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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

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

, 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

PALUCH FAMILY FOUNDATION
C/O JOHN D MARSHALL

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

Room/suite
120

City or town, state, and ZIP code

PALATINE IL 60067

H Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at
end of year (from Part II, col. (c),
line 16) ► \$ 1,105,222 (Part I, column (d) must be on cash basis)J Accounting method Cash Accrual
 Other (specify)

A Employer identification number

36-7106905

B Telephone number (see page 10 of the instructions)

847-991-3150

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 ►

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) (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)
1 Contributions, gifts, grants, etc., received (attach schedule)	Revenue	119,620			
2 Check ► <input checked="" 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		10,495	10,495		
5a Gross rents					
5b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-46,421			
6b Gross sales price for all assets on line 6a		31,426			
7 Capital gain net income (from Part IV, line 2)			0		
8 Net short-term capital gain				0	
9 Income modifications					
10a Gross sales less returns & allowances					
10b Less Cost of goods sold					
10c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		83,694	10,495	0	
13 Compensation of officers, directors, trustees, etc	Operating and Administrative Expenses				
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule) See Stmt 1		1,312	1,312		
16b Accounting fees (attach schedule) Stmt 2		550	550		
16c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see page 14 of the instructions)					
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (att sch) Stmt 3		15			15
24 Total operating and administrative expenses.		1,877	1,862		15
Add lines 13 through 23		43,500			43,500
25 Contributions, gifts, grants paid		45,377	1,862	0	43,515
26 Total expenses and disbursements. Add lines 24 and 25		38,317			
27 Subtract line 26 from line 12		8,633			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				0	

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Assets	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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash—non-interest-bearing		15,446	7,345	7,345
	2 Savings and temporary cash investments		7,395	3,117	3,117
	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 (att schedule) ►				
	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 (attach schedule)				
	b Investments—corporate stock (attach schedule)	See Stmt 4	883,136	933,834	1,094,760
	c Investments—corporate bonds (attach schedule)				
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach sch) ►				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach sch) ►				
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I))	905,977	944,296	1,105,222
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 ►)	0	0	
	23 Total liabilities (add lines 17 through 22))	0	0	
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 ► <input checked="" type="checkbox"/>	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		905,977	944,296	
	30 Total net assets or fund balances (see page 17 of the instructions)		905,977	944,296	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)		905,977	944,296	

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	905,977
2 Enter amount from Part I, line 27a	2	38,317
3 Other increases not included in line 2 (itemize) ► See Statement 5	3	2
4 Add lines 1, 2, and 3	4	944,296
5 Decreases not included in line 2 (itemize) ►	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	944,296

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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 ATTCHED W. BLAIR STATEMENT			P	Various	Various
b SEE ATTCHED W. BLAIR STATEMENT			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 8,659		8,165	494		
b 22,767		69,682	-46,915		
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					494
b					-46,915
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	-46,421	
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	494	

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	20,685	675,102	0.030640
2008	16,500	630,991	0.026149
2007	6,000	686,001	0.008746
2006	32,450	486,251	0.066735
2005	103,831	389,227	0.266762

2 Total of line 1, column (d) **2 0.399032**

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 0.079806**

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5 **4 905,487**

5 Multiply line 4 by line 3 **5 72,263**

6 Enter 1% of net investment income (1% of Part I, line 27b) **6 86**

7 Add lines 5 and 6 **7 72,349**

8 Enter qualifying distributions from Part XII, line 4 **8 43,515**

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)	1	173
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b		
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	173
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	173
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	407
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	407
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	234
11	Enter the amount of line 10 to be Credited to 2011 estimated tax ►	234	Refunded
		11	

Part VII-A Statements Regarding Activities

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?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	X	
1c	Did the foundation file Form 1120-POL for this year?	X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
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		
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		
b	If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		
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?		
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 XIV		
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the 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		
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 on page 27)? If "Yes," complete Part XIV		
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	Stmt	
		10	X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11	<input checked="" type="checkbox"/>
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	<input checked="" type="checkbox"/>
14	The books are in care of ► JOHN D MARSHALL 520 N HICKS RD STE 120	Telephone no ► 847-991-3150	
	Located at ► PALATINE	IL	ZIP+4 ► 60067
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	► <input type="checkbox"/>
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	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

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.

