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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2010

Department of the Treasury
Internal Revenue Service

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

For calendar year 2010, or tax year beginning

, and ending

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

Name of foundation

ROTONDA FOUNDATION

A Employer identification number

36-3866527

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

191 N. WACKER DRIVE

Room/suite

1500

B Telephone number

312-621-0590

City or town, state, and ZIP code

CHICAGO, IL 60606-1899

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

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

H Check type of organization ☒ Section 501(c)(3) exempt private 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 ☐

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

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

\$ 15,237,208.

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).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received

2 Check ☒ if the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

4,015.

4,015.

STATEMENT 2

4 Dividends and interest from securities

266,766.

266,766.

STATEMENT 3

5a Gross rents

<13,346.>

<13,346.>

STATEMENT 4

b Net rental income or (loss) <13,346.>

659,498.

STATEMENT 1

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 1,208,985.

7 Capital gain net income (from Part IV, line 2)

624,798.

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)

208,671.

207,143.

STATEMENT 5

11 Other income

1,125,604.

1,089,376.

12 Total. Add lines 1 through 11

0.

0.

0.

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees STMT 6 265. 0. 265.

b Accounting fees STMT 7 7,165. 3,583. 3,582.

c Other professional fees

17 Interest

18 Taxes STMT 8 33,989. 3,285. 15.

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses STMT 9 271,993. 269,880. 0.

24 Total operating and administrative expenses. Add lines 13 through 23

313,412.

276,748.

3,862.

25 Contributions, gifts, grants paid

606,049.

1,591,049.

26 Total expenses and disbursements. Add lines 24 and 25

919,461.

276,748.

1,594,911.

27 Subtract line 26 from line 12.

206,143.

812,628.

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

N/A

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Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	775,815.	299,384.	299,384.
	3 Accounts receivable ▶ 607,080.		607,080.	607,080.
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 10	560,356.	230,740.	1.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	15,838,240.	15,335,657.	14,329,572.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 12)	79,092.	1,171.	1,171.
	16 Total assets (to be completed by all filers)	17,253,503.	16,474,032.	15,237,208.
	17 Accounts payable and accrued expenses	2,733.	3,619.	
	18 Grants payable	4,555,000.	3,570,000.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 13)	15,000.	13,500.	
	23 Total liabilities (add lines 17 through 22)	4,572,733.	3,587,119.	
	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	10,000.	10,000.	
	29 Retained earnings, accumulated income, endowment, or other funds	12,670,770.	12,876,913.	
	30 Total net assets or fund balances	12,680,770.	12,886,913.	
	31 Total liabilities and net assets/fund balances	17,253,503.	16,474,032.	

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	12,680,770.
2 Enter amount from Part I, line 27a	2	206,143.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	12,886,913.
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	12,886,913.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1,208,985.		584,187.	624,798.

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

(i) FMV 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			624,798.

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	624,798.
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	2,569,735.	14,706,405.	.174736
2008	2,463,962.	21,551,294.	.114330
2007	2,845,976.	24,112,255.	.118030
2006	1,725,405.	20,624,749.	.083657
2005	1,548,257.	19,270,653.	.080343

2 Total of line 1, column (d)	2	.571096
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	.114219
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	15,658,921.
5 Multiply line 4 by line 3	5	1,788,546.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,126.
7 Add lines 5 and 6	7	1,796,672.
8 Enter qualifying distributions from Part XII, line 4 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	8	1,594,911.

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	16,253.
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	16,253.
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	16,253.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	32,500.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	7,500.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	40,000.	
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	23,747.	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax ☐ 5,000. Refunded ☐	11	18,747.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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.	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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	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? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>WILLIAM HARRIS INVESTORS, INC.</u> Telephone no ► <u>312-621-0590</u> Located at ► <u>191 NORTH WACKER DRIVE, SUITE 1500, CHICAGO, IL</u> ZIP+4 ► <u>60606-1899</u>			
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 <u>N/A</u>			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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) <u>N/A</u>	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.)	3b	X
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 ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		0.	0.	0.

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

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

Total number of other employees paid over \$50,000

▶ 0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
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.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,168,851.
b	Average of monthly cash balances	1b	983,002.
c	Fair market value of all other assets	1c	13,745,529.
d	Total (add lines 1a, b, and c)	1d	15,897,382.
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	15,897,382.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	238,461.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,658,921.
6	Minimum investment return. Enter 5% of line 5	6	782,946.

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	782,946.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	16,253.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	1,261.
c	Add lines 2a and 2b	2c	17,514.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	765,432.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	765,432.
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	765,432.

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	1,594,911.
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	1,594,911.
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	1,594,911.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				765,432.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				1,768,334.
d From 2008				2,469,054.
e From 2009				2,569,735.
f Total of lines 3a through e	6,807,123.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 1,594,911.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	1,594,911.			
d Applied to 2010 distributable amount				0.
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))	765,432.			765,432.
6 Enter the net total of each column as indicated below:	7,636,602.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	7,636,602.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				1,002,902.
c Excess from 2008				2,469,054.
d Excess from 2009				2,569,735.
e Excess from 2010				1,594,911.

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)

- 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

[illegible]

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))

SEE STATEMENT 15

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

NONE

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

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

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

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE ATTACHMENT	N/A	PUBLIC	INSTITUTIONAL SUPPORT	1,591,049.
Total			▶ 3a	1,591,049.
b Approved for future payment ST. LOUIS ART MUSEUM FOUNDATION	N/A	PUBLIC	INSTITUTIONAL SUPPORT	50,000.
Total			▶ 3b	50,000.

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. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature _____

Date _____

Check ☐
self-employed

PTIN

ASHLEY SIWULA

Firm's name ► DELOITTE TAX LLP

Firm's EIN ▶

Firm's address ► 111 S WACKER DRIVE
CHICAGO, IL 60606-4301

Phone no 312-486-1000

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	SHORT-TERM CAPITAL LOSS FROM PANACEA FUND, LLC K-	P	VARIOUS	VARIOUS
b	SHORT-TERM CAPITAL GAIN FROM WHI GROWTH FUND, LP	P	VARIOUS	VARIOUS
c	SHORT-TERM CAPITAL GAIN FROM WHI FIXED INCOME FUN	P	VARIOUS	VARIOUS
d	SHORT-TERM CAPITAL GAIN FROM WHI FIXED INCOME FUN	P	VARIOUS	VARIOUS
e	SHORT-TERM CAPITAL GAIN FROM WHI MORULA FUND II K	P	VARIOUS	VARIOUS
f	SHORT-TERM CAPITAL GAIN FROM WHI NFP FUND, LLC K-	P	VARIOUS	VARIOUS
g	SHORT-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY M	P	VARIOUS	VARIOUS
h	SHORT-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY M	P	VARIOUS	VARIOUS
i	SHORT-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY M	P	VARIOUS	VARIOUS
j	SHORT-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY M	P	VARIOUS	VARIOUS
k	SHORT-TERM CAPITAL GAIN FROM WHI REAL ESTATE PART	P	VARIOUS	VARIOUS
l	SHORT-TERM CAPITAL LOSS FROM WHI REALTY FUND II K	P	VARIOUS	VARIOUS
m	SHORT-TERM CAPITAL GAIN FROM WHI REALTY FUND LLC	P	VARIOUS	VARIOUS
n	SHORT-TERM CAPITAL GAIN FROM WHI TECHNOLOGY FUND,	P	VARIOUS	VARIOUS
o	LONG-TERM CAPITAL GAIN FROM HARRIS VENTURE FUND,	P	VARIOUS	VARIOUS

(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		7,889.	<7,889.>
b	100,934.		100,934.
c	541.		541.
d	8,113.		8,113.
e	304.		304.
f	39,828.		39,828.
g	18,141.		18,141.
h	1,743.		1,743.
i	39,861.		39,861.
j	6,787.		6,787.
k	157.		157.
l		903.	<903.>
m	478.		478.
n	16,352.		16,352.
o	1,678.		1,678.

