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
THE OKNER FOUNDATION

A Employer identification number
36-3870305

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

Room/suite

B Telephone number
847-928-9820

City or town, state, and ZIP code
GLENCOE, IL 60022

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 ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 3,377,595.

J Accounting method ☒ 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 ▶ ☐

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	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			N/A	
2	Check ▶ ☒ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	2.	2.		STATEMENT 2
4	Dividends and interest from securities	91,186.	67,633.		STATEMENT 3
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	<321,523.>			STATEMENT 1
b	Gross sales price for all assets on line 6a 4,523,025.				
7	Capital gain net income (from Part IV, line 2)		0.		
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	<4,215.>	<4,215.>		STATEMENT 4
12	**Total** Add lines 1 through 11	<234,550.>	63,420.		
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 STMT 5	485.	485.		0.
b	Accounting fees				
c	Other professional fees				
17	Interest	2,232.	2,232.		0.
18	Taxes STMT 6	1,781.	1,475.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 7	43,945.	43,945.		0.
24	**Total operating and administrative expenses.** Add lines 13 through 23	48,443.	48,137.		0.
25	Contributions, gifts, grants paid	166,861.			166,861.
26	**Total expenses and disbursements.** Add lines 24 and 25	215,304.	48,137.		166,861.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	<449,854.>			
b	**Net investment income** (if negative, enter -0-)		15,283.		
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			<10.>	<10.>
	2	Savings and temporary cash investments		1,889,160.	419,551.	419,551.
	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 ▶	762.			
		Less allowance for doubtful accounts ▶	0.	0.	762.	762.
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges			1,734.	1,734.
	10a	Investments - U S and state government obligations				
	b	Investments - corporate stock	STMT 8	3,241,561.	2,905,095.	2,904,409.
	c	Investments - corporate bonds		337,743.		
	11	Investments - land, buildings, and equipment basis ▶				
		Less accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other	STMT 9	50,000.	50,000.	51,149.
	14	Land, buildings, and equipment basis ▶				
		Less accumulated depreciation ▶				
	15	Other assets (describe ▶)				
	16	**Total assets** (to be completed by all filers)		5,518,464.	3,377,132.	3,377,595.
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 ▶)		1,691,478.	0.	
	23	**Total liabilities** (add lines 17 through 22)		1,691,478.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31**				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		3,826,986.	3,377,132.	
	30	**Total net assets or fund balances**		3,826,986.	3,377,132.	
	31	**Total liabilities and net assets/fund balances**		5,518,464.	3,377,132.	

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	3,826,986.
2	Enter amount from Part I, line 27a	2	<449,854.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	3,377,132.
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	3,377,132.

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	4,523,025.		4,800,230.	<277,205.>

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				<277,205.>

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 <277,205.>

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	205,133.	3,253,679.	.063046
2008	601,479.	3,568,523.	.168551
2007	319,981.	4,648,459.	.068836
2006	339,142.	4,273,238.	.079364
2005	282,337.	4,170,447.	.067699

2	Total of line 1, column (d)	2	.447496
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	.089499
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	3,321,713.
5	Multiply line 4 by line 3	5	297,290.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	153.
7	Add lines 5 and 6	7	297,443.
8	Enter qualifying distributions from Part XII, line 4	8	166,861.

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	306.
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	306.
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	306.
6	Credits/Payments				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2,040.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	2,040.
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	1,734.
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶	1,734.	**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)? *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.*	1b		X
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 ▶ SAMUEL P. OKNER Telephone no ▶847-928-9820

Located at ▶100 TIMBER LANE, GLENCOE, IL ZIP+4 ▶60022

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

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)?	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 ☒ 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 10		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	3,290,803.
b	Average of monthly cash balances			1b	81,494.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	3,372,297.
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	3,372,297.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	50,584.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	3,321,713.
6	**Minimum investment return.** Enter 5% of line 5			6	166,086.

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	166,086.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	306.		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	306.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	165,780.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	165,780.
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	165,780.

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	166,861.
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	166,861.
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	166,861.

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					165,780.
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	78,855.				
b From 2006	131,062.				
c From 2007	91,706.				
d From 2008	426,393.				
e From 2009	44,460.				
f Total of lines 3a through e		772,476.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $	166,861.				
a Applied to 2009, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2010 distributable amount					165,780.
e Remaining amount distributed out of corpus		1,081.			
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		773,557.			
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		78,855.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		694,702.			
10 Analysis of line 9					
a Excess from 2006	131,062.				
b Excess from 2007	91,706.				
c Excess from 2008	426,393.				
d Excess from 2009	44,460.				
e Excess from 2010	1,081.				