		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
(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)?	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
(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)	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
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			N/A	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?			N/A	1c
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 ► 20 20 20 20	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
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)			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 ► 20 20 20 20				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
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	<input checked="" type="checkbox"/>

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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	5b
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? If "Yes," attach the statement required by Regulations section 53.4945-5(d)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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 (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
MARY L RAFFERTY 323 E KENMORE	ELMHURST IL 60126	TRUSTEE 1.00	0	0
MICHELLE PRECIN 641 S WILLIAMS	PALATINE IL 60067	TRUSTEE 0.25	0	0
ROSE ANN BIERNAT 817 DERBYSHIRE	PROSPECT HEIGHTS IL 60070	TRUSTEE 0.25	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				

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 (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		

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

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 (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 N/A

2

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

3

Total. Add lines 1 through 3 ►

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	904,491
b	Average of monthly cash balances	1b	14,785
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	919,276
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	919,276
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	13,789
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	905,487
6	Minimum investment return. Enter 5% of line 5	6	45,274

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)

1	Minimum investment return from Part X, line 6	1	45,274
2a	Tax on investment income for 2010 from Part VI, line 5	2a	173
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	173
3	Distributable amount before adjustments Subtract line 2c from line 1	3	45,101
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	45,101
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	45,101

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	43,515
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1b	
b	Program-related investments—total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	43,515
b	Cash distribution test (attach the required schedule)	5	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	43,515
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 (see page 26 of the instructions)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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 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				45,101
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only				
b Total for prior years 20 ____ , 20 ____ , 20 ____				
3 Excess distributions carryover, if any, to 2010				
a From 2005	84,588			
b From 2006	8,380			
c From 2007	133,689			
d From 2008				
e From 2009				
f Total of lines 3a through e	226,657			
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ 43,515				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2010 distributable amount				43,515
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	1,586			1,586
6 Enter the net total of each column as indicated below:	225,071			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
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				0
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)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	83,002			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	142,069			
10 Analysis of line 9				
a Excess from 2006	8,380			
b Excess from 2007	133,689			
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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

4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
		(a) 2010	(b) 2009	(c) 2008	
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)(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 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
N/A

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

N/A

- c Any submission deadlines
N/A
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

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)				
a Paid during the year				
CABRINI RETREAT CENTER 9480 GOLF ROAD DES PLAINES IL 60016		PUBLIC CHARI	GENERAL	7,500
CATHOLIC THEOLOGICAL UNION 5401 S. CORNELL AVE CHICAGO IL 60615		PUBLIC CHARI	GENERAL	21,000
NCCV 5401 S. CORNELL AVE CHICAGO IL 60615		PUBLIC CHARI	GENERAL	2,500
ST. AGNIS OF BOHEMIA 2651 CENTRAL PARK AVE CHICAGO IL 60623		PUBLIC CHARI	GENERAL	7,500
ST. MARY OF THE LAKE 1000 E. MAPLE AVE MUNDELEIN IL 60060		PUBLIC CHARI	GENERAL	5,000
Total			► 3a	43,500
b Approved for future payment				
N/A				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
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					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
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		-35,926	0
13 Total. Add line 12, columns (b), (d), and (e)				13	-35,926

(See worksheet in line 13 instructions on page 29 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) (See page 29 of the instructions)
N/A	

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

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
- (2) Other assets

b Other transactions

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

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 schedules

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

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.

Sign
Here

Signature of officer or trustee

~~2/18/11~~

Trustee

Paid Preparer Use Only	Print/Type preparer's name John D Marshall	Preparer's signature 	Date 02/09/11	Check <input checked="" type="checkbox"/> if self-employed
	Firm's name ► John Marshall		PTIN P01323986	
	Firm's address ► 520 N Hicks Rd Ste 120 Palatine, IL 60067-3607		Firm's EIN ►	
			Phone no	847-991-315

Statement 1 - Form 990-PF, Part I, Line 16a - Legal Fees

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net</u>	<u>Charitable Purpose</u>
LEGAL FEES	\$ 1,312	\$ 1,312	\$ 0	\$ 0
Total	\$ 1,312	\$ 1,312	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net</u>	<u>Charitable Purpose</u>
ACCOUNTING FEES	\$ 550	\$ 550	\$ 0	\$ 0
Total	\$ 550	\$ 550	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net</u>	<u>Charitable Purpose</u>
Expenses				
FILE FEES	\$ 15	\$ 0	\$ 0	\$ 15
Total	\$ 15	\$ 0	\$ 0	\$ 15

Federal Statements**Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
WILLIAM BLAIR	\$ 883,136	\$ 933,834	Cost	\$ 1,094,760
Total	\$ 883,136	\$ 933,834		\$ 1,094,760

Statement 5 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
ROUNDING ADJUSTMENT	\$ 2
Total	\$ 2

MPALFAMFOUN PALUCH FