSTREAM K1	3.
MERRILL LYNCH/PRIVATE BANK	25,463.
NORTHERN TRUST CHECKING	25,085.
NORTHERN TRUST INVESTMENT ACCOUNTS	85,198.
RESOURCE CAPITAL FUND II, LP	2.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	150,910.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BAIRD CAPITAL K-1	1.	0.	1.
HIGH RISE INSTITUTIONAL PARTNERS LP K1	27,607.	0.	27,607.
MAGELLAN MIDSTREAM K1	10.	0.	10.
MERRILL LYNCH/PRIVATE BANK	490,383.	0.	490,383.
NORTHERN TRUST	433,948.	0.	433,948.
WLR RECOVERY FUND LP	4.	0.	4.
TOTAL TO FM 990-PF, PART I, LN 4	951,953.	0.	951,953.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
INERGY LP - ORDINARY LOSS (UBTI)	3,952.	0.	
WLR RECOVERY - OTHER PORTFOLIO INCOME	-54.	-54.	
MAGELLAN MIDSTREAM PARTNERS (UBTI)	-2,317.	0.	
ENBRIDGE ENERGY K1 (UBTI)	-26,775.	0.	
COPANO ENERGY K1 (UBTI)	-775,691.	0.	
HIGH RISE INSTITUTIONAL PARTNERS	13.	13.	
BAIRD CAPITAL PARTNERS	250.	250.	

COPANO ENERGY K1 S. 1231	-3,567.	-3,567.	
WORLDCOM SETTLEMENT	323.	323.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-803,866.	-3,035.	

FORM 990-PF — TAXES — STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	30,254.	30,254.		0.
FEDERAL TAX	55,000.	0.		0.
FOREIGN TAX PAID - HIGH RISE K-1	471.	471.		0.
TO FORM 990-PF, PG 1, LN 18	85,725.	30,725.		0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	66.	0.		0.
MEMBERSHIP FEES	805.	0.		0.
INVESTMENT FEES	58,014.	58,014.		0.
IL STATE FILING FEES	125.	0.		0.
MISCELLANEOUS EXPENSE	3,548.	0.		0.
TRAVEL	10,990.	0.		0.
K-1 - BAIRD CAPITAL	1,071.	1,071.		0.
K-1 - BAIRD CAPITAL	40,466.	40,466.		0.
K-1 - WLR RECOVERY	478.	478.		0.
K-1 - RESOURCE CAPITAL FUND II	841.	841.		0.
K-1 - HIGH RISE INST. PTRS	25,613.	25,613.		0.
K-1 - HIGH RISE INST. PTRS	19,724.	19,724.		0.
TO FORM 990-PF, PG 1, LN 23	161,741.	146,207.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST EQUITIES - SEE ATTACHED	7,089,786.	16,814,023.
ARCELORMITTAL (F/K/A: MITTAL STEEL)	2,474,154.	1,886,939.
VITALIA NUTRITIONAL PRODUCTS	250,000.	250,000.
TASTE INC	100,000.	100,000.
GOLDMAN SACHS INVESTMENT ACCOUNT	2,500,626.	2,650,586.
PRIVATE BANK STOCKS SEE ATTACHED	5,204,580.	5,884,410.
TOTAL TO FORM 990-PF, PART II, LINE 10B	17,619,146.	27,585,958.

FORM 990-PF CORPORATE BONDS STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ML CAPITAL TRUST III	600,000.	601,920.
66,000 SHS EATON VANCE TAX MG	1,092,457.	694,980.
4,900 BANK OF AMERICA	0.	0.
300,000 GENERAL ELECTRIC	288,428.	322,620.
187,000 GENERAL ELECTRIC	178,939.	193,066.
8,400 SHS PENNWEST ENERGY	187,853.	200,928.
FORD MOTOR CREDIT - 600,000	615,000.	644,767.
ROYAL BANK SCOTLAND - 200,000	196,750.	196,480.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,159,427.	2,854,761.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
WLR RECOVERY FUND LP	COST	101,434.	182,944.
RESOURCE CAPITAL FUND II LP	COST	9,777.	9,777.
HIGH RISE INSTITUTIONAL PTS LP	COST	2,290,887.	2,290,887.
INERGY LP	FMV	192,792.	784,800.
BAIRD CAPITAL PARTNERS	COST	2,235,455.	2,235,455.
ROUND TABLE INVESTMENTS	COST	195,085.	195,085.
HAMILTON VANCE MTN GATE	COST	1,500,000.	1,500,000.
ENBRIDGE ENERGY PARTNERS L.P.	FMV	406,521.	623,800.
MAGELLAN MIDSTREAM PARTNERS LP	FMV	359,449.	565,000.
COPANO ENERGY LLO	FMV	1,572,736.	5,231,250.
PRIVATE BANK MUTUAL FUNDS - SEE ATTACHED	COST	4,829,467.	4,589,985.

JOHN D. ALEXANDRA NICHOLS FAMILY FOUNDATION

FEIN· 36-3858388

12/31/2010

ATTACHMENT

NORTHERN TRUST INVESTMENT DETAIL
DECEMBER 31, 2010

SHARES	INVESTMENT DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
35,100	APPLIED	198,425	493,155
19,600	APTARGROUP	254,842	932,372
30,000	BANK OF AMERICA	758,068	765,000
2,433	CITIGROUP	90,888	11,509
2,300	EXXON	93,352	268,176
10,000	FOREST LABS	55,569	319,800
30,717	HOST MARRIOT	299,628	548,913
25,960	HSBC Holdings	1,568,004	1,324,998
182,422	IL TOOL WORKS	1,820,747	9,741,335
7,800	ISHARES	193,725	336,102
1,400	JOHNSON & JOHNSON	57,056	85,590
1,650	JP Morgan BANK ONE	50,073	69,993
186	MEDCO	1,985	11,396
25,000	PENN WEST ENERGY	596,428	598,000
2,150	PEPSICO	79,268	140,460
10,000	PHILIP MORRIS	507,500	585,300
7,400	VANGUARD INT'L EQUITY	247,598	355,280
2,300	VANGUARD INT'L EQUITY	149,178	131,192
2,450	WALGREENS	67,452	95,452
	TOTAL - STOCKS	7,089,786	16,814,023

STATEMENT

JOHN D & ALEXANDRA NICHOLS FAMILY FOUNDATION
FEIN: 36-3858388
TAX YEAR ENDED: DECEMBER 31, 2010
MERRILL LYNCH PRIVATE BANKING INVESTMENT DETAIL - STOCK

SHARES	DESCRIPTION	BOOK VALUE	FAIR MKT VALUE
4,500	Cenovus Energy Inc	$ 116,388	$ 149,580
7,800	Conocophillips	$ 548,397	$ 531,180
15,000	Dominion Res Inc New Va	$ 533,668	$ 640,800
4,500	Encana Corp	$ 123,587	$ 131,040
13,000	Kraft Foods	$ 392,343	$ 409,630
10,000	JP Morgan Chase & Co	$ 399,299	$ 424,200
32,000	Penn West Energy Tr	$ 529,600	$ 765,440
20,000	Taylor Cap Group Inc	$ 242,263	$ 263,000
9,500	Telefonica SA Spain ADR	$ 645,807	$ 649,990
39,000	US Bankcorp	$ 930,067	$ 1,051,830
28,000	Wells Fargo	$ 743,161	$ 867,720
		$ 5,204,580	$ 5,884,410

JOHN D & ALEXANDRA NICHOLS FAMILY FOUNDATION
FEIN: 36-3858388
TAX YEAR ENDED: DECEMBER 31, 2010
MERRILL LYNCH PRIVATE BANKING INVESTMENT DETAIL - MUTUAL FUND

SHARES	DESCRIPTION	BOOK VALUE	FAIR MKT VALUE
108,538	EATON VANCE FLOATING	$ 750,000	$ 1,005,065
83,000	EATON VANCE LTD DUR INC	$ 1,259,643	$ 1,332,150
91,000	EATON VANCE TX-AD GL DIV	$ 1,503,204	$ 1,284,010
92,000	EATON VANCE TAX-MANAGED	$ 1,316,620	$ 968,760
		$ 4,829,467	$ 4,589,985

PREFERRED STOCK - TAYC CAPITAL TR - 10,500	FMV	238,465.	265,217.
TOTAL TO FORM 990-PF, PART II, LINE 13		13,932,068.	18,474,200.

