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

**2010**

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 **2010**, and ending **20**

**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: **ALBERT WHITMAN** **A** Employer identification number: **36-6042550**

Number and street (or P O box number if mail is not delivered to street address): **BANK OF AMERICA, NA, 231 S LASALLE ST** Room/suite: **B** Telephone number (see page 10 of the instructions): **(312) 923-1658**

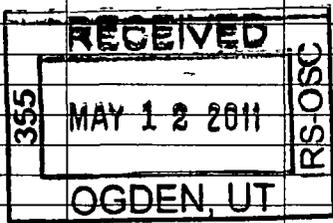
City or town, state, and ZIP code: **CHICAGO, IL 60697**

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

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **875,354.** **J** Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_ (Part I, column (d) must be on cash basis)

**C** If exemption application is pending, check here   
**D** 1 Foreign organizations, check here   
 2 Foreign organizations meeting the 85% test, check here and attach computation   
**E** If private foundation status was terminated under section 507(b)(1)(A), check here   
**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	19,676.	19,616.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-35,615.			
	b Gross sales price for all assets on line 6a	740,282.			
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	-1,177.	-1,177.		STMT 2	
12 Total. Add lines 1 through 11	-17,116.	18,439.			
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc.	8,550.	3,420.		5,130.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	236.	236.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 4	846.			846.
	24 Total operating and administrative expenses. Add lines 13 through 23	9,632.	3,656.	NONE	5,976.
	25 Contributions, gifts, grants paid	24,578.			24,578.
26 Total expenses and disbursements. Add lines 24 and 25	34,210.	3,656.	NONE	30,554.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-51,326.				
b Net investment income (if negative, enter -0-)		14,783.			
c Adjusted net income (if negative, enter -0-)					



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	6,197.	11,508.	11,508.
	3	Accounts receivable			
		Less allowance for doubtful accounts			
	4	Pledges receivable			
		Less allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less allowance for doubtful accounts	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)	813,382.	756,815.	863,846.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule)				
14	Land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)				
15	Other assets (describe )				
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	819,579.	768,323.	875,354.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe )			
23	<b>Total liabilities</b> (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> 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. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	819,579.	768,323.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions)	819,579.	768,323.		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	819,579.	768,323.		

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)	1 819,579.
2	Enter amount from Part I, line 27a	2 -51,326.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 5	3 104.
4	Add lines 1, 2, and 3	4 768,357.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 6	5 34.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6 768,323.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)				(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a SEE PART IV DETAIL						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a						
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))			
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any				
a						
b						
c						
d						
e						
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }				2	-35,615.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8. . . . . }				3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	44,491.	706,507.	0.06297319064
2008	39,845.	871,897.	0.04569920530
2007	52,844.	1,047,866.	0.05043011225
2006	52,057.	974,479.	0.05342034051
2005	44,659.	919,387.	0.04857475688
2 Total of line 1, column (d) . . . . .			2 0.26109760558
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . . .			3 0.05221952112
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5 . . . . .			4 795,388.
5 Multiply line 4 by line 3 . . . . .			5 41,535.
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			6 148.
7 Add lines 5 and 6 . . . . .			7 41,683.
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 on page 18.			8 30,554.

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

Table with 11 rows and 2 columns. Rows include: 1a Exempt operating foundations... 2 Tax under section 511... 3 Add lines 1 and 2... 4 Subtitle A (income) tax... 5 Tax based on investment income... 6 Credits/Payments... 7 Total credits and payments... 8 Enter any penalty... 9 Tax due... 10 Overpayment... 11 Enter the amount of line 10 to be Credited to 2011 estimated tax

Part VII-A Statements Regarding Activities

Table with 10 rows and 3 columns (Yes, No, and an unlabeled column). Rows include: 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation... 2 Has the foundation engaged in any activities that have not previously been reported to the IRS?... 3 Has the foundation made any changes, not previously reported to the IRS... 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?... 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?... 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either... 7 Did the foundation have at least \$5,000 in assets at any time during the year?... 8a Enter the states to which the foundation reports or with which it is registered... 9 Is the foundation claiming status as a private operating foundation... 10 Did any persons become substantial contributors during the tax year?

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) . . . . . 

11		X
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12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . . 

12		X
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13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . . 

13	X	
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Website address ▶ NONE

14 The books are in care of ▶ BANK OF AMERICA, N.A. Telephone no. ▶ (312) 932-1658  
Located at ▶ 231 S. LASALLE STREET, CHICAGO, IL ZIP + 4 ▶ 60697

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

16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . . 

	Yes	No
16		

  
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.

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)? . . . . . 

1b		X
----	--	---

  
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 page 22 of the instructions.) . . . . . 