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))

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE SCHEDULE	N/A	PUBLIC	SUPPORT	166,861.
Total			▶ 3a	166,861.
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) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	2.	
4 Dividends and interest from securities			14	91,186.	
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			14	<4,215.>	
8 Gain or (loss) from sales of assets other than inventory			18	<321,523.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		<234,550.>	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 <234,550.>

(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)

023621
12-07-10

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? ☐ 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 25 April '11

Title PRESIDENT

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LYNNE KAPLAN, CPA	Lynne Kaplan CPA	4-21-11		

Firm's name ▶ GROSS KAPLAN & OSIOL, LLC
9450 W BRYN MAWR AVE STE 310
Firm's address ▶ ROSEMONT, IL 60018-5272

Firm's EIN ▶

Phone no 847-928-9820

023622
03-04-11

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	KMP FUTURES SUND I LLC	P	VARIOUS	VARIOUS
b	KMP FUTURES SUND I LLC	P	VARIOUS	VARIOUS
c	(SEE SCHEDULE)	P	VARIOUS	VARIOUS
d	(SEE SCHEDULE)	P	VARIOUS	VARIOUS
e	4759.999 EUROPACIFIC GROWTH FD A/1	D	VARIOUS	09/28/10
f	CAPITAL GAINS DIVIDENDS			
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	3,970.			3,970.
b	4,000.			4,000.
c	2,317,628.		2,576,946.	<259,318.>
d	2,008,547.		2,040,975.	<32,428.>
e	188,824.		182,309.	6,515.
f	56.			56.
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			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				3,970.
b				4,000.
c				<259,318.>
d				<32,428.>
e				6,515.
f				56.
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 <277,205.>

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

023591
05-01-10

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KMP FUTURES SUND I LLC	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,970.	0.	0.	0.	3,970.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KMP FUTURES SUND I LLC	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,000.	0.	0.	0.	4,000.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
(SEE SCHEDULE)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,317,628.	2,576,946.	0.	0.	<259,318.>

THE OKNER FOUNDATION
Schedule D - Capital Gains and Losses/1 (Exclude)
As of: December 31, 2010