FORM 990-PF OTHER ASSETS STATEMENT 9

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB MONEY MARKET	160,771.	0.	0.
TO FORM 990-PF, PART II, LINE 15	160,771.	0.	0.

FORM 990-PF OTHER REVENUE STATEMENT 10

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
INERGY LP - ORDINARY LOSS (UBTI)	531390	3,952.			
WLR RECOVERY - OTHER PORTFOLIO INCOME			14	-54.	
MAGELLAN MIDSTREAM PARTNERS (UBTI)	531390	-2,317.			
ENBRIDGE ENERGY K1 (UBTI)	531390	-26,775.			
INERGY LP - ORDINARY LOSS			14		
COPANO ENERGY K1 (UBTI)	531390	-775,691.			
HIGH RISE INSTITUTIONAL PARTNERS			14	13.	
BAIRD CAPITAL PARTNERS			14	250.	
COPANO ENERGY K1 S. 1231			14	-3,567.	
WORLDCOM SETTLEMENT			14	323.	
TOTAL TO FORM 990-PF, PG 11, LN 11		-800,831.		-3,035.	

STATEMENT

JOHN D. AND ALEXANDRA C. NICHOLS FAMILY FOUNDATION
FEIN 36-3858388
SCHEDULE OF CONTRIBUTION EXPENSE
DECEMBER 31, 2010

1/19/2010	Music Institute of Chicago	12,324 00
1/22/2010	Girl Scouts of America	10,000 00
2/3/2010	Doctors without Borders	200 00
2/5/2010	Apostolic Church of God	2,100 00
2/11/2010	WWCI (WTTW/WFMT)	10,000.00
2/11/2010	Music Institute of Chicago	1,431.62
2/15/2010	Music Institute of Chicago	12,324 00
3/2/2010	Boys and Girls Club of Chicago	6,000 00
3/2/2010	Harvard Varsity Club	5,000.00
3/2/2010	The Women's Board of the Field Museum	2,000.00
3/3/2010	High Jump	3,000.00
3/3/2010	School of the Art Institute	5,000 00
3/10/2010	Chicago Zoological Soc (Brookfield Zoo)	25,000 00
3/10/2010	The Chicago Botanic Garden	400 00
3/12/2010	Parkinson Foundation	500 00
3/15/2010	The Women's Board of the Art Institute	5,000 00
3/15/2010	Music Institute of Chicago	12,324 00
3/30/2010	Chicago Symphony Orchestra	10,000 00
4/5/2010	The Chiicago Council on Global Affairs	2,500.00
4/7/2010	Music Institute of Chicago	12,324.00
4/7/2010	Music Institute of Chicago	77 00
4/7/2010	WYCC TV Contribution	480 00
4/15/2010	Winnetka Historical Society	100.00
4/15/2010	Santa Barbara Museum of Art	1,000.00
4/16/2010	Music Institute of Chicago	225.00
4/20/2010	Chicago History Museum	10,000.00
4/20/2010	Chicago Humanities Festival	2,500 00
4/27/2010	Hubbard Street Dance Chicago	10,000.00
4/29/2010	Girl Scouts of America	300 00
5/6/2010	The Humane Society of the U S	1,000 00
5/12/2010	Harvard Art Museum	250 00
5/12/2010	Loomis Chaffee	25,000 00
5/13/2010	Harris Theater for Music and Dance	25,000.00
5/13/2010	Music Institute of Chicago	12,324 00
5/13/2010	Music Institute of Chicago	10,000 00
5/20/2010	The Chicago Botanic Garden	10,000 00
5/28/2010	Chicago Symphony Orchestra	5,000.00
5/28/2010	The Salvation Army	100 00
5/28/2010	Chicago Public Radio	2,500 00