2b	N/A	
----	-----	--

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.  
▶

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .  Yes  No

b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) . . . . . 

3b	N/A	
----	-----	--

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

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

5b N/A

6b X

7b N/A

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

**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		8,550.	-0-	-0-

**2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."**

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

**Total number of other employees paid over \$50,000**  NONE

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

**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

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

Total number of others receiving over \$50,000 for professional services . . . . . NONE

**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 NOT APPLICABLE

2 THE SOLE CHARITABLE ACTIVITY OF THIS ORGANIZATION IS THE MAKING OF CONTRIBUTIONS AND GRANTS TO QUALIFIED CHARITABLE ORGANIZATIONS. NO DIRECT CHARITABLE ACTIVITIES ARE CONDUCTED.

3

4

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1 NONE

2

All other program-related investments See page 24 of the instructions.

3 NONE

Total. Add lines 1 through 3 . . . . .

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	799,351.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	8,150.
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	807,501.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	807,501.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	12,113.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	795,388.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	39,769.

**Part XI Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	39,769.
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	296.
<b>2b</b>	Income tax for 2010. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	296.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	39,473.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	39,473.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	39,473.

**Part XII Qualifying Distributions** (see page 25 of the instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	30,554.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	30,554.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	30,554.

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

**Part XIII Undistributed Income** (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7 . . . . .				39,473.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only . . . . .			29,889.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2010.				
a From 2005 . . . . .	NONE			
b From 2006 . . . . .	NONE			
c From 2007 . . . . .	NONE			
d From 2008 . . . . .	NONE			
e From 2009 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ <u>30,554.</u>				
a Applied to 2009, but not more than line 2a . . . . .			29,889.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .	NONE			
d Applied to 2010 distributable amount . . . . .				665.
e Remaining amount distributed out of corpus . . . . .	NONE			
5 Excess distributions carryover applied to 2010 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
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 . . . . .		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions . . . . .		NONE		
e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .				
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011 . . . . .				38,808.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	NONE			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
10 Analysis of line 9				
a Excess from 2006 . . . . .	NONE			
b Excess from 2007 . . . . .	NONE			
c Excess from 2008 . . . . .	NONE			
d Excess from 2009 . . . . .	NONE			
e Excess from 2010 . . . . .	NONE			

**Part XIV Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

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

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

	Tax year				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
b 85% of line 2a . . . . .					
c Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
d Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets . . . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii) . . . . .					
(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 page 28 of the instructions.)

**1 Information Regarding Foundation Managers:**

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

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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	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)				
<p>a <i>Paid during the year</i></p> <p>SEE STATEMENT 11</p>				
<b>Total</b> .....				<b>3a</b> 24,578.
<p>b <i>Approved for future payment</i></p>				
<b>Total</b> .....				<b>3b</b>





**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					3,319.	
543.00		22.062 COLUMBIA ACORN FUND CLASS Z SHARE PROPERTY TYPE: SECURITIES 540.00					08/13/2010 3.00	08/19/2010
5,600.00		163.695 COLUMBIA ACORN INTERNATIONAL FUN PROPERTY TYPE: SECURITIES 5,377.00					12/12/2005 223.00	08/13/2010
43,212.00		1912.046 COLUMBIA ACORN SELECT FUND CLAS PROPERTY TYPE: SECURITIES 50,000.00					12/08/2006 -6,788.00	08/13/2010
102,948.00		11312.965 CMG ULTRA SHORT TERM BOND FUND PROPERTY TYPE: SECURITIES 109,170.00					12/08/2006 -6,222.00	08/13/2010
15,044.00		1533.528 COLUMBIA LARGE CAP VALUE FUND C PROPERTY TYPE: SECURITIES 18,367.00					01/07/2002 -3,323.00	08/13/2010
38,188.00		3892.734 COLUMBIA LARGE CAP VALUE FUND C PROPERTY TYPE: SECURITIES 45,000.00					08/24/2004 -6,812.00	08/13/2010
36,367.00		3707.142 COLUMBIA LARGE CAP VALUE FUND C PROPERTY TYPE: SECURITIES 40,891.00					11/09/2001 -4,524.00	08/13/2010
92,754.00		5462.565 COLUMBIA MARSICO GROWTH FUND CL PROPERTY TYPE: SECURITIES 111,163.00					12/08/2006 -18,409.00	08/13/2010
82,648.00		4867.374 COLUMBIA MARSICO GROWTH FUND CL PROPERTY TYPE: SECURITIES 59,139.00					03/27/2003 23,509.00	08/13/2010
27,432.00		2105.263 COLUMBIA INTERNATIONAL VALUE FU PROPERTY TYPE: SECURITIES 30,000.00					11/20/2009 -2,568.00	08/13/2010

