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Return of Private Foundation

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

Treated as a Private Foundation

2010Department of the Treasury
Internal Revenue Service

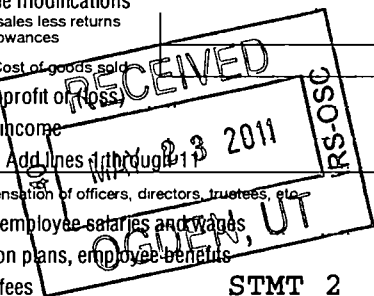
Note The foundation may be able to use a copy of this return to satisfy state reporting requirements.

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 SHODEEN FAMILY FOUNDATION		A Employer identification number 36-4294720
Number and street (or P.O. box number if mail is not delivered to street address) 17 NORTH FIRST STREET	Room/suite	B Telephone number 630-232-8570
City or town, state, and ZIP code GENEVA, IL 60134		C If exemption application is pending, check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,343,638. (Part I, column (d) must be on cash basis)	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify)	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 ☐

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		0.			
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		99,084.	99,084.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		113,002.			
b Gross sales price for all assets on line 6a		1,049,724.			
7 Capital gain net income (from Part IV, line 2)			113,002.		
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					
12 Total. Add lines 1 through 11		212,086.	212,086.	0.	
13 Compensation of officers, directors, trustees, etc.		24,000.	6,000.	0.	18,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 2		4,260.	4,260.	0.	0.
b Accounting fees					
c Other professional fees STMT 3		22,294.	22,294.	0.	0.
17 Interest					
18 Taxes STMT 4		3,439.	3,439.	0.	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		2,333.	445.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23		56,326.	36,438.	0.	18,000.
25 Contributions, gifts, grants paid		226,050.			226,050.
26 Total expenses and disbursements. Add lines 24 and 25		282,376.	36,438.	0.	244,050.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<70,290.>			
b Net investment income (if negative, enter -0-)			175,648.		
c Adjusted net income (if negative, enter -0-)				0.	



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				
	2	Savings and temporary cash investments		1,103,663.	155,428.	155,428.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	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 7		1,905,051.	3,188,210.	3,188,210.
	c	Investments - corporate bonds STMT 8		48,453.	0.	0.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		3,057,167.	3,343,638.	3,343,638.	
Liabilities	17	Accounts payable and accrued expenses		7,419.	3,600.	
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		7,419.	3,600.	
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		3,049,748.	3,340,038.	
	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				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances		3,049,748.	3,340,038.		
31	Total liabilities and net assets/fund balances		3,057,167.	3,343,638.		

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	3,049,748.
2	Enter amount from Part I, line 27a	2	<70,290.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	360,580.
4	Add lines 1, 2, and 3	4	3,340,038.
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	3,340,038.

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 THROUGH LPL FINANCIAL			P	VARIOUS	VARIOUS
b THROUGH LPL FINANCIAL			P	VARIOUS	VARIOUS
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 781,155.		671,780.	109,375.
b 268,569.		264,942.	3,627.
c			
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			109,375.
b			3,627.
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	113,002.
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	170,966.	2,821,246.	.060599
2008	161,253.	2,886,629.	.055862
2007	129,131.	2,567,850.	.050288
2006	125,550.	2,490,697.	.050408
2005	113,675.	2,262,261.	.050248

2 Total of line 1, column (d)	2	.267405
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	.053481
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	3,001,724.
5 Multiply line 4 by line 3	5	160,535.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,756.
7 Add lines 5 and 6	7	162,291.
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	244,050.

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)		1	1,756.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	1,756.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	1,756.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	1,400.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6d		
b Exempt foreign organizations - tax withheld at source	7	1,400.	
c Tax paid with application for extension of time to file (Form 8868)	8		
d Backup withholding erroneously withheld	9	356.	
7 Total credits and payments. Add lines 6a through 6d	10		
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	11		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ☐ Refunded ☐			

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
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		X
c 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?		
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

N/A

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>ANNA S. HARMON</u> Telephone no. ► <u>630-232-8570</u> Located at ► <u>17 NORTH FIRST STREET, GENEVA, IL</u> ZIP+4 ► <u>60134</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 ► <u>15</u> N/A			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No 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 ► <u>N/A</u>	1b	
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? If "Yes," list the years ► _____, _____, _____ ☐ Yes ☒ No		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 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

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

6b

X

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 9		24,000.	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	2,433,268.
b	Average of monthly cash balances	1b	614,168.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,047,436.
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	3,047,436.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	45,712.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,001,724.
6	Minimum investment return. Enter 5% of line 5	6	150,086.

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	150,086.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,756.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,756.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	148,330.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	148,330.
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	148,330.

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	244,050.
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	244,050.
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	1,756.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	242,294.