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
	Short-Term Capital Gains and Losses					
1,800	ABBOTT LABS 101110/M_SLD#1 (227)	Oct 11 10	Oct 12 10	95,043 78	94,934 34	109 44
13	CALL CVX JAN11@75/M (176)	Nov 8 10	Oct 11 10	12,603 78	12,610 00	-6 22
13	CALL CVX MAR11@75/M (250)	Nov 15 10	Nov 8 10	12,999 78	14,612 00	-1,612 22
33	CALL HD JAN11@28/M (181)	Nov 29 10	Oct 11 10	14,018 76	9,339 00	4,679 76
18	CALL KO JAN11@52 5/M (178)	Nov 26 10	Oct 11 10	13,133 77	21,168 00	-8,034 23
42	CALL LEG DEC10@20/M (261)	Dec 9 10	Nov 15 10	3,107 94	9,030 00	-5,922 06
42	CALL LEG DEC10@22 5/M (183)	Nov 15 10	Oct 11 10	7,763 86	378 00	7,385 86
29	CALL MRK JAN11@32/M (185)	Dec 9 10	Oct 11 10	14,928 74	9,918 00	5,010 74
19	CALL PM JAN11@49/M (188)	Dec 20 10	Oct 11 10	15,288 74	20,596 00	-5,307 26
23	CALLDD JAN11@42/M (179)	Nov 8 10	Oct 11 10	11,889 85	15,065 00	-3,175 15
1,700	JOHNSON & JOHNSON 112910/M (278)	Nov 29 10	Nov 24 10	107,772 16	104,788 00	2,984 16
1,400	LORILLARD INC 112910/M (279)	Nov 29 10	Nov 26 10	113,042 08	113,975 40	-933 32
3,200	PFIZER INC 101110/M_SLD#1 (249)	Oct 11 10	Nov 3 10	55,994 52	55,575 31	419 21
1,700	PROCTER & GAMBLE 101110/M (224)	Oct 11 10	Oct 19 10	105,732 20	105,638 90	93 30
17,000	SPDR TR UNIT SER 1 073009 (144)	Sep 29 10	Jul 30 09	1,691,151 52	1,946,455 00	-255,303 48
1,300	VERIZON COMM 101110/M_SLD#1 (272)	Oct 11 10	Dec 29 10	43,156 22	42,863 36	292 86
	Total Short-term			2,317,627 70	2,576,946 31	-259,318 61
	Long-Term Capital Gains and Losses					
50	BEAR STERNS CO 7 5 21518 (27)	Feb 25 08	Feb 16 10	50,000 00	50,000 00	0 00
854 606	CAPITAL INC BLDR CL C (98)	May 31 05	Sep 28 10	41,921 97	35,948 25	5,973 72
17,364 542	CAPITAL WRLD GWTH&INC FD A (219)	Sep 29 08	Sep 28 10	595,251 50	628,902 08	-33,650 58
1,518 372	CAPITAL WRLD GWTH&INC FD A_SLD#1 (150)	Sep 29 08	Jan 22 10	49,995 00	55,123 48	-5,128 48
2,642 329	CAPITAL WRLD GWTH&INC FD C (137)	Jun 26 08	Sep 28 10	89,781 34	81,929 73	7,851 61
1,042	CLAYMORE SEC SER 25 (81)	Oct 30 08	Oct 18 10	13,291 44	10,011 53	3,279 91
1,460	CLAYMORE SEC STRAT SER 24 (77)	Sep 29 08	Sep 10 10	14,558 24	13,038 97	1,519 27
1,000	EATON VANCE TX GLBL (221)	Sep 27 05	Sep 28 10	12,571 18	16,839 13	-4,267 95
2,670 978	FIRST EAGLE SOGEN GLOBL FD (79)	Feb 28 05	Sep 28 10	113,057 50	102,218 32	10,839 18
345 11	HARTFORD MUT FDS INC (89)	Aug 25 06	Sep 28 10	9,537 29	6,892 80	2,644 49
558 747	INCOME FUND AMER INC (93)	Jun 14 04	Sep 28 10	8,895 84	7,424 62	1,471 22
2,000	ING GLOBAL EQUITY PREM OP (82)	Mar 28 05	Sep 28 10	22,798 61	35,185 36	-12,386 75
4,500	ISHARES TR RUSSELL (11)	Mar 2 06	Sep 28 10	301,432 00	337,743 00	-36,311 00
509 0224	KMP FUTURES FUND (106)	Dec 22 08	Nov 12 10	54,973 00	60,232 59	-5,259 59
2,649 111	LORD ABBETT INVT TR CV C (95)	Jul 25 03	Sep 28 10	29,002 77	22,538 94	6,463 83
1,071 284	LORD ABBETT LGE CAP FD (205)	Jul 25 05	Sep 28 10	26,852 09	29,275 83	-2,423 74
2,449 929	MFS SER TR V INTL C (215)	Sep 15 05	Sep 28 10	47,229 63	48,029 51	-799 88
2,781 62	NEW WORLD FD CL A (90)	Jun 17 99	Sep 28 10	146,002 23	90,328 76	55,673 47
1,500	NUVEEN EQUITY PREM OP FD (39)	Jan 26 05	Sep 28 10	19,309 27	28,315 24	-9,005 97
4,082 281	PIONEER CULLEN VALUE FD C (56)	Sep 19 08	Sep 28 10	68,209 92	80,682 16	-12,472 24
2,774 541	PRUDENTIAL FIN SVC (100)	Jun 30 99	Sep 28 10	34,260 58	16,674 90	17,585 68
2,944 754	PRUDENTIAL JENNISON (102)	Jun 30 99	Sep 28 10	57,653 28	41,667 42	15,985 86
1,072 862	TRANSAMERICA MULTI MGR C (104)	Apr 23 07	Sep 28 10	10,090 63	6,966 73	3,123 90
2,000	WELLS FARGO ADV 121407 (75)	Dec 14 07	Sep 28 10	19,625 77	32,143 25	-12,517 48
13,435 305	WELLS FARGO ADV CL C (217)	Dec 31 08	Sep 28 10	152,620 06	164,847 02	-12,226 96
2,000	WELLS FARGO ADV GLBL D (52)	Mar 28 07	Sep 28 10	19,625 76	38,015 74	-18,389 98
	Total Long-term			2,008,546 90	2,040,975 36	-32,428 46
	TOTAL CAPITAL GAINS			4,326,174 60	4,617,921 67	-291,747 07

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
(SEE SCHEDULE)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,008,547.	2,040,975.	0.	0.	<32,428.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
4759.999 EUROPACIFIC GROWTH FD A/1	DONATED	VARIOUS	09/28/10

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
188,824.	226,627.	0.	0.	<37,803.>

CAPITAL GAINS DIVIDENDS FROM PART IV	56.
TOTAL TO FORM 990-PF, PART I, LINE 6A	<321,523.>

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

SOURCE	AMOUNT
INTEREST - BANK DEPOSIT SWEEP	2.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	2.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS	62,504.	56.	62,448.
FUTURES STRATEGIC TRUST	247.	0.	247.
INTEREST - ISRAEL BONDS	3,063.	0.	3,063.
INTEREST FROM CORP BONDS	1,875.	0.	1,875.
WELLS FARGO A/C#6426-5032 MUNI INT	23,553.	0.	23,553.
TOTAL TO FM 990-PF, PART I, LN 4	91,242.	56.	91,186.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
KMP FUTURES FUND I LLC	<4,173.>	<4,173.>	
KMP FUTURES FUND I LLC	<42.>	<42.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<4,215.>	<4,215.>	

FORM 990-PF LEGAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	485.	485.		0.
TO FM 990-PF, PG 1, LN 16A	485.	485.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	306.	0.		0.
FOREIGN TAX WITHHELD	1,475.	1,475.		0.
TO FORM 990-PF, PG 1, LN 18	1,781.	1,475.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL REPORT	25.	25.		0.
MISCELLANEOUS	358.	358.		0.
INVESTMENT FEE	3,696.	3,696.		0.
INTEREST EXPENSE - SHORT DIVIDENDS PAID	37,468.	37,468.		0.