**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
8,000.00		791.296				08/24/2004	08/13/2010	
		COLUMBIA MARSICO INT'L OPPORTUNI PROPERTY TYPE: SECURITIES						
		8,008.00				-8.00		
438.00		42.619				08/24/2004	08/19/2010	
		COLUMBIA MARSICO INT'L OPPORTUNIT PROPERTY TYPE: SECURITIES						
		431.00				7.00		
12,582.00		1358.762				10/07/2002	08/13/2010	
		COLUMBIA SMALL CAP GROWTH FUND PROPERTY TYPE: SECURITIES						
		13,343.00				-761.00		
16,492.00		1487.105				03/27/2003	08/13/2010	
		COLUMBIA MID CAP VALUE FUND CLA PROPERTY TYPE: SECURITIES						
		13,161.00				3,331.00		
119,874.00		19945.694				12/08/2006	08/13/2010	
		COLUMBIA STRATEGIC INCOME FUND PROPERTY TYPE: SECURITIES						
		119,042.00				832.00		
86,669.00		7465.039				12/08/2006	08/13/2010	
		COLUMBIA DIVIDEND INCOME FUND C PROPERTY TYPE: SECURITIES						
		105,332.00				-18,663.00		
9,800.00		260.154				12/12/2005	08/13/2010	
		COLUMBIA SMALL CAP VALUE I FUND PROPERTY TYPE: SECURITIES						
		12,170.00				-2,370.00		
893.00		88.552				08/13/2010	08/19/2010	
		COLUMBIA SELECT LARGE CAP GROWTH PROPERTY TYPE: SECURITIES						
		899.00				-6.00		
11,456.00		970.				08/13/2010	10/29/2010	
		COLUMBIA SELECT LARGE CAP GROWTH FU PROPERTY TYPE: SECURITIES						
		9,846.00				1,610.00		
10,000.00		781.25				08/13/2010	12/21/2010	
		COLUMBIA SELECT LARGE CAP GROWTH PROPERTY TYPE: SECURITIES						
		7,930.00				2,070.00		
519.00		32.562				08/13/2010	08/19/2010	
		EATON VANCE LARGE-CAP VALUE FUND PROPERTY TYPE: SECURITIES						
		522.00				-3.00		

**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold	
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)		
265.00		5.084 HARBOR INTERNATIONAL FUND INSTL CL PROPERTY TYPE: SECURITIES 264.00					08/13/2010	08/19/2010 1.00	
8,890.00		219. ISHARES MSCI EMERGING MKTS INDEX FU PROPERTY TYPE: SECURITIES 8,929.00					11/20/2009	08/13/2010 -39.00	
5,927.00		146. ISHARES MSCI EMERGING MKTS INDEX FU PROPERTY TYPE: SECURITIES 5,951.00					11/20/2009	08/13/2010 -24.00	
422.00		29.757 NATIXIS FDS TR IV AEW REAL ESTATE PROPERTY TYPE: SECURITIES 422.00					08/13/2010	08/19/2010	
TOTAL GAIN (LOSS) .....							-----	-35,615.	=====

ALBERT WHITMAN

36-6042550

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
US GOVERNMENT INT REPORTED AS NONQUALIFI	697.	697.
FOREIGN DIVIDENDS	2,401.	2,401.
NONDIVIDEND DISTRIBUTIONS	60.	
DOMESTIC DIVIDENDS	2,875.	2,875.
NONQUALIFIED FOREIGN DIVIDENDS	171.	171.
NONQUALIFIED DOMESTIC DIVIDENDS	13,472.	13,472.
TOTAL	19,676.	19,616.

ALBERT WHITMAN

36-6042550

FORM 990PF, PART I - OTHER INCOME  
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MUTUAL FD RECD 01/10	254.	254.
MUTUAL FD RECD 01/11	-1,431.	-1,431.
TOTALS	-1,177.	-1,177.

ALBERT WHITMAN

36-6042550

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES ON QUALIFIED FOR	219.	219.
FOREIGN TAXES ON NONQUALIFIED	17.	17.
TOTALS	236.	236.

ALBERT WHITMAN

36-6042550

FORM 990PF, PART I - OTHER EXPENSES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
ILL ATTY GENERAL FEE	15.	15.
B OF A TAX PREP FEE	831.	831.
TOTALS	846.	846.
	=====	=====

ALBERT WHITMAN

36-6042550

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES  
=====

DESCRIPTION -----	AMOUNT -----
FED REFUND OF EXCISE TAXES 2009	104.
	-----
TOTAL	104.
	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

AMOUNT

-----

-----

COST BASIS TIMING DIFF FOR ROC

34.

TOTAL

34.

-----  
=====

ALBERT WHITMAN

36-6042550

-----  
STATE(S) WHERE THE FOUNDATION IS REGISTERED  
=====

IL

STATEMENT 7

XD576 2 000 EH3619 L720 04/21/2011 16:33:56

28 -

ALBERT WHITMAN

36-6042550

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

231 S. LASALLE STREET

CHICAGO, IL 60697

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION ..... 8,550.

TOTAL COMPENSATION: 8,550.

=====

ALBERT WHITMAN

36-6042550

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

SCHOOL SISTERS OF ST FRANCIS

ADDRESS:

1515 S LAYTON BLVD  
MILWAUKEE, WI 53215

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID ..... 3,504.

RECIPIENT NAME:

SIMMONS COLLEGE

ADDRESS:

300 FENWAY  
BOSTON, MA 02115-5820

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID ..... 3,504.

RECIPIENT NAME:

SHRINERS HOSPITAL FOR CHILDREN

ADDRESS:

P O BOX 31356  
TAMPA, FL 33631

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID ..... 3,504.

RECIPIENT NAME:  
AMERICAN LIBRARY ASSOCIATION  
ADDRESS:  
50 E HURON  
CHICAGO, IL 60611  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC  
AMOUNT OF GRANT PAID ..... 50.

RECIPIENT NAME:  
BOYS & GIRLS CLUB OF CHGO  
ADDRESS:  
400 W. MONROE STREET STE 350  
SPRINGFIELD, IL 62704-1883  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC  
AMOUNT OF GRANT PAID ..... 3,504.

RECIPIENT NAME:  
CHICAGO PROVINCE SOCIETY  
OF JESUS  
ADDRESS:  
2050 N. CLARK  
CHICAGO, IL 60614  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC  
AMOUNT OF GRANT PAID ..... 3,504.

ALBERT WHITMAN

36-6042550

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

LAWRENCE HALL SCHOOL FOR BOYS

ADDRESS:

2737 W PETERSON AVE  
CHICAGO, IL 60659-3927

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID ..... 3,504.

RECIPIENT NAME:

RUSH - PRESBYTERIAN - ST  
LUKES MEDICAL CENTER

ADDRESS:

1700 W VAN BUREN ST STE 265  
CHICAGO, IL 60612

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID ..... 3,504.

TOTAL GRANTS PAID:

24,578.

=====

**ALBERT WHITMAN****36-6042550****Balance Sheet****12/31/2010**

<b>Cusip</b>	<b>Asset</b>	<b>Units</b>	<b>Basis</b>	<b>Market Value</b>
04315J860	ARTIO GLOBAL HIGH INCOME FUND	1510 721	15,500.00	15,394.25
197199409	COLUMBIA ACORN FUND	1339 344	32,760.36	40,434 80
197199813	COLUMBIA ACORN INTERNATIONAL	361.868	11,887 36	14,807 64
19765H636	COLUMBIA MARSICO INTERNATIONAL	2408 586	24,374 89	28,854 86
19765N567	COLUMBIA SMALL CAP VALUE I FUND	343 732	13,611.54	16,141 65
19765P596	COLUMBIA SMALL CAP GROWTH I	449 251	10,800 00	14,196.33
19765Y589	COLUMBIA SELECT SMALL CAP FUND	803.855	10,400 00	14,276.46
19765Y688	COLUMBIA SELECT LARGE CAP	18790.740	190,726.01	236,951 23
277905642	EATON VANCE LARGE-CAP VALUE	8676 109	139,078 03	158,512 51
411511306	HARBOR INTERNATIONAL FUND	472.666	24,536.09	28,619 93
52106N889	LAZARD FUNDS INC	2654.539	50,781.33	57,815 86
63872W409	NATIXIS FDS TR IV AEW REAL	1612 244	22,877 75	25,279.99
68002Q248	OLD MUTUAL TS&W MID CAP VALUE	2781.457	21,000.00	24,170 86
693390700	PIMCO TOTAL RETURN FUND	11673.332	134,080.96	126,655 65
722005667	PIMCO COMMODITY REALRETURN	4917 617	38,800 00	45,684.66
72201F409	PIMCO DEVELOPING LOCAL MKTS	768 473	7,800.00	8,145.81
77956H104	ROWE T PRICE INTL FDS INC	794.297	7,800.00	7,903.26
	Cash/Cash Equivalent	11508 460	11,508 46	11,508.46
		<b>Totals</b>	<b>768,322 78</b>	<b>875,354 21</b>