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

(i) FMV 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			<7,889.>
b			100,934.
c			541.
d			8,113.
e			304.
f			39,828.
g			18,141.
h			1,743.
i			39,861.
j			6,787.
k			157.
l			<903.>
m			478.
n			16,352.
o			1,678.

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

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

2

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	LONG-TERM CAPITAL LOSS FROM PANACEA FUND, LLC K-1	P	VARIOUS	VARIOUS
b	LONG-TERM CAPITAL GAIN FROM WHI GROWTH FUND, LP K	P	VARIOUS	VARIOUS
c	LONG-TERM CAPITAL LOSS FROM WHI FIXED INCOME FUND	P	VARIOUS	VARIOUS
d	LONG-TERM CAPITAL GAIN FROM WHI FIXED INCOME FUND	P	VARIOUS	VARIOUS
e	LONG-TERM CAPITAL LOSS FROM WHI FIXED INCOME FUND	P	VARIOUS	VARIOUS
f	LONG-TERM CAPITAL LOSS FROM WHI NFP FUND, LLC K-1	P	VARIOUS	VARIOUS
g	LONG-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MA	P	VARIOUS	VARIOUS
h	LONG-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MA	P	VARIOUS	VARIOUS
i	LONG-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MA	P	VARIOUS	VARIOUS
j	LONG-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MA	P	VARIOUS	VARIOUS
k	LONG-TERM CAPITAL GAIN FROM WHI REALTY FUND II, L	P	VARIOUS	VARIOUS
l	LONG-TERM CAPITAL LOSS FROM WHI REALTY FUND LLC K	P	VARIOUS	VARIOUS
m	LONG-TERM CAPITAL GAIN FROM WHI TECHNOLOGY FUND,	P	VARIOUS	VARIOUS
n	15362 SHS MICRUS ENDOVASCULAR	P	VARIOUS	VARIOUS
o	592 SHS GENZYME CORP	P	VARIOUS	VARIOUS

(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		77,028.	<77,028.>
b	277,041.		277,041.
c		41,160.	<41,160.>
d	60,938.		60,938.
e		25,168.	<25,168.>
f		25,164.	<25,164.>
g	22,416.		22,416.
h	865.		865.
i	38,598.		38,598.
j	46,669.		46,669.
k	4,803.		4,803.
l		4,520.	<4,520.>
m	62,244.		62,244.
n	356,170.	101,038.	255,132.
o	40,888.	191,083.	<150,195.>

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

(i) FMV 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			<77,028.>
b			277,041.
c			<41,160.>
d			60,938.
e			<25,168.>
f			<25,164.>
g			22,416.
h			865.
i			38,598.
j			46,669.
k			4,803.
l			<4,520.>
m			62,244.
n			255,132.
o			<150,195.>

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

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

2

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	960 SHS GTC BIOTHERAPEUTICS, INC.	P	VARIOUS	VARIOUS
b	LONG-TERM CAPITAL GAIN FROM MICRUS WARRANTS FROM	P	VARIOUS	VARIOUS
c	SECTION 1256 GAIN FROM WHI PRIVATE EQUITY MANAGER	P	VARIOUS	VARIOUS
d	SECTION 1256 LOSS FROM WHI PRIVATE EQUITY MANAGER	P	VARIOUS	VARIOUS
e	SECTION 1256 GAIN FROM WHI REALTY FUND, LLC K-1	P	VARIOUS	VARIOUS
f	SECTION 1231 LOSS FROM WHI FIXED INCOME FUND III,	P	VARIOUS	VARIOUS
g	SECTION 1231 LOSS FROM WHI PRIVATE EQUITY MANAGER	P	VARIOUS	VARIOUS
h	SECTION 1231 LOSS FROM WHI PRIVATE EQUITY MANAGER	P	VARIOUS	VARIOUS
i	SECTION 1231 LOSS FROM WHI PRIVATE EQUITY MANAGER	P	VARIOUS	VARIOUS
j	SECTION 1231 GAIN FROM WHI REALTY FUND II K-1	P	VARIOUS	VARIOUS
k	SECTION 1231 GAIN FROM WHI REALTY FUND, LLC K-1	P	VARIOUS	VARIOUS
l	UBI CAPITAL LOSS FROM WHI FIXED INCOME FUND II, L	P	VARIOUS	VARIOUS
m	UBI CAPITAL GAIN FROM WHI FIXED INCOME FUND III,	P	VARIOUS	VARIOUS
n	UBI CAPITAL GAIN FROM WHI FIXED INCOME FUND K-1	P	VARIOUS	VARIOUS
o	UBI CAPITAL GAIN FROM WHI NFP FUND, LLC K-1	P	VARIOUS	VARIOUS

(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 288.		29,417.	<29,129.>
b		8,079.	<8,079.>
c 20.			20.
d		37.	<37.>
e 24.			24.
f		3.	<3.>
g		187.	<187.>
h		16.	<16.>
i		293.	<293.>
j 561.			561.
k 14,160.			14,160.
l			0.
m 160.		160.	0.
n 1,650.		1,650.	0.
o 448.		448.	0.

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

(i) FMV 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			<29,129.>
b			<8,079.>
c			20.
d			<37.>
e			24.
f			<3.>
g			<187.>
h			<16.>
i			<293.>
j			561.
k			14,160.
l			0.
m			0.
n			0.
o			0.

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

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

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	UBI CAPITAL LOSS FROM WHI PRIVATE EQUITY MANAGERS	P	VARIOUS	VARIOUS
b	UBI CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS	P	VARIOUS	VARIOUS
c	UBI CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS	P	VARIOUS	VARIOUS
d	UBI CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS	P	VARIOUS	VARIOUS
e	UBI CAPITAL GAIN FROM WHI REALTY FUND, LLC K-1	P	VARIOUS	VARIOUS
f	UBI RECLASS	P	VARIOUS	VARIOUS
g	BERKSHIRE REALTY COMPANY INC. SECURITIES	P	VARIOUS	VARIOUS
h	SANFORD BERNSTEIN CAPITAL GAIN DISTRIBUTIONS	P	VARIOUS	VARIOUS
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			0.
b	346.	346.	0.
c	21,155.	21,155.	0.
d	3,361.	3,361.	0.
e	10,382.	10,382.	0.
f		34,700.	<34,700.>
g	137.		137.
h	10,744.		10,744.
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) FMV 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			0.
b			0.
c			0.
d			0.
e			0.
f			<34,700.>
g			137.
h			10,744.
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	624,798.
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 GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT-TERM CAPITAL LOSS FROM PANACEA FUND, LLC K-1	PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
0.	0.	7,889.	0.
			(F) GAIN OR LOSS
			<7,889.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT-TERM CAPITAL GAIN FROM WHI GROWTH FUND, LP K-1	PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
100,934.	0.	0.	0.
			(F) GAIN OR LOSS
			100,934.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT-TERM CAPITAL GAIN FROM WHI FIXED INCOME FUND II, LLC K-1	PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
541.	0.	0.	0.
			(F) GAIN OR LOSS
			541.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT-TERM CAPITAL GAIN FROM WHI FIXED INCOME FUND III, LP K-1	8,113.	0.	0.	0.	8,113.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT-TERM CAPITAL GAIN FROM WHI MORULA FUND II K-1	304.	0.	0.	0.	304.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT-TERM CAPITAL GAIN FROM WHI NFP FUND, LLC K-1	39,828.	0.	0.	0.	39,828.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND II K-1	18,141.	0.	0.	0.	18,141.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	1,743.	0.	0.	0.	1,743.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	39,861.	0.	0.	0.	39,861.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	6,787.	0.	0.	0.	6,787.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT-TERM CAPITAL GAIN FROM WHI REAL ESTATE PARTNERS FUND I-F K-1	157.	0.	0.	0.	157.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT-TERM CAPITAL LOSS FROM WHI REALTY FUND II K-1	0.	0.	903.	0.	<903.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT-TERM CAPITAL GAIN FROM WHI REALTY FUND LLC K-1	478.	0.	0.	0.	478.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT-TERM CAPITAL GAIN FROM WHI TECHNOLOGY FUND, LLC K-1	16,352.	0.	0.	0.	16,352.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG-TERM CAPITAL GAIN FROM HARRIS VENTURE FUND, LLC K-1	1,678.	0.	0.	0.	1,678.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG-TERM CAPITAL LOSS FROM PANACEA FUND, LLC K-1	0.	0.	77,028.	0.	<77,028.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG-TERM CAPITAL GAIN FROM WHI GROWTH FUND, LP K-1	277,041.	0.	0.	0.	277,041.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG-TERM CAPITAL LOSS FROM WHI FIXED INCOME FUND II, LLC K-1	0.	0.	41,160.	0.	<41,160.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG-TERM CAPITAL GAIN FROM WHI FIXED INCOME FUND III, LP K-1	60,938.	0.	0.	0.	60,938.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG-TERM CAPITAL LOSS FROM WHI FIXED INCOME FUND K-1	0.	0.	25,168.	0.	<25,168.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG-TERM CAPITAL LOSS FROM WHI NFP FUND, LLC K-1	0.	0.	25,164.	0.	<25,164.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND II K-1	22,416.	0.	0.	0.	22,416.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	865.	0.	0.	0.	865.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	38,598.	0.	0.	0.	38,598.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG-TERM CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	46,669.	0.	0.	0.	46,669.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG-TERM CAPITAL GAIN FROM WHI REALTY FUND II, LLC K-1	4,803.	0.	0.	0.	4,803.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG-TERM CAPITAL LOSS FROM WHI REALTY FUND LLC K-1	0.	0.	4,520.	0.	<4,520.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG-TERM CAPITAL GAIN FROM WHI TECHNOLOGY FUND, LLC K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
62,244.	0.	0.	0.	62,244.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
15362 SHS MICRUS ENDOVASCULAR	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
356,170.	101,038.	0.	0.	255,132.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
592 SHS GENZYME CORP		PURCHASED		VARIOUS	VARIOUS
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
	40,888.	191,083.	0.	0.	<150,195.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
960 SHS GTC BIOTHERAPEUTICS, INC.	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
288.	29,417.	0.	0.	<29,129.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG-TERM CAPITAL GAIN FROM MICRUS WARRANTS FROM 2005	0.	0.	8,079.	0.	<8,079.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1256 GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND II K-1	20.	0.	0.	0.	20.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1256 LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	0.	0.	37.	0.	<37.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1256 GAIN FROM WHI REALTY FUND, LLC K-1	24.	0.	0.	0.	24.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1231 LOSS FROM WHI FIXED INCOME FUND III, LP K-1	0.	0.	3.	0.	<3.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1231 LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	0.	0.	187.	0.	<187.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1231 LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	0.	0.	16.	0.	<16.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1231 LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	0.	0.	293.	0.	<293.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1231 GAIN FROM WHI REALTY FUND II K-1	561.	0.	0.	0.	561.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1231 GAIN FROM WHI REALTY FUND, LLC K-1	14,160.	0.	0.	0.	14,160.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI CAPITAL LOSS FROM WHI FIXED INCOME FUND II, LLC K-1	0.	0.	2,772.	0.	<2,772.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI CAPITAL GAIN FROM WHI FIXED INCOME FUND III, LP K-1	160.	0.	0.	0.	160.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI CAPITAL GAIN FROM WHI FIXED INCOME FUND K-1	1,650.	0.	0.	0.	1,650.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI CAPITAL GAIN FROM WHI NFP FUND, LLC K-1	448.	0.	0.	0.	448.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI CAPITAL LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND II K-1	0.	0.	30.	0.	<30.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	346.	0.	0.	0.	346.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	21,155.	0.	0.	0.	21,155.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI CAPITAL GAIN FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	3,361.	0.	0.	0.	3,361.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI CAPITAL GAIN FROM WHI REALTY FUND, LLC K-1	10,382.	0.	0.	0.	10,382.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UBI RECLASS	0.	0.	34,700.	0.	<34,700.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
BERKSHIRE REALTY COMPANY INC. SECURITIES	137.	0.	0.	0.	137.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SANFORD BERNSTEIN CAPITAL GAIN DISTRIBUTIONS	10,744.	0.	0.	0.	10,744.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	659,498.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
CHASE INTEREST	1.
INTEERST FROM IRS TREASURY	3,688.
WHI AGENCY INTEREST	326.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	4,015.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME FROM HARRIS VENTURE FUND, LLC K-1	1.	0.	1.
DIVIDEND INCOME FROM PANACEA FUND, LLC K-1	811.	0.	811.
DIVIDEND INCOME FROM WHI FIXED INCOME FUND II, LLC K-1	1,640.	0.	1,640.
DIVIDEND INCOME FROM WHI FIXED INCOME FUND III, L.P. K-1	329.	0.	329.
DIVIDEND INCOME FROM WHI FIXED INCOME FUND K-1	8.	0.	8.
DIVIDEND INCOME FROM WHI GROWTH FUND, L.P. K-1	29,161.	0.	29,161.
DIVIDEND INCOME FROM WHI NFP FUND, LLC K-1	6,674.	0.	6,674.
DIVIDEND INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND II K-1	965.	0.	965.
DIVIDEND INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	795.	0.	795.
DIVIDEND INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	956.	0.	956.
DIVIDEND INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	11,648.	0.	11,648.
DIVIDEND INCOME FROM WHI REALTY FUND II, LLC K-1	1,881.	0.	1,881.
DIVIDEND INCOME FROM WHI REALTY FUND, LLC K-1	1,259.	0.	1,259.
DIVIDEND INCOME FROM WHI TECHNOLOGY FUND, LLC K-1	4,235.	0.	4,235.
INTEREST FROM JDI MONTCLAIR, LLC K-1	26.	0.	26.
INTEREST FROM U.S. OBLIGATIONS FROM HARRIS VENTURE PARTNERS, LLC K-1	2.	0.	2.
INTEREST FROM U.S. OBLIGATIONS FROM WHI FIXED INCOME FUND III, L.P. K-1	328.	0.	328.
INTEREST FROM U.S. OBLIGATIONS FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	148.	0.	148.
INTEREST FROM U.S. OBLIGATIONS FROM WHI PRIVATE EQUITY MANANGERS FUND K-1	2.	0.	2.
INTEREST FROM WHI FIXED INCOME FUND II, LLC K-1	52,021.	0.	52,021.
INTEREST FROM WHI FIXED INCOME FUND III, L.P. K-1	16,957.	0.	16,957.
INTEREST FROM WHI FIXED INCOME FUND K-1	9,760.	0.	9,760.

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INTEREST FROM WHI MORULA FUND, LLC K-1	4,783.	0.	4,783.
INTEREST FROM WHI NFP FUND LP K-1	19,325.	0.	19,325.
INTEREST FROM WHI PRIVATE EQUITY MANAGERS FUND II K-1	7,073.	0.	7,073.
INTEREST FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	1,459.	0.	1,459.
INTEREST FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	32,219.	0.	32,219.
INTEREST FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	10,974.	0.	10,974.
INTEREST FROM WHI REAL ESTATE PARTNERS I-F, LP K-1	1,282.	0.	1,282.
INTEREST FROM WHI REALTY FUND II, LP K-1	2,767.	0.	2,767.
INTEREST FROM WHI REALTY FUND III, LP K-1	671.	0.	671.
INTEREST FROM WHI REALTY FUND, LLC K-1	2,389.	0.	2,389.
INTEREST FROM WHI TECHNOLOGY FUND, LLC K-1	98.	0.	98.
INTEREST FROM WHI VENTURE FUND I, K-1	6.	0.	6.
SANFORD BERNSTEIN DIVIDENDS SECTION 988 INCOME FROM WHI FIXED INCOME FUND II, LLC K-1	38,799.	0.	38,799.
SECTION 988 INCOME FROM WHI FIXED INCOME FUND III, L.P. K-1	1,408.	0.	1,408.
SECTION 988 INCOME FROM WHI FIXED INCOME FUND, L.P. K-1	478.	0.	478.
SECTION 988 INCOME FROM WHI FIXED INCOME FUND, L.P. K-1	<1,502.>	0.	<1,502.>
SECTION 988 INCOME FROM WHI NFP FUND, LLC K-1	2,857.	0.	2,857.
SECTION 988 INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND II K-1	<332.>	0.	<332.>
SECTION 988 INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	70.	0.	70.
SECTION 988 INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	72.	0.	72.
SECTION 988 INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	695.	0.	695.
SECTION 988 INCOME FROM WHI REALTY FUND II, LLC K-1	583.	0.	583.
SECTION 988 INCOME FROM WHI REALTY FUND, LLC K-1	985.	0.	985.
TOTAL TO FM 990-PF, PART I, LN 4	266,766.	0.	266,766.

FORM 990-PF	RENTAL INCOME	STATEMENT	4
KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME	
RENTAL INCOME FROM WHI NFP FUND, LLC K-1	1	<207.>	
RENTAL INCOME FROM WHI PRIVATE EQUITY FUND IV K-1	2	<638.>	
RENTAL INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND, LLC K-1	3	<949.>	
RENTAL INCOME FROM WHI REALTY FUND, LP K-1	4	7.	
RENTAL INCOME FROM WHI REALTY FUND II, LP K-1	5	5.	
OTHER RENTAL INCOME FROM WHI REALTY FUND, LP K-1	6	<7,701.>	
OTHER RENTAL INCOME FROM WHI NFP FUND LLC, K-1	7	<105.>	
OTHER RENTAL INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	8	4.	
OTHER RENTAL INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND IV LLC, K-1	9	<293.>	
OTHER RENTAL INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND LLC, K-1	10	75.	
OTHER RENTAL INCOME FROM WHI FIXED INCOME FUND III LLC, K-1	11	<11.>	
OTHER RENTAL INCOME FROM WHI REAL ESTATE PARTNERS I-F, LP K-1	12	<128.>	
OTHER RENTAL INCOME FROM WHI REALTY FUND II, LP K-1	13	<1,546.>	
OTHER RENTAL INCOME FROM WHI REALTY FUND III, LP K-1	14	<1,859.>	
TOTAL TO FORM 990-PF, PART I, LINE 5A		<13,346.>	

FORM 990-PF	OTHER INCOME	STATEMENT	5
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY LOSS FROM WHI FIXED INCOME FUND II, LLC K-1	<48.>	<48.>	
ORDINARY INCOME FROM WHI FIXED INCOME FUND III, LP K-1	862.	862.	
ORDINARY LOSS FROM WHI MORULA FUND, LP K-1	<72.>	<72.>	
ORDINARY INCOME FROM WHI NFP FUND, LLC K-1	1,451.	1,451.	
ORDINARY LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND II, LP K-1	<363.>	<363.>	
ORDINARY LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND III, LP K-1	<3,303.>	<3,303.>	
ORDINARY LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND IV, LP K-1	<5,443.>	<5,443.>	

ORDINARY INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	4,311.	4,311.
ORDINARY LOSS FROM WHI REALTY FUND III, LP K-1	<946.>	<946.>
ORDINARY INCOME FROM WHI REALTY FUND II, LP K-1	8,100.	8,100.
ORDINARY LOSS FROM WHI REALTY FUND, LLC K-1	<10,791.>	<10,791.>
ORDINARY LOSS FROM WHI VENTURE FUND, I K-1	<183.>	<183.>
OTHER PORTFOLIO INCOME FROM PANACEA FUND, LP K-1	353.	353.
OTHER PORTFOLIO INCOME FROM WHI GROWTH FUND, LP K-1	2,057.	2,057.
OTHER PORTFOLIO INCOME FROM FIXED INCOME FUND II, LLC K-1	1,592.	1,592.
OTHER PORTFOLIO INCOME FROM FIXED INCOME FUND III, LP K-1	4,700.	4,700.
OTHER PORTFOLIO INCOME FROM FIXED INCOME FUND, LLC K-1	34.	34.
OTHER PORTFOLIO INCOME FROM WHI NFP FUND, LLC K-1	177,725.	177,725.
OTHER PORTFOLIO INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND II K-1	1,524.	1,524.
OTHER PORTFOLIO INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	63.	63.
OTHER PORTFOLIO INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	5,654.	5,654.
OTHER PORTFOLIO INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	4,485.	4,485.
OTHER PORTFOLIO INCOME FROM WHI REALTY FUND II, LLC K-1	1,933.	1,933.
OTHER PORTFOLIO INCOME FROM WHI REALTY FUND, LLC K-1	1,919.	1,919.
OTHER PORTFOLIO INCOME FROM WHI TECHNOLOGY FUND, LLC K-1	286.	286.
OTHER INCOME FROM WHI FIXED INCOME FUND III, LP K-1	1,766.	1,766.
OTHER LOSS FROM WHI NFP FUND, LLC K-1	<1,705.>	<1,705.>
OTHER LOSS FROM WHI PRIVATE EQUITY MANAGERS FUND II K-1	<336.>	<336.>
OTHER INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	259.	259.
OTHER INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	44.	44.
OTHER INCOME FROM WHI PRIVATE EQUITY MANAGERS FUNDS K-1	5,265.	5,265.
OTHER LOSS FROM WHI REALTY FUND II, LP K-1	<21.>	<21.>
OTHER INCOME FROM WHI REALTY FUND, LLC K-1	5,739.	5,739.
ORDINARY UBI FROM WHI FIXED INCOME FUND II, LLC K-1	<1,895.>	0.

ORDINARY UBI FROM WHI FIXED INCOME FUND III, LP K-1	1,477.	0.
ORDINARY UBI FROM WHI FIXED INCOME FUND K-1	501.	0.
ORDINARY UBI FROM WHI NFP FUND, LLC K-1	<2,527.>	0.
ORDINARY UBI FROM WHI PRIVATE EQUITY MANAGERS FUND II, LP K-1	<2,255.>	0.
ORDINARY UBI FROM WHI PRIVATE EQUITY MANAGERS FUND III, LP K-1	<2,734.>	0.
ORDINARY UBI FROM WHI PRIVATE EQUITY MANAGERS FUND IV, LP K-1	3,919.	0.
ORDINARY UBI FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	<5,834.>	0.
ORDINARY UBI FROM WHI REALTY FUND II, LP K-1	11,199.	0.
ORDINARY UBI FROM WHI REALTY FUND, LLC K-1	<2,045.>	0.
UBI RECLASS	194.	194.
ROYALTY INCOME FROM WHI NFP FUND LLC K-1	21.	21.
ROYALTY INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND IV, LP K-1	14.	14.
ROYALTY INCOME FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	3.	3.
NONTAXABLE INCOME	1,722.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	208,671.	207,143.

FORM 990-PF	LEGAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	265.	0.		265.
TO FM 990-PF, PG 1, LN 16A	265.	0.		265.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAX ADVISORY FEES	7,165.	3,583.		3,582.	
TO FORM 990-PF, PG 1, LN 16B	7,165.	3,583.		3,582.	

FORM 990-PF	TAXES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAX PAYMENTS	25,942.	0.		0.	
FOREIGN TAXES FROM WHI GROWTH FUND, LP K-1	414.	414.		0.	
FOREIGN TAXES FROM WHI FIXED INCOME FUND II, LLC K-1	235.	235.		0.	
FOREIGN TAXES FROM WHI FIXED INCOME FUND III, LP K-1	5.	5.		0.	
FOREIGN TAXES FROM WHI NFP FUND, LLC K-1	1,162.	1,162.		0.	
FOREIGN TAXES FROM WHI PRIVATE EQUITY MANAGERS FUND II K-1	14.	14.		0.	
FOREIGN TAXES FROM WHI PRIVATE EQUITY MANAGERS FUND III K-1	102.	102.		0.	
FOREIGN TAXES FROM WHI PRIVATE EQUITY MANAGERS FUND IV K-1	396.	396.		0.	
FOREIGN TAXES FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	863.	863.		0.	
FOREIGN TAXES FROM WHI REALTY FUND II, LLC K-1	13.	13.		0.	
FOREIGN TAXES FROM WHI REALTY FUND, LLC K-1	223.	26.		0.	
FOREIGN TAXES FROM WHI TECHNOLOGY FUND, LLC K-1	55.	55.		0.	
STATE TAXES PAID	4,515.	0.		15.	
STATE TAXES PAID FROM WHI REALTY FUND, LLC K-1	50.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	33,989.	3,285.		15.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM HARRIS VENTURE PARTNERS LLC K-1	192.	192.			0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM JDI MONTCLAIR LLC K-1	1,724.	1,724.			0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM PANACEA FUND, LLC K-1	5,273.	5,273.			0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI GROWTH FUND K-1	37,598.	37,598.			0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI FIXED INCOME FUND II K-1	19,415.	19,415.			0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI FIXED INCOME FUND III K-1	7,499.	7,499.			0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI FIXED INCOME FUND, LLC K-1	1,979.	1,979.			0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FORM WHI MORULA FUND II K-1	11,693.	11,693.			0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FORM WHI NFP FUND, LLC K-1	52,601.	52,601.			0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI PRIVATE EQUITY FUND II K-1	16,565.	16,565.			0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI PRIVATE EQUITY FUND III K-1	4,435.	4,435.			0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI PRIVATE EQUITY FUND IV K-1	20,253.	20,253.			0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI PRIVATE EQUITY MANAGERS K-1	25,929.	25,929.			0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI REAL ESTATE PARTNERS LP K-1	559.	559.			0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI REALTY FUND III, LP K-1	8,722.	8,722.			0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI REALTY FUND II, LP K-1	795.	795.			0.

DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI REALTY FUND, LLC K-1	5,953.	5,953.	0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI TECHNOLOGY FUND, LLC K-1	6,300.	6,300.	0.
DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM WHI VENTURE FUND I K-1	70.	70.	0.
DEDUCTIONS - MISCELLANEOUS NON 2% FROM WHI NFP FUND, LLC K-1	22.	22.	0.
DEDUCTIONS - MISCELLANEOUS NON 2% FROM WHI PRIVATE EQUITY MANAGERS III K-1	3.	3.	0.
DEDUCTIONS - MISCELLANEOUS NON 2% FROM WHI PRIVATE EQUITY MANAGERS IV K-1	26.	26.	0.
DEDUCTIONS - MISCELLANEOUS NON 2% FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	<108.>	<108.>	0.
DEDUCTIONS - MISCELLANEOUS NON 2% FROM WHI REALTY FUND II, LLC K-1	5.	5.	0.
DEDUCTIONS - MISCELLANEOUS NON 2% FROM WHI REALTY FUND III, LLC K-1	12.	12.	0.
DEDUCTIONS - MISCELLANEOUS NON 2% FROM WHI REALTY FUND, LLC K-1	167.	167.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI GROWTH FUND K-1	567.	567.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI FIXED INC II K-1	7,769.	7,769.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI FIXED INC III K-1	989.	989.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI FIXED INCOME K-1	340.	340.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI MORULA II, LP K-1	4,438.	4,438.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI NFP FUND, LLC K-1	4,306.	4,306.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI PRIVATE II K-1	491.	491.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI PRIVATE III K-1	492.	492.	0.

INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI PRIVATE IV K-1	3,118.	3,118.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI PRIVATE K-1	3,916.	3,916.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI REAL ESTATE K-1	25.	25.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI REALTY III K-1	112.	112.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI REALTY II K-1	860.	860.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI REALTY LLC K-1	242.	242.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE A FROM WHI TECHNOLOGY K-1	14.	14.	0.
INTEREST EXPENSE ON INVESTMENT DEBTS - SCHEDULE E FROM WHI FIXED III K-1	1,080.	1,080.	0.
CHARITABLE CONTRIBUTION EXPENSE FROM WHI FIXED INCOME FUND III, LP K-1	1.	1.	0.
CHARITABLE CONTRIBUTION EXPENSE FROM WHI PRIVATE EQUITY MANAGERS III K-1	2.	2.	0.
CHARITABLE CONTRIBUTION EXPENSE FROM WHI PRIVATE EQUITY MANAGERS IV K-1	1.	1.	0.
CHARITABLE CONTRIBUTION EXPENSE FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	310.	310.	0.
CHARITABLE CONTRIBUTION EXPENSE FROM WHI REAL ESTATE PARTENRS LP K-1	2.	2.	0.
CHARITABLE CONTRIBUTION EXPENSE FROM WHI REALTY FUND II, LP K-1	6.	6.	0.
CHARITABLE CONTRIBUTION EXPENSE FROM WHI REALTY FUND III, LP K-1	13.	13.	0.
CHARITABLE CONTRIBUTION EXPENSE FROM WHI REALTY FUND, LLC K-1	4.	4.	0.
SECTION 179 EXPENSE DEDUCTION FROM WHI PRIVATE EQUITY MANAGERS FUND K-1	16.	16.	0.
SECTION 59(E)(2) EXPENDITURES FROM WHI PRIVATE EQUITY II K-1	178.	178.	0.

SECTION 59(E)(2)			
EXPENDITURES FROM WHI			
PRIVATE EQUITY III K-1	11.	11.	0.
SECTION 59(E)(2)			
EXPENDITURES FROM WHI			
PRIVATE EQUITY IV K-1	5.	5.	0.
SECTION 59(E)(2)			
EXPENDITURES FROM WHI			
PRIVATE EQUITY MANAGERS K-1	25.	25.	0.
NONDEDUCTIBLE EXPENSES FROM			
WHI FIXED INCOME FUND III,			
LP K-1	26.	0.	0.
NONDEDUCTIBLE EXPENSES FROM			
WHI MORULA II, LP K-1	4.	0.	0.
NONDEDUCTIBLE EXPENSES FROM			
WHI NFP FUND, LLC K-1	4.	0.	0.
NONDEDUCTIBLE EXPENSES FROM			
WHI PRIVATE EQUITY MANAGERS			
FUND II K-1	9.	0.	0.
NONDEDUCTIBLE EXPENSES FROM			
WHI PRIVATE EQUITY MANAGERS			
FUND III K-1	83.	0.	0.
NONDEDUCTIBLE EXPENSES FROM			
WHI PRIVATE EQUITY MANAGERS			
FUND IV K-1	15.	0.	0.
NONDEDUCTIBLE EXPENSES FROM			
WHI PRIVATE EQUITY MANAGERS			
FUND K-1	473.	0.	0.
NONDEDUCTIBLE EXPENSES FROM			
WHI REALTY FUND III, LP K-1	5.	0.	0.
NONDEDUCTIBLE EXPENSES FROM			
WHI REALTY FUND II, LP K-1	454.	0.	0.
NONDEDUCTIBLE EXPENSES FROM			
WHI REALTY FUND, LLC K-1	73.	0.	0.
NONDEDUCTIBLE EXPENSES FROM			
WHI VENTURE FUND I K-1	4.	0.	0.
FILING FEES	10.	0.	0.
BANK FEES	20.	0.	0.
INVESTMENT ADVISORY FEES	12,865.	12,865.	0.
EVENT EXPENSE	933.	0.	0.
TO FORM 990-PF, PG 1, LN 23	271,993.	269,880.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	230,740.	1.
TOTAL TO FORM 990-PF, PART II, LINE 10B	230,740.	1.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SANFORD BERNSTEIN	FMV	954,736.	1,010,194.
PRIVATE EQUITY FUND CORPORATION	FMV	2,858,519.	897,800.
PRIVATE EQUITY FUND CORPORATION II	FMV	484,262.	127,181.
JDI MONTCLAIR	FMV	21,317.	0.
PANACEA FUND	FMV	54,830.	84,737.
WHI REALTY FUND, LLC	FMV	370,267.	412,917.
WHI REALTY FUND II, LLC	FMV	655,077.	613,662.
WHI REALTY FUND III, L.P.	FMV	48,714.	43,636.
WHI TECHNOLOGY FUND, LLC	FMV	577,778.	682,608.
WHI REAL ESTATE PARTNERS 1-F, L.P.	FMV	30,662.	31,311.
WHI VENTURE FUND I, LLC	FMV	8,959.	13,000.
WHI MORULA FUND II, LP	FMV	235,744.	214,009.
WHI PRIVATE EQUITY MANAGERS FUND, LLC	FMV	638,132.	800,310.
WHI PRIVATE EQUITY MANAGERS FUND II, L.P.	FMV	416,013.	484,630.
WHI PRIVATE EQUITY MANAGERS FUND III, L.P.	FMV	110,758.	120,685.
WHI PRIVATE EQUITY MANAGERS FUND IV, L.P.	FMV	573,744.	600,327.
WHI GROWTH FUND, LP	FMV	3,111,773.	3,664,141.
WHI FIXED INCOME FUND, LLC	FMV	70,551.	55,867.
WHI FIXED INCOME FUND II, LLC	FMV	522,798.	352,145.
WHI FIXED INCOME FUND III, L.P.	FMV	262,642.	203,963.
WHI NFP, LLC	FMV	3,286,061.	3,887,780.
HARRIS VENTURE PARTNERS, LLC	FMV	42,320.	28,669.
TOTAL TO FORM 990-PF, PART II, LINE 13		15,335,657.	14,329,572.

FORM 990-PF	OTHER ASSETS		STATEMENT 12
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDENDS RECEIVABLE	1,217.	1,171.	1,171.
ACCOUNTS RECEIVABLE	77,875.	0.	0.
TO FORM 990-PF, PART II, LINE 15	79,092.	1,171.	1,171.

FORM 990-PF	OTHER LIABILITIES		STATEMENT 13
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
FEDERAL INCOME TAX PAYABLE	15,000.	13,500.	
TOTAL TO FORM 990-PF, PART II, LINE 22	15,000.	13,500.	

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 14
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROXANNE H. FRANK 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 606061899	PRESIDENT/SECRETARY/DIR 1.00	0.	0.	0.
DANIEL MEYER 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 606061899	VICE PRESIDENT / DIRECTOR 1.00	0.	0.	0.
JACK POLSKY 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 606061899	VICE PRESIDENT 1.00	0.	0.	0.
NANCY MEYER 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 606061899	VICE PRESIDENT / DIRECTOR 1.00	0.	0.	0.
THOMAS MEYER 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 606061899	VICE PRESIDENT / DIRECTOR 1.00	0.	0.	0.

ROTONDA FOUNDATION

36-3866527

MICHAEL S. RESNICK
191 N. WACKER DRIVE, SUITE 1500
CHICAGO, IL 606061899

TREASURER

1.00

0.

0.

0.

BETH STEPHENS
191 N. WACKER DRIVE, SUITE 1500
CHICAGO, IL 606061899

ASST. TREASURER/ASST. SECR

1.00

0.

0.

0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0.

0.

0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 15

NAME OF MANAGER

ROXANNE H. FRANK
NANCY MEYER

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR – 2010

Recipient Name	Address	If grantee is individual, show relationship	Foundation Status of Recipient	Purpose of Grant or Contribution	Payment Date	Amount
<u>Rotonda Foundation</u>						
FEIN # 36-3866527						
Alzheimer's Disease And Related Disorders Association, Inc.	9370 Olive Boulevard St Louis, MO 63132	N/A	Public	General Operating Support/Annual Gift	11/17/2010	\$1,000
American Jewish Committee	165 E 56th St New York, NY 10022	N/A	Public	General Operating Support/Annual Gift	11/17/2010	\$10,000
American Parkinson Disease Association - Greater St. Louis Chapter	Campus Box 8111 660 S Euclid Ave St Louis, MO 63110	N/A	Public	General Operating Support/Annual Gift	11/17/2010	\$1,000
Anti-Defamation League Foundation - Missouri/Southern Illinois Chapter	34 N Brentwood Blvd # 2 St Louis, MO 63105	N/A	Public	General Operating Support/Annual Gift	11/17/2010	\$2,500
Arts Connection	520 Eighth Avenue, Suite 321, 3rd Floor New York, NY 10018	N/A	Public	General Operating Support/Annual Gift	5/7/2010	\$1,000
Barnes Jewish Hospital Foundation	1001 Highlands Plaza Drive, Ste 140 St Louis, MO 63110	N/A	Public	General Operating Support/Annual Gift	4/23/2010	\$5,000
Barnes Jewish Hospital Foundation	1001 Highlands Plaza Drive, Ste 140 St Louis, MO 63110	N/A	Public	General Operating Support/Annual Gift	9/14/2010	\$5,000
Barnes Jewish Hospital Foundation	1001 Highlands Plaza Drive, Ste 140 St Louis, MO 63110	N/A	Public	General Operating Support/Annual Gift	9/14/2010	\$10,000
Contemporary Art Museum St. Louis	3750 Washington Blvd St Louis, MO 63108	N/A	Public	General Operating Support/Annual Gift	2/9/2010	\$1,333
Contemporary Art Museum St. Louis	3750 Washington Blvd St Louis, MO 63108	N/A	Public	General Operating Support/Annual Gift	11/17/2010	\$2,500
Doctors Without Borders USA, Inc.	333 7th Ave , 2nd Floor New York, NY 10001	N/A	Public	General Operating Support/Annual Gift	1/22/2010	\$10,000
Forest Park Forever Inc.	5595 Grand Drive in Forest Park St Louis, MO 63112	N/A	Public	General Operating Support/Annual Gift	11/17/2010	\$2,000
Gateway School of New York	211 W 61st St , 6th Floor New York, NY 10023	N/A	Public	General Operating Support/Annual Gift	5/14/2010	\$5,000
Grace Church School	86 Fourth Avenue New York, NY 10003	N/A	Public	General Operating Support/Annual Gift	11/11/2010	\$14,508
Gramercy Park Block Association	23 Gramercy Park South New York, NY 10003	N/A	Public	General Operating Support/Annual Gift	5/7/2010	\$500
Highlander Research and Education Center Inc.	1959 Highlander Way New Market, TN 37820	N/A	Public	General Operating Support/Annual Gift	12/22/2010	\$1,949
Inspired Legacies	PO Box 1693 40 Redwood Drive Ross, CA 94957	N/A	Public	General Operating Support/Annual Gift	12/22/2010	\$1,000
Jazz at Lincoln Center, Inc.	33 W 60th Street, 11th Floor New York, NY 10023	N/A	Public	General Operating Support/Annual Gift	12/22/2010	\$250

Part XV, Line 3A

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR - 2010

Recipient Name	Address	If grantee is individual, show relationship	Foundation Status of Recipient	Purpose of Grant or Contribution	Payment Date	Amount
Jazz St. Louis - Jazz at the Bistro	3547 Olive Street, Suite 260 St Louis, MO 63103	N/A	Public	General Operating Support/Annual Gift	11/17/2010	\$10,000
Jewish Federation of St. Louis	12 Millstone Campus Drive St Louis, MO 63146	N/A	Public	General Operating Support/Annual Gift	11/17/2010	\$20,000
Jewish Funds For Justice, Inc.	330 Seventh Ave , 19th Floor New York, NY 10001-	N/A	Public	General Operating Support/Annual Gift	12/22/2010	\$15,000
Jewish United Fund of Metropolitan Chicago	30 S Wells, Room 3008 Chicago, IL 60606-	N/A	Public	General Operating Support/Annual Gift	4/13/2010	\$500
Jewish Women's Archive	138 Harvard St Brookline, MA 02446	N/A	Public	General Operating Support/Annual Gift	12/22/2010	\$4,000
Jews for Racial and Economic Justice	666 Broadway Suite 500 New York, NY 10012	N/A	Public	General Operating Support/Annual Gift	12/22/2010	\$4,000
John Burroughs School	755 South Price Road St Louis, MO 63124	N/A	Public	General Operating Support/Annual Gift	11/17/2010	\$2,000
John Burroughs School	755 South Price Road St Louis, MO 63124	N/A	Public	General Operating Support/Annual Gift	12/22/2010	\$1,000
Kids of NYU Foundation	902 Broadway, Suite 1603 New York, NY 10003	N/A	Public	General Operating Support/Annual Gift	5/7/2010	\$1,000
Laumeler Sculpture Park	12580 Rott Road St Louis, MO 63127	N/A	Public	General Operating Support/Annual Gift	11/18/2010	\$1,000
Little Red School House, Inc.	272 Sixth Avenue New York, NY 10014	N/A	Public	General Operating Support/Annual Gift	12/22/2010	\$10,000
Madison Square Park Conservancy, Inc.	One Madison Square Park, 6th Floor New York, NY 10010	N/A	Public	General Operating Support/Annual Gift	4/23/2010	\$50,000
Manhattan Country School Inc.	7 East 96th Street New York, NY 10128	N/A	Public	General Operating Support/Annual Gift	12/22/2010	\$750
MAZON, Inc.- A Jewish Response to Hunger	10495 Santa Monica Blvd , Suite 100 Los Angeles, CA 90025	N/A	Public	General Operating Support/Annual Gift	12/22/2010	\$500
Miriam Foundation	501 Bacon Ave St Louis, MO 63119	N/A	Public	General Operating Support/Annual Gift	5/7/2010	\$250
Moog Center for Deaf Education	12300 South Forty Drive St Louis, MO 63141	N/A	Public	General Operating Support/Annual Gift	11/18/2010	\$20,000
Mountain School [fiscal sponsor: Milton Academy]	151 Mountain School Road Vershire, VT 05079	N/A	Public	General Operating Support/Annual Gift	11/11/2010	\$5,000
Murder Victims' Families for Human Rights	2161 Massachusetts Ave Cambridge, MA 02140	N/A	Public	General Operating Support/Annual Gift	12/22/2010	\$500
Museum of Modern Art - New York	11 West 53rd St New York, NY 10019-5498	N/A	Public	General Operating Support/Annual Gift	5/14/2010	\$1,000
Museum of Modern Art - New York	11 West 53rd St New York, NY 10019-5498	N/A	Public	General Operating Support/Annual Gift	8/24/2010	\$15,000