JEWISH VOCATIONAL INSTITUTE EXPENSES	2,398.	2,398.		0.
TO FORM 990-PF, PG 1, LN 23	43,945.	43,945.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO #6426-5032 CORP BONDS	50,000.	49,171.
MUTUAL FUNDS	1,330,972.	1,372,055.
MORGAN STANLEY - EQUITIES	1,524,123.	1,483,183.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,905,095.	2,904,409.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ISRAEL BONDS	COST	50,000.	51,149.
TOTAL TO FORM 990-PF, PART II, LINE 13		50,000.	51,149.

Fixed Income Securities

Corporate and municipal bonds and other fixed income securities are priced by a computerized pricing service or, for less actively traded issues, by utilizing a yield-based matrix system to arrive at an estimated market value

Corporate Bonds

								ESTIMATED		
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
MORGAN STANLEY MEDIUM TERM NOTES SERIES C CPN 0 000% DUE 12/30/11 DTD 04/30/04 Moody A2 , S&P A CUSIP 61748AAC0 Acquired 04/23/04 L	3 34	50,000	100 00	50,000 00	98 3410	49,170 50	-829 50	N/A	N/A	N/A
Total Corporate Bonds	**3.34**	**50,000**		**$50,000.00**		**$49,170.50**	**-$829.50**			

Foreign Bonds

Foreign Fixed Income securities may be denominated in currencies other than US dollars Due to currency fluctuations, displayed figures for "Estimated Accrued Interest", "Estimated Annual Income" and "Estimated Annual Yield" may not reflect current exchange rates Please contact Your Financial Advisor if you own a Foreign Fixed Income security that is denominated in other than US dollars and have additional questions

								ESTIMATED		
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
ISRAEL ST DOLLAR BOND 3RD JUBILEE ISSUE SER B CPN 6.550% DUE 03/01/12 DTD 03/01/02 Moody A1 , S&P A CUSIP 46513EAN2 Acquired 05/18/09 L	1 70	25,000	100 00	25,000 00	100 0000	25,000 00	0 00	N/A	N/A	N/A
ISRAEL ST DOLLAR BOND 3RD JUBILEE 12 CPN 5 700% DUE 12/01/12 Moody NR , S&P A CUSIP 46513EAX0 Acquired 05/18/09 L	1 78	25,000	100 00	25,000 00	104 5960	26,149 00	1,149 00	118.75	1,425 00	5 44
Total Foreign Bonds	**3.47**	**50,000**		**$50,000.00**		**$51,149.00**	**$1,149.00**	**$118.75**	**$1,425.00**	**2.79**
Total Fixed Income Securities	**6.81**			**$100,000.00**		**$100,319.50**	**$319.50**	**$118.75**	**$1,425.00**	**1.42**

OKNER FOUNDATION

DECEMBER 1 - DECEMBER 31, 2010
ACCOUNT NUMBER 6426-5032

Mutual Funds

Mutual fund shares are priced at net asset value Estimated Annual Income and Yield refer to Dividends and Interest Income only, and typically do not reflect Total return. If a portion of your fund position was converted, the 'Client Investment' value may include reinvestments from previously held positions

Open End Mutual Funds

								ESTIMATED	
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)
INVESCO TAX-FREE INTERMEDIATE FD CL A ATFAX - HELD IN MARGIN On Reinvestment									
Acquired 05/14/09 L		73,529 41200	10 88	800,005 00		815,440 44	15,435 44		
Reinvestments L		1,453.79500	10.98	15,967 56		16,122.88	155 32		
Reinvestments S		2,119 98600	11 27	23,896 28		23,511 09	-385 19		
Total	**58.07**	**77,103.19300** ✓		**$839,868.84** ✓	**11.0900**	Ⓐ **$855,074.41**	**$15,205.57**	**$24,287.50**	**2.84**
	Client Investment (Excluding Reinvestments)					$800,005 00			
	Gain/Loss on Client Investment (Including Reinvestments)					$55,069 41			
JOHN HANCOCK HIGH YIELD BOND FUND CL C JHYCX - HELD IN MARGIN On Reinvestment									
Acquired 02/06/08 L		9,980.04000	5 01	50,007.50		39,021.86	-10,985 64		
Acquired 02/06/08 L		3,992 01600	5.01	20,007 50 11,497 5		15,608.87	-4,398 63		
Acquired 08/15/08 L		5,868 54500	4 26	25,007.50		22,946 01	-2,061 49		
Total	**5.27**	**19,840.60100** ✓		**$95,022.50**	**3.9100**	Ⓐ **$77,576.74**	**-$17,445.76**	**$5,972.02**	**7.70**
IVY FDS ASSET STRAT C WASCX - HELD IN MARGIN On Reinvestment									
Acquired 07/30/08 L		1,520 33400	26 31	40,007 50		36,077 51	-3,929 99		
Reinvestments L		207 45500	17.19	3,568 22		4,922.92	1,354 70		
Total	**2.78**	**1,727.78900** ✓		**$43,575.72** ✓	**23.7300**	Ⓐ **$41,000.43**	**-$2,575.29**	**N/A**	**N/A**
	Client Investment (Excluding Reinvestments)					$40,007 50			
	Gain/Loss on Client Investment (Including Reinvestments)					$992.93			
LOOMIS SAYLES FDS II STRATEGIC INCOME FD CL C NECZX - HELD IN MARGIN On Reinvestment									
Acquired 01/08/09 L	9 24	9,149 13100 ✓	10 93	100,005 00 ✓	14 8700	Ⓐ 136,047 57	36,042 57	6,559.92	4.82

Mutual Funds

Open End Mutual Funds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
PIONEER GLOBAL HIGH YIELD CL C PGYCX - HELD IN MARGIN On Reinvestment									
Acquired 02/22/07 L		3,955 69600	12 64	50,007 50		41,574 36	-8,433 14		
Acquired 05/04/07 L		4,314 05600	12 77	55,090 50		45,340 73	-9,749 77		
Acquired 02/12/08 L		4,512 63500	11 08	50,007 50		47,427 75	-2,579 75		
Acquired 04/25/08 L		2,678 57100	11 20	30,007 50		28,151 78	-1,855 72		
Acquired 12/22/08 L		3,793 62700	6 59	25,007 50		39,871 06	14,863 56		
Reinvestments L		78 34900	11 77	922 26		823 45	-98 81		
Total	13.80	19,332.93400 ✓		$211,042.76 ✓	10.5100 Ⓟ	$203,189.13	-$7,853.63	$13,320.39	6.56
	Client Investment (Excluding Reinvestments)					$210,120 50			
	Gain/Loss on Client Investment (Including Reinvestments)					-$6,931 37			
Total Open End Mutual Funds	89.17			$1,289,514.82		$1,312,888.28	$23,373.46	$50,139.83	3.82
Total Mutual Funds	89.17			$1,289,514.82		$1,312,888.28	$23,373.46	$50,139.83	3.82

Unit Investment Trusts

Equity Trusts

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
CLAYMORE SECURITIES STRATEGIC INCOME PORT SERIES 29 CASH Acquired 02/12/09 L	2 11	2,329 ✓	9 50 9 90	22,146 23 23,071 54 ✓	13 3700	31,138 73	8,992 50	1,995 95	6 40
CLAYMORE SECURITIES STRATEGIC INCOME PORT SERIES 47 CASH Acquired 09/09/10 S	1 01	1,473 ✓	9 87	14,549 12 ✓	10 0500	14,803 65	254 53	1,181 34	7 98

OKNER FOUNDATION

DECEMBER 1 - DECEMBER 31, 2010
ACCOUNT NUMBER. 6426-5032

Unit Investment Trusts

Equity Trusts continued

								ESTIMATED	
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)
GUGGENHEIM FUNDS STRATEGIC INCOME SERIES 48 CASH Acquired 10/14/10 S	0 90	1,348 ✓	9.85	13,288 85 ✓	9.8100	13,223 88	-64.97	737 35	5.57
Total Equity Trusts	**4.02**			**$49,984.20** **$50,909.51**		Ⓐ **$59,166.26**	**$9,182.06**	**$3,914.64**	**6.62**
Total Unit Investment Trusts	**4.02**			**$49,984.20** **$50,909.51**		**$59,166.26**	**$9,182.06**	**$3,914.64**	**6.62**

[illegible] *

0.00 *

855,074.41 +
77,576.74 +
41,000.43 +
136,047.57 +
Ⓐ 203,189.13 +
59,166.26 +
1,372,054.54 *