6/1/2010	Erickson Institute	5,000 00
6/1/2010	Ars Viva Symphony Orchestra	1,000 00
6/3/2010	Rehabilitation Institute of Chicago	2,000 00
6/11/2010	Chicago Public Library Foundation	5,500 00
6/11/2010	Museum of Contemporary Art	1,500 00
6/17/2010	The Field Museum	6,000 00
6/17/2010	The Women's Board of the Univ. of Chicago	1,000 00
6/18/2010	Network Chicago	100,000.00
6/21/2010	Music Institute of Chicago	12,324 00
6/28/2010	Music Institute of Chicago	8,245 00
7/7/2010	Golden Apple Awards	10,000 00
7/9/2010	The Art Institute of Chicago	10,000 00
7/16/2010	Music Institute of Chicago	12,324 00
7/27/2010	Chicago Foundation for Education	25,000 00
8/16/2010	Music Institute of Chicago	12,324 00
8/16/2010	Music Institute of Chicago	50,000 00
9/13/2010	Women's Board of RIC	600 00
9/16/2010	Teach for America	10,000 00
9/20/2010	Music Institute of Chicago	28,000 00
9/20/2010	YWLCS	2,000 00
9/20/2010	The Chicago Public Education Fund	10,000 00
9/20/2010	Pathways Foundation	5,000 00
9/25/2010	Brady Center to Prevent Gun Violence	5,000 00
9/27/2010	Teach for America	100,000 00
9/28/2010	Stella Maris Parish	250 00
9/30/2010	Indian Hill Club Foundation	500 00
10/4/2010	PWDF, Inc. (Portuguese Water Dog Fdn)	250 00
10/5/2010	Music Institute of Chicago	13,818 00
10/5/2010	Museum of Science and Industry	5,000 00
10/5/2010	Whitney Museum of American Art	100 00
10/5/2010	The Chicago Botanic Garden	10,000 00
10/6/2010	American Jewish Committee	5,000 00
10/26/2010	Loomis Chaffee	10,000 00
10/26/2010	Loomis Chaffee	10,000 00
10/26/2010	Children's Memorial Fdn	1,000 00
10/26/2010	Doctors without Borders	200 00
10/27/2010	Harvard Business School Club of Chicago	1,000 00
11/2/2010	Winnetka Historical Society	1,000 00
11/6/2010	The Field Museum	500 00
11/6/2010	Harvard Magazine	250 00
11/9/2010	Horizon Hospice and Palliative Care	1,000 00
11/9/2010	Midwest Palliative and Hospice	1,000 00
11/12/2010	Music Institute of Chicago	13,818 00
11/12/2010	Harris Theater for Music and Dance	2,500 00
11/16/2010	The Kenilworth Union Church	10,000 00
11/16/2010	The Goodman Theater	10,000 00
11/16/2010	Chicago Zoological Soc.(Brookfield Zoo)	25,000 00