Part XV, Line 3A

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR - 2010

Recipient Name	Address	If grantee is individual, show relationship	Foundation Status of Recipient	Purpose of Grant or Contribution	Payment Date	Amount
NARAL Pro-Choice America Foundation	1156 15th Street, N W , Suite 700 Washington, DC 20005	N/A	Public	General Operating Support/Annual Gift	11/18/2010	\$5,000
National Council of Jewish Women- St. Louis Section	8350 Delcrest Dr St Louis, MO 63124	N/A	Public	General Operating Support/Annual Gift	11/18/2010	\$1,000
New Press, The	38 Greene St , 4th Floor New York, NY 10013	N/A	Public	General Operating Support/Annual Gift	12/22/2010	\$2,500
New York Women's Foundation	434 W 33rd Street, 8th Floor New York, NY 10001	N/A	Public	General Operating Support/Annual Gift	12/22/2010	\$3,000
Newark Public Radio, Inc. - WBGO/88.3 F.M.	54 Park Place Newark, NJ 07102	N/A	Public	General Operating Support/Annual Gift	12/22/2010	\$2,000
Nontraditional Employment for Women	243 W 20th St New York, NY 10011	N/A	Public	General Operating Support/Annual Gift	12/22/2010	\$1,000
North Star Fund	520 Eighth Ave , Suite 2203 New York, NY 10018	N/A	Public	General Operating Support/Annual Gift	12/22/2010	\$15,000
Opera Theatre of St. Louis	P O Box 191910 St Louis, MO 63119-7910	N/A	Public	General Operating Support/Annual Gift	11/18/2010	\$10,000
Partners in Health	888 Commonwealth Ave , 3rd Floor Boston, MA 02215	N/A	Public	General Operating Support/Annual Gift	1/22/2010	\$10,000
Planned Parenthood Federation of America, Inc.	434 West 33rd Street New York, NY 10001	N/A	Public	General Operating Support/Annual Gift	12/22/2010	\$1,000
Planned Parenthood of NYC	26 Bleecker St New York, NY 10012	N/A	Public	General Operating Support/Annual Gift	12/22/2010	\$750
Planned Parenthood of the St. Louis Region	4251 Forest Park Avenue St Louis, MO 63108-	N/A	Public	General Operating Support/Annual Gift	11/18/2010	\$10,000
Poughkeepsie Day School Inc.	260 Boardman Road Poughkeepsie, NY 12603	N/A	Public	General Operating Support/Annual Gift	5/14/2010	\$2,500
Project Ark/ Washington University - "The SPOT"	4169 Laclede Ave St Louis, MO 63108	N/A	Public	General Operating Support/Annual Gift	4/6/2010	\$25,000
Public Campaign	1133 19th St , N W 9th Floor Washington, DC 20036	N/A	Public	General Operating Support/Annual Gift	12/22/2010	\$4,951
Research Foundation of SUNY	SUNY New Paltz, HAB 805 1 Hawk Drive New Paltz, NY 12561	N/A	Public	General Operating Support/Annual Gift	11/18/2010	\$75,000
Saint Louis Symphony Orchestra	Powell Symphony Hall at Grand Center 718 N Grand Blvd St Louis, MO 63103	N/A	Public	General Operating Support/Annual Gift	11/18/2010	\$12,500
Saint Louis Zoo Foundation	One Government Drive, Forest Park St Louis, MO 63110	N/A	Public	General Operating Support/Annual Gift	11/18/2010	\$1,000
Scholarship Foundation Of St. Louis	8215 Clayton Road St Louis, MO 63117	N/A	Public	General Operating Support/Annual Gift	11/18/2010	\$5,000

Part XV, Line 3A

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR - 2010

Recipient Name	Address	If grantee is individual, show relationship	Foundation Status of Recipient	Purpose of Grant or Contribution	Payment Date	Amount
Share Our Strength, Inc.	1730 M Street N W , Suite 700 Washington, DC 20036	N/A	Public	General Operating Support/Annual Gift	11/18/2010	\$5,000
Sheldon Arts Foundation	3648 Washington Blvd St Louis, MO 63108	N/A	Public	General Operating Support/Annual Gift	11/18/2010	\$1,500
St. Louis Art Museum Foundation	One Fine Arts Drive St Louis, MO 63110-1380	N/A	Public	General Operating Support/Annual Gift	7/16/2010	\$5,000
St. Louis Art Museum Foundation	One Fine Arts Drive St Louis, MO 63110-1380	N/A	Public	General Operating Support/Annual Gift	9/24/2010	\$3,566
St. Louis Art Museum Foundation	One Fine Arts Drive St Louis, MO 63110-1380	N/A	Public	General Operating Support/Annual Gift	10/15/2010	\$25,000
St. Louis Art Museum Foundation	One Fine Arts Drive St Louis, MO 63110-1380	N/A	Public	Capital Campaign	12/13/2010	\$1,000,000
St. Louis Beacon	3655 Olive St St Louis, MO 63108	N/A	Public	General Operating Support/Annual Gift	11/18/2010	\$2,500
St. Louis Regional Educational And Public TV Commission (KETC)	KETC/Channel 9 3655 Olive Street St Louis, MO 63108	N/A	Public	General Operating Support/Annual Gift	11/18/2010	\$7,500
StreetSquash	40 W 116th Street New York, NY 10026	N/A	Public	General Operating Support/Annual Gift	12/28/2010	\$25,000
Theatre for a New Audience, Inc.	154 Christopher St , # 3 D New York, NY 10014	N/A	Public	General Operating Support/Annual Gift	8/27/2010	\$20,000
Theatre for a New Audience, Inc.	154 Christopher St , # 3 D New York, NY 10014	N/A	Public	General Operating Support/Annual Gift	11/11/2010	\$7,000
U.S Fund for UNICEF	125 Maiden Lane New York, NY 10038	N/A	Public	General Operating Support/Annual Gift	11/11/2010	\$742
University City Children's Center	6646 Vernon Ave St Louis, MO 63130	N/A	Public	General Operating Support/Annual Gift	11/18/2010	\$5,000
University of California at Berkeley Foundation	Graduate School of Education 3615 Tolman Hall Berkeley, CA 94720-1670	N/A	Public	General Operating Support/Annual Gift	12/27/2010	\$5,000
University of California San Francisco Foundation	Box 0248 San Francisco, CA 94143-0248	N/A	Public	General Operating Support/Annual Gift	12/27/2010	\$5,000
University of Missouri, St. Louis - KWMU Radio	One University Blvd St Louis, MO 63121	N/A	Public	Capital Campaign	6/1/2010	\$20,000
Washington University	1 Brookings Drive Box 1082 St Louis, MO 63130	N/A	Public	General Operating Support/Annual Gift	11/18/2010	\$10,000
Wellness Community of Greater St. Louis, Inc.	1058 Old Des Peres Rd St Louis, MO 63131	N/A	Public	General Operating Support/Annual Gift	11/18/2010	\$20,000

Total Rotonda Foundation (75 items)**\$1,591,049**

**THE ROTONDA FOUNDATION
EIN: 36-3866527**

**ATTACHMENT TO IRS FORM 990-PF, PART XIII, LINE 4c
FOR THE YEAR ENDED DECEMBER 31, 2010**

ELECTION UNDER TREASURY REGULATION SECTION 53-4942(a)-3(d)(2)

The Rotonda Foundation hereby elects to treat qualifying distributions for the year ended December 31, 2010 as being made out of corpus pursuant to Treasury Regulation Section 53-4942(a)-3(d)(2).

Signature of Foundation Manager

Printed Name

Date

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

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

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

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

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

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

Part I only ☐

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

Type or print	Name of exempt organization ROTONDA FOUNDATION	Employer identification number 36-3866527
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 191 NORTH WACKER DRIVE, STE 1500	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHICAGO, IL 60606-1899	

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

04

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

WILLIAM HARRIS INVESTORS, INC. - 191 NORTH WACKER DRIVE,

• The books are in the care of ► **SUITE 1500, CHICAGO, IL - 60606-1899**
Telephone No. ► **(312) 621-0590** 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:
► ☒ 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	\$	40,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	32,500.
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	\$	7,500.

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

LHA For Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2011)

- 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	Employer identification number
	ROTONDA FOUNDATION	36-3866527
	Number, street, and room or suite no. If a P.O. box, see instructions. 191 NORTH WACKER DRIVE, STE 1500	
City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHICAGO, IL 60606-1899		

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.

WILLIAM HARRIS INVESTORS, INC. - 191 NORTH WACKER DRIVE,

- The books are in the care of ☒ SUITE 1500, CHICAGO, IL - 60606-1899

Telephone No. ☒ (312) 621-0590FAX 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

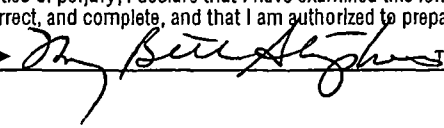
7 State in detail why you need the extension

ALL INFORMATION NEEDED TO FILE A COMPLETE AND ACCURATE RETURN HAS NOT BEEN RECEIVED. AN EXTENSION OF TIME TO FILE IS HEREBY REQUESTED.

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	\$	40,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	40,000.
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 ☒ CPADate ☒ 8/11/11

Form 8868 (Rev. 1-2011)