Common stocks & options

Citi Investment Research & Analysis (CIRA), Morgan Stanley & Co Incorporated (Morgan Stanley) and Standard & Poor's research ratings may be shown for certain securities All research ratings represent the "opinions" of the research provider and are not representations or guarantees of performance Because the research report contains more complete information regarding the analyst's opinions, analysis, and rating, you should read the entire research report and not infer its contents from the rating. Where a particular company is covered by both CIRA and Morgan Stanley, you can and should view both research reports CIRA and Morgan Stanley research reports may contain different or conflicting information about the subject companies of such research reports because they are prepared separately from each other CIRA stock recommendations include an investment rating and a risk rating The Investment Rating Code (1, 2 or 3) is a function of CIRA's expectation of total return (forecast price appreciation and dividend yield within the next twelve months) and a Risk Rating The Risk Rating (L, M, H or S) represents the stock's expected risk, taking into account price volatility and fundamental criteria. In addition, CIRA may place covered stocks "Under Review" in response to exceptional circumstances (e g lack of information critical to the analyst's thesis) affecting the company and/or trading in the company's securities (e g. trading suspension) Stocks placed "Under Review" by CIRA will be monitored daily by CIRA management. As soon as practically possible, CIRA will publish a note re-establishing a rating and investment thesis Please refer to the end of this statement for a guide describing CIRA ratings Morgan Stanley and Standard & Poor's research ratings have been normalized by these providers to a 1 (Buy), 2 (Hold), and 3 (Sell) Morgan Stanley Smith Barney is not the author of, does not take responsibility for, and does not guarantee the accuracy, completeness, or timeliness of research prepared by Standard & Poor's

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
3,700	AT&T INC **Rating:** Citigroup . 2M Morgan Stanley · 1 S&P 1	T	10/11/10	$ 104,704 90	$ 28 297	$ 29 38	$ 108,708 00	$ 4,001 10 ST	5.854 %	$ 6,364.00
-37	CALL T JAN 11 @ 25 00 AT&T INC 100 SHS EXP 01/22/2011 SHORT CALL Covered		10/11/10	-13,128 77 Short sale proceeds	3 55	4.375	-16,187.50 Cost to close	(3,058 73) ST		
200	ABBOTT LABORATORIES **Rating:** Citigroup . 2M Morgan Stanley : 1 S&P . 1	ABT	10/11/10	10,548 26	52 738	47 91	9,582 00	(966 26) ST		
1,800			10/13/10	95,776 38	53 209	47.91	86,238.00	(9,538 38) ST		
2,000				106,324.64	53 162		95,820 00	(10,504.64)	3 673	3,520.00
-2	CALL ABT JAN 11 @ 46.00 ABBOTT LABORATORIES 100 SHS EXP 01/22/2011 SHORT CALL Covered		10/11/10	-1,360.58 Short sale proceeds	6 806	2 05	-410.00 Cost to close	950 58 ST		
-18	CALL ABT JAN 11 @ 49 00 ABBOTT LABORATORIES 100 SHS EXP· 01/22/2011 SHORT CALL Covered		10/13/10	-8,819.85 Short sale proceeds	4.90	25	-450 00 Cost to close	8,369.85 ST		
3,800	BRISTOL MYERS SQUIBB CO **Rating:** Citigroup 1M Morgan Stanley 2 S&P 2	BMY	10/11/10	104,228 60	27 427	26 48	100,624 00	(3,604 60) ST	4.984	5,016.00

Reserved Client
Financial Management Account

December 1 - December 31, 2010

THE OKNER FOUNDATION

Account number 599-11857-10 084

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
-38	CALL BMY JAN 11 @ 24.00 BRISTOL MYERS SQUIBB CO 100 SHS EXP. 01/22/2011 SHORT CALL Covered		10/11/10	$ -14,053.76 Short sale proceeds	$ 3.70	$ 2 495	$ -9,481 00 Cost to close	$ 4,572 76 ST		
1,300	CHEVRON CORP **Rating:** Citigroup . 1H Morgan Stanley : 1 S&P · 1	CVX	10/11/10	108,851.10	83 727	91 25	118,625 00	9,773 90 ST	3.156	3,744.00
-13	CALL CVX JUN 11 @ 75 00 CHEVRON CORP 100 SHS EXP. 06/18/2011 SHORT CALL Covered		11/15/10	-15,599 73 Short sale proceeds	12 00	16.975	-22,067.50 Cost to close	(6,467.77) ST		
1,800	COCA-COLA CO **Rating:** Citigroup 1L S&P . 1	KO	10/11/10	107,208.60	59 557	65 77	118,386 00	11,177.40 ST	2.675	3,168.00
-18	CALL KO MAY 11 @ 57 50 COCA-COLA CO 100 SHS EXP 05/21/2011 SHORT CALL Covered		11/26/10	-13,121.77 Short sale proceeds	7 29	8 75	-15,750 00 Cost to close	(2,628.23) ST		
2,300	E I DU PONT DE NEMOURS & CO **Rating:** Citigroup 1M Morgan Stanley . 2 S&P · 3	DD	10/11/10	106,416 65	46.265	49 88	114,724 00	8,307.35 ST	3.287	3,772 00
-23	CALL DD APR 11 @ 43 00 E I DU PONT DE NEMOURS & CO 100 SHS EXP. 04/16/2011 SHORT CALL Covered		11/08/10	-14,466 75 Short sale proceeds	6.29	7 30	-16,790 00 Cost to close	(2,323 25) ST		
3,300	HOME DEPOT INC **Rating:** Citigroup 1M S&P 2	HD	10/11/10	105,002 10	31 817	35 06	115,698 00	10,695 90 ST	2 695	3,118 50
-33	CALL HD MAY 11 @ 28 00 HOME DEPOT INC 100 SHS EXP· 05/21/2011 SHORT CALL Covered		11/29/10	-11,813 80 Short sale proceeds	3 58	7 35	-24,255.00 Cost to close	(12,441.20) ST		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
1,700	JOHNSON & JOHNSON **Rating:** Citigroup · 1L Morgan Stanley · 2 S&P 2	JNJ	10/11/10	$ 107,423 39	$ 63 186	$ 61 85	$ 105,145.00	($ 2,278.39) ST	3.492%	$ 3,672.00
-17	CALL JNJ APR 11 @ 57 50 JOHNSON & JOHNSON 100 SHS EXP. 04/16/2011 SHORT CALL Covered		11/29/10	-8,754.85 Short sale proceeds	5 15	4.90	-8,330.00 Cost to close	424.85 ST		
4,200	LEGGETT & PLATT INC **Rating:** S&P 3	LEG	10/11/10	100,013 04	23 811	22 76	95,592.00	(4,421.04) ST	4 745	4,536.00
-42	CALL LEG JUN 11 @ 20 00 LEGGETT & PLATT INC 100 SHS EXP 06/18/2011 SHORT CALL Covered		12/09/10	-11,129 81 Short sale proceeds	2 65	3 30	-13,860.00 Cost to close	(2,730 19) ST		
1,400	LORILLARD INC **Rating:** Citigroup 2M Morgan Stanley 1 S&P 1	LO	10/11/10	112,000.12	79 995	82 06	114,884.00	2,883.88 ST	5 483	6,300 00
-14	CALL LO MAR 11 @ 75 00 LORILLARD INC 100 SHS EXP 03/19/2011 SHORT CALL Covered		11/29/10	-11,269 80 Short sale proceeds	8 05	8 175	-11,445.00 Cost to close	(175.20) ST		
2,900	MERCK & CO INC NEW **Rating:** Citigroup : 1M Morgan Stanley 3	MRK	10/11/10	106,580 71	36.749	36 04	104,516 00	(2,064.71) ST	4.217	4,408.00
-29	CALL MRK JUL 11 @ 32 00 MERCK & CO INC NEW 100 SHS EXP 07/16/2011 SHORT CALL Covered		12/09/10	-11,976.79 Short sale proceeds	4.13	4 80	-13,920.00 Cost to close	(1,943.21) ST		
2,900	PFIZER INC	PFE	10/11/10	50,365 12	17 366	17 51	50,779 00	413 88 ST		
3,200	**Rating:** Citigroup 2H		11/04/10	55,451 20	17 328	17 51	56,032 00	580.80 ST		
6,100	Morgan Stanley 1 S&P 1			105,816 32	17.347		106,811.00	994.68	4 568	4,880 00
-32	CALL PFE JAN 11 @ 16 00 PFIZER INC 100 SHS EXP 01/22/2011 SHORT CALL Covered		11/04/10	-5,094 95 Short sale proceeds	1 592	1 565	-5,008 00 Cost to close	86.95 ST		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
-29	CALL PFE JAN 11 @ 15 00 PFIZER INC 100 SHS EXP 01/22/2011 SHORT CALL Covered		10/11/10	$ -7,248.40 Short sale proceeds	$ 2 50	$ 2 53	$ -7,337.00 Cost to close	($ 88.60) ST		
1,900	PHILIP MORRIS INTL INC **Rating:** Citigroup : 1M Morgan Stanley · 1 S&P : 1	PM	10/11/10	107,331.30	56.487	58 53	111,207 00	3,875 70 ST	4.373	4,864 00
-19	CALL PM JUN 11 @ 55 00 PHILIP MORRIS INTL INC 100 SHS EXP. 06/18/2011 SHORT CALL Covered		12/20/10	-10,620 82 Short sale proceeds	5 59	5 20	-9,880 00 Cost to close	740.82 ST		
1,700	PROCTER & GAMBLE CO **Rating:** Citigroup . 1L Morgan Stanley 2 S&P 1	PG	10/20/10	108,095 86	63 585	64 33	109,361 00	1,265.14 ST	2 995	3,275 90
-17	CALL PG JAN 11 @ 57.50 PROCTER & GAMBLE CO 100 SHS EXP: 01/22/2011 SHORT CALL Covered		10/20/10	-10,709.81 Short sale proceeds	6 30	6 90	-11,730 00 Cost to close	(1,020.19) ST		
2,000	VERIZON COMMUNICATIONS **Rating:** Citigroup . 1M Morgan Stanley . 2 S&P : 2	VZ	10/11/10	65,943 64	32 97	35 78	71,560 00	5,616.36 ST	5 449	3,900 00
-20	CALL VZ JAN 11 @ 28 00 VERIZON COMMUNICATIONS 100 SHS EXP· 01/22/2011 SHORT CALL Covered		10/11/10	-10,398.86 Short sale proceeds	5 20	7 80	-15,600 00 Cost to close	(5,203.14) ST		
Total common stocks and options				$ 1,376,373.87	B		$ 1,389,158 00 C	$ 12,784.13 ST $ 0.00 LT	4.64	$ 64,538.40

Exchange traded & closed end funds

Citi Investment Research & Analysis (CIRA) ratings may be shown for certain closed-end funds All research ratings represent the "opinions" of the research provider and are not representations or guarantees of performance Because the research report contains more complete information regarding the analyst's opinions, analysis, and rating, you should read the entire research report and not infer its contents from the rating. CIRA closed-end fund recommendations include an investment rating and a risk rating The Investment Rating code (1,2, 3) is based upon CIRA's expectation of the security's performance relative to its peer group of closed-end funds The Risk Rating (L, M, H or S) represents the fund's expected risk, taking into account the quality and liquidity of the underlying securities, financial leverage and foreign currency exposure. Please refer to the end of this statement for a guide describing CIRA ratings

Closed end investment companies are grouped below by portfolio designations Gain/Loss is provided to assist in tax preparation It is not intended to calculate investment returns or performance

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
1,625 /	IPATH S&P 500 VIX SHORT TERM	VXX	10/11/10	$ 98,546 00 /	$ 60 643	$ 37 61	$ 61,116.25	($ 37,429 75) ST		
875 /	FUTURES		10/13/10	49,203 00 /	56.232	37 61	32,908 75	(16,294 25) ST		
2,500	Equity portfolio			147,749 00	59.10		94,025.00	(53,724.00)		
Total closed end fund equity allocation							$ 94,025 00			
Total exchange traded funds and closed end funds				$ 147,749.00	Ⓑ		$ 94,025.00 Ⓒ	($ 53,724.00) ST		
								$ 0.00 LT		$ 0.00
Total portfolio value				$ 1,709,985.10			$ 1,669,045.23	($ 40,939.87) ST	3.87	
								$ 0.00 LT		$ 64,649.91

0.00 *

0.00 *

1,376,373.87 +
147,749.00 +
Ⓑ 1,524,122.87 *

1,389,158.00 +
94,025.00 +
Ⓒ 1,483,183.00 *

	THE OKNER FOUNDATION	
	CONTRIBUTIONS GIVEN (5)	
	From: January 2010 To: December 2010	
	Summary by Payee/Payor	
	Agudath Israel Of Il	360.00
	Ajws Haiti Disas Relief	5,000.00
	Arie Crown Hebrew Day Schl	2,000.00
	Att	6,000.00
	Bais Yaakov H.S.	1,000.00
	Cadmef	5,000.00
	Chgo Ctr For Chesed & Torah	16,750.00
	Chicago Chesed Fund	25,000.00
	Chicago Center For Torah	18,000.00
	Chicago Jewish News	217.50
	Cong Reyim Ahuvim	250.00
	Ezras Israel Discretionary	50.00
	For Autistic Kids	250.00
	Hebrew Theological College	200.00
	Heritage	5,000.00
	Jet	1,000.00
	Jewish United Fund	478.00
	Joan Dachs Bais Makov	5,000.00
	La Casa Norte	100.00
	Mr. & Mrs. Yaakov Francis	100.00
	Ncsy	20,000.00
	North Shore United Way	165.00
	Ohr Yaacov Of Amer	18,000.00
	Ohr Yaakov Of America	6,000.00
	Parkinson's Disease	200.00
	Pirchei Agudath Israel	1,000.00
	Rabbi Tzui Bider	150.00
	Response	180.00
	Skokie Kollel	20,360.00
	Spread Truth Ministries	250.00
	The Ark	3,800.00
	Yu Killel Torah Mitzion	5,000.00
	Total	166,860.50

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
SAMEUL P. OKNER 100 TIMBER LANE GLENCOE, IL 60022	PRESIDENT 1.00	0.	0.	0.
ELLYN ROBBINS 1755 WILD ROSE HIGHLAND PARK, IL 60035	SECRETARY 1.00	0.	0.	0.
FLYNN OKNER 100 TIMBER LANE GLENCOE, IL 60022	TREASURER 1.00	0.	0.	0.
SAMUEL P. OKNER 100 TIMBER LANE GLENCOE, IL 60022	DIRECTOR 1.00	0.	0.	0.
ELLYN ROBBINS 1755 WILD ROSE HIGHLAND PARK, IL 60035	DIRECTOR 1.00	0.	0.	0.
JOEL C. OKNER 3924 LYONS SKOKIE, IL 60076	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.