11/16/2010	Fnends of WInnetka/Northfield Lıbrary	100 00
11/16/2010	The Antıquarıan Socıety of the Art Instıt	250 00
11/19/2010	Urban Gateways	1,000 00
11/19/2010	Inner-Cıty Teachıng Corps	1,000 00
11/30/2010	Rubenstein Famıly Educatıon and Therapy F	1,000 00
11/30/2010	Wnters' Theatre	10,000 00
11/30/2010	Greater Chicago Food Deposıtory	1,500 00
11/30/2010	Chıcago Hıstory Museum	6,000 00
12/1/2010	Amenca Here and Now	10,000 00
12/2/2010	Allıance Francaıse de Chıcago	1,000 00
12/3/2010	Amencan Red Cross of Greater Chicago	3,000.00
12/3/2010	The Wetlands Inıtıatıve	1,000 00
12/3/2010	Phıllıps Brooks House Assoc	1,000 00
12/7/2010	Mıllennium Park, Inc.	10,000 00
12/10/2010	Chıcago Public Lıbrary Foundatıon	100 00
12/10/2010	Chıcago Publıc Lıbrary Foundatıon	250 00
12/10/2010	Openlands Project	1,000.00
12/13/2010	Music Instıtute of Chıcago	13,818.00
12/15/2010	PAWS Chıcago	100 00
12/15/2010	Harvard Busıness School	10,000 00
12/15/2010	Amencan Jewısh Commıttee	1,000 00
12/15/2010	Chıcago Shakespeare Theater	500 00
12/27/2010	Northwestern Settlement	250 00
12/27/2010	Smart Museum of Art	10,000 00
12/30/2010	Chıcago Hıstory Museum	5,000 00
12/30/2010	Junior Achıevement	25,000 00
12/30/2010	Columbıa College	5,000 00
12/30/2010	Harvard College Fund	25,000 00
12/30/2010	Harvard Dıvınıty School	2,500 00
12/30/2010	Harvard Graduate School of Educatıon	25,000 00
12/30/2010	Harvard Business School	10,000 00
12/30/2010	The Art Instıtute of Chıcago	25,000 00
12/30/2010	R I S E.	2,500 00
12/30/2010	Museum of Scıence and Industry	10,000 00
12/30/2010	Museum of Scıence and Industry	200,000 00
12/30/2010	Lyrıc Opera of Chıcago	100,000 00
12/30/2010	Harvard Art Museum	2,500 00
12/31/2010	Chıcago Symphony Orchestra	100,000 00
12/31/2010	Harrıs Theater for Musıc and Dance	2,500 00
		1,422,154 62

JOHN D AND ALEXANDRA C NICHOLS

2010 ANNUAL STATEMENT SUMMARY

Your Tax Reporting Statement information that follows is a personal summary of your account activity and is not reported to the IRS.

The Capital Gain and Loss Transaction section is provided to facilitate your review and the preparation of your tax return. In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that an election was in effect to amortize the premium paid on the purchase of taxable bonds. The gain (loss) information may not include return of capital, sales load deferral or wash sales adjustments. RICs (which may include mutual funds and unit investment trusts) may reclassify principal distributions as capital gains. The Cost Basis for these securities may not have been adjusted on your statement to reflect such reclassifications. Please refer to information provided by the RIC and discuss with your tax advisor. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount (OID) obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

Data from Forms 1099 (reportable Dividend and Interest) is also repeated in this summary for your convenience. Additionally, we have included items such as margin interest and select account fees if applicable. Please discuss the deductibility of these items with your tax advisor. For select clients, we have also included a summary of Visa charges and checking activity.

Merrill Lynch is neither a tax return preparer nor tax advisor. Please see your tax advisor for more information.

2010 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Amortization/Accretion Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
SHORT TERM CAPITAL GAINS								
3M COMPANY	1000.0000	06/29/09	05/14/10			85,042.07	59,830.00	25,212.07
		Short Term Capital Gains Subtotal				**85,042.07**	**59,830.00**	**25,212.07**
NET SHORT TERM CAPITAL GAIN (LOSS)								**25,212.07**
LONG TERM CAPITAL GAINS								
BROOKFIELD ASSET MGMT	1347.0000	01/20/06	05/14/10			33,623.11	30,469.14	3,153 97
LEUCADIA NATL CORP	2291.0000	02/17/09	05/14/10			53,811.25	32,852.94	20,958.31
3M COMPANY	2500.0000	07/07/08	05/14/10			212,605.15	176,000.00	36,605.15
	2000.0000	03/30/09	05/14/10			170,084.13	97,180.00	72,904 13
		Security Subtotal				***382,689.28***	***273,180.00***	***109,509.28***
		Long Term Capital Gains Subtotal				**470,123.64**	**336,502.08**	**133,621.56**

JOHN D AND ALEXANDRA C NICHOLS

2010 ANNUAL STATEMENT SUMMARY

2010 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Amortization/Accretion Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
LONG TERM CAPITAL LOSSES								
BROOKFIELD ASSET MGMT	87.0000	09/22/06	05/14/10			2,171.64	2,507.34	(335.70)
	293.0000	07/12/07	05/14/10			7,313.71	11,892.87	(4,579.16)
	29.0000	07/18/07	05/14/10			723.88	1,154.20	(430.32)
	140.0000	08/16/07	05/14/10			3,494.60	4,320.40	(825.80)
	50.0000	09/06/07	05/14/10			1,248.07	1,699.50	(451.43)
	100.0000	09/24/07	05/14/10			2,496.14	3,722.00	(1,225.86)
	4868.0000	10/30/07	05/14/10			121,512.51	193,746.40	(72,233.89)
		Security Subtotal				***138,960.55***	***219,042.71***	***(80,082.16)***
CANADIAN OIL SANDS TRUST	16500.0000	06/11/07	12/06/10			401,933.20	466,950.00	(65,016.80)
	8000.0000	08/03/07	12/06/10			194,876.71	247,920.00	(53,043.29)
		Security Subtotal				***596,809.91***	***714,870.00***	***(118,060.09)***
LEUCADIA NATL CORP	142.0000	01/20/06	05/14/10			3,335.31	3,456.28	(120.97)
	4067.0000	10/30/07	05/14/10			95,526.11	201,641.86	(106,115.75)
		Security Subtotal				***98,861.42***	***205,098.14***	***(106,236.72)***
		Long Term Capital Losses Subtotal				**834,631.88**	**1,139,010.85**	**(304,378.97)**
NET LONG TERM CAPITAL GAIN (LOSS)								**(170,757.41)**
TOTAL CAPITAL GAINS AND LOSSES						**1,389,797.59**	**1,535,342.93**	**(145,545.34)**
TOTAL REPORTABLE GROSS PROCEEDS						**1,389,797.59**		
DIFFERENCE						**0.00 ****		

Note: Capital gains and losses in this statement are not reported to the Internal Revenue Service.

** Difference reflects items that are included in the reportable gross proceeds section of your statement but are not included in the gain/loss section (e.g., liquidation of fractional shares and the proceeds from certain tender offers). It also reflects items that are included in the gain/loss section of your statement but not in the reportable gross proceeds section (e.g., option premium received).

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

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

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

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

Type or print File by the extended due date for filing your return See instructions	Name of exempt organization JOHN D & ALEXANDRA NICHOLS FAMILY FOUNDATION	**Employer identification number** 36-3858388
	Number, street, and room or suite no. If a P.O. box, see instructions. 900 MOUNT PLEASANT ROAD	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. WINNETKA, IL 60093	

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

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

• The books are in the care of ▶ JOHN D. NICHOLS 900 MT. PLEASANT ROAD - WINNETKA, IL 60093

Telephone No. ▶ 847-441-6592 FAX No. ▶

• If the organization does not have an office or place of business in the United States, check this box ▶ [ ]

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

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

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

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

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED IN ORDER TO GATHER ALL INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE TAX RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 49,214.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 49,214.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification

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

Signature ▶ Title ▶ CPA Date ▶ 8/3/11

023842
01-24-11

Form **8868** (Rev. January 2011) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

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

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

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www.irs.gov/efile* 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 JOHN D & ALEXANDRA NICHOLS FAMILY FOUNDATION	Employer identification number 36-3858388
	Number, street, and room or suite no. If a P.O. box, see instructions. 900 MOUNT PLEASANT ROAD	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. WINNETKA, IL 60093	

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

- The books are in the care of ▶ JOHN D. NICHOLS 900 MT. PLEASANT ROAD - WINNETKA, IL 60093
  Telephone No. ▶ 847-441-6592 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ____. If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2011, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] 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	$ 49,214.
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	$ 34,214.
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	$ 15,000.

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.