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				148,330.
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	2,383.			
b From 2006	3,815.			
c From 2007	5,476.			
d From 2008	19,216.			
e From 2009	168,062.			
f Total of lines 3a through e	198,952.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 244,050.				
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				148,330.
e Remaining amount distributed out of corpus	95,720.			
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	294,672.			
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	2,383.			
9 Excess distributions carryover to 2011 Subtract lines 7 and 8 from line 6a	292,289.			
10 Analysis of line 9:				
a Excess from 2006	3,815.			
b Excess from 2007	5,476.			
c Excess from 2008	19,216.			
d Excess from 2009	168,062.			
e Excess from 2010	95,720.			

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

Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007
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).)

KENT W. SHODEEN

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)
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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 STATEMENT 10				
Total			▶ 3a	226,050.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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

5/16/11
Date

► Trustee
Title

**Paid
Preparer
Use Only**

Print/Type preparer's name
VICKI MICHALSKI,
CPA

Preparer's signature
V. J. J. J.

Date
5-16-11

Check ☐ if self-employed	PTIN
--	------

Firm's name ▶ BORHART SPELLMEYER & COMPANY, LLC
1752 CAPITAL STREET, STE 400

Firm's EIN ▶

Firm's address ► ELGIN, IL 60124-7869

Phone no. (847) 695-1775

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
LPL FINANCIAL	99,056.	0.	99,056.
THE PRIVATE BANK	28.	0.	28.
TOTAL TO FM 990-PF, PART I, LN 4	99,084.	0.	99,084.

FORM 990-PF	LEGAL FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL AND ACCOUNTING	4,260.	4,260.	0.	0.
TO FM 990-PF, PG 1, LN 16A	4,260.	4,260.	0.	0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	22,294.	22,294.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	22,294.	22,294.	0.	0.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	3,439.	3,439.	0.	0.
TO FORM 990-PF, PG 1, LN 18	3,439.	3,439.	0.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER COSTS AND EXPENSES	552.	0.	0.	0.
PAYROLL TAXES	1,781.	445.	0.	0.
TO FORM 990-PF, PG 1, LN 23	2,333.	445.	0.	0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
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DESCRIPTION	AMOUNT
NET GAINS(LOSSES) ON INVESTMENTS CARRIED AT MARKET VALUE	360,580.
TOTAL TO FORM 990-PF, PART III, LINE 3	360,580.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCKS	3,188,210.	3,188,210.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,188,210.	3,188,210.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BOND	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	0.	0.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
KENT W. SHODEEN 17 NORTH FIRST STREET GENEVA, IL 60134	PRESIDENT & DIRECTOR 0.00	0.	0.	0.
ANNA S. HARMON 17 NORTH FIRST STREET GENEVA, IL 60134	SECRETARY & DIRECTOR 12.00	24,000.	0.	0.
BETH C. SHODEEN 17 NORTH FIRST STREET GENEVA, IL 60134	DIRECTOR 0.00	0.	0.	0.
CRAIG A. SHODDEN 17 NORTH FIRST STREET GENEVA, IL 60134	DIRECTOR 0.00	0.	0.	0.
ERIC M. SHODEEN 17 NORTH FIRST STREET GENEVA, IL 60134	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		24,000.	0.	0.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 10

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ANIMAL RESCUE AND FARM SANCTUARY PO BOX 95 TREGO, WI 54888	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	3,000.
ASSOCIATION FOR INDIVIDUAL DEVELOPMENT 3009 INDIAN TRAIL CT AURORA, IL 60606	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	4,000.
AURORA AREA INTERFAITH FOOD PANTRY PO BOX 2602 AURORA, IL 60507	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	1,000.
BOYS & GIRLS CLUB OF ELGIN PO BOX 416 ELGIN, IL 601210416	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	1,000.
CASA KANE COUNTY 100 SOUTH THIRD ST GENEVA, IL 60134	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	8,000.
DEKALB COUNTY ECONOMIC DEVELOPMENT 697 LASALLE DRIVE SOMONAUK, IL 60552	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	1,000.
DELNOR COMMUNITY HOSPITAL AUXILIARY 300 RANDALL RD GENEVA, IL 60134	N/A UNRESTRICTED AWARD	HOSPITAL	25,000.
EDUCATION CENTER OF DEVELOPMENT 113 EAST VAN BUREN NAPERVILLE, IL 60540	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	250.

SHODEEN FAMILY FOUNDATION

36-4294720

ELMHURST COLLEGE 190 PROSPECT AVENUE ELMHURST, IL 60126	N/A SCHOLARSHIP	UNIVERSITY	3,000.
GENEVA CONCOURSE NFP 500 WEST MADISON, SUITE 3700 CHICAGO, IL 60661	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	5,000.
GENEVA FIRE DEPARTMENT 200 EAST SIDE DRIVE GENEVA, IL 60134	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	2,500.
GENEVA LUTHERAN CHURCH 301 SO THIRD STREET GENEVA, IL 60134	N/A UNRESTRICTED AWARD	CHURCH	750.
GENEVA PARK DISTRICT FOUNDATION 710 WESTERN AVE GENEVA, IL 60134	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	1,000.
HEADSTRONG FOUNDATION 1701 MARKET STREET PHILADELPHIA, PA 19103	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	5,000.
HEARTS OF HOPE 13 S 7TH ST GENEVA, IL 60134	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	800.
ILLINOIS STATE IL STATE UNIV/CAMPUS BOX #2320 NORMAL, IL 61790	N/A SCHOLARSHIP AWARD-RETURNED	UNIVERSITY	<1,000.>
ILLINOIS WESLEYAN UNIVERSITY PO BOX 2900 BLOOMINGTON, IL 61702	N/A SCHOLARSHIP	UNIVERSITY	2,000.
KANE COUNTY FRATERNAL ORDER OF POLICE 1770 SOUTH RANDALL, SUITE A280 GENEVA, IL 60134	N/A SHOP WITH A COP PROGRAM	PUBLIC CHARITY	3,000.

SHODEEN FAMILY FOUNDATION

36-4294720

LAKELAND ANIMAL SHELTER PO BOX 1000 ELKHORN, WI 53121	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	2,000.
LAZARUS HOUSE 214 WALNUT STREET ST CHARLES, IL 60174	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	2,000.
LIVING WELL CANCER RESOURCE CENTER 1803 WEST STATE ST GENEVA, IL 60134	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	10,500.
MARKLUND FOUNDATION 1S450 WYATT DR GENEVA, IL 60134	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	4,000.
MILL CREEK ELEMENTARY SCHOOL PTO N 900 BRUNDIGE RD GENEVA, IL 60134	N/A UNRESTRICTED AWARD	PUBLIC SCHOOL	300.
NAMI ILLINOIS 159 S. HIGHLAND AURORA, IL 60605	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	2,000.
NORTH CENTRAL COLLEGE 30 N BRAINARD STREET NAPERVILLE, IL 60540	N/A UNRESTRICTED AWARD	UNIVERSITY	500.
NORTHERN ILLINOIS FOOD BANK 600 INDUSTRIAL DR ST CHARLES, IL 60174	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	5,000.
PAUL RUBY FOUNDATION 17 N. FIRST ST. GENEVA, IL 60134	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	5,000.
REJOICE LUTHERAN 0N377 N MILL CREEK DRIVE GENEVA, IL 60134	N/A UNRESTRICTED AWARD	CHURCH	1,000.

SHODEEN FAMILY FOUNDATION

36-4294720

RIVERWOODS CHRISTIAN CENTER 35W600 RIVERWOODS LANE ST CHARLES, IL 60174	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	3,000.
ROYAL FAMILY KIDS CAMP 2300 SOUTH ST GENEVA, IL 60134	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	2,000.
SAFE PASSAGE 1031 E STATE STREET GENEVA, IL 60134	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	500.
SAN DIEGO FOUNDATION/MORNINGSIDE SCHOLARSHIP 39033 MORNINGSIDE DRIVE RANCHO MIRAGE, CA 92270	N/A SCHOLARSHIP	PUBLIC CHARITY	2,000.
SHERMAN HEALTH FOUNDATION 934 CENTER ST ELGIN, IL 60120	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	2,000.
SUICIDE PREVENTION SERVICES OF BATAVIA 528 SOUTH BATAVIA AVE BATAVIA, IL 60510	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	4,500.
SUSAN G KOMEN 3 DAY FOR THE CURE 205 N MICHIGAN AVENUE CHICAGO, IL 60601	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	150.
TRI CITY HEALTH PARTNERSHIP 318 WALNUT ST ST CHARLES, IL 60174	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	3,000.
UNIVERSITY OF ILLINOIS 620 EAST JOHN STREET CHAMPAIGN, IL 61820	N/A SCHOLARSHIP	UNIVERSITY	2,000.
UNIVERSITY OF MISSOURI 15 JESSE HALL COLUMBIA, MO 65211	N/A SCHOLARSHIP	UNIVERSITY	2,000.

SHODEEN FAMILY FOUNDATION

36-4294720

VIP SERVICES, INC. 811 E GENEVA STREET ELKHORN, WI 53121	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	100,000.
VISITING NURSES ASSOCIATION OF FOX VALLEY 400 N HIGHLAND AVENUE AURORA, IL 60506	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	1,000.
WAUBONSEE COMMUNITY COLLEGE RT 47 AT WAUBONSEE DRIVE SUGAR GROVE, IL 60554	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	6,100.
YOUNG LIFE 321 HAMILTON, SUITE B GENEVA, IL 60134	N/A UNRESTRICTED AWARD	PUBLIC CHARITY	200.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

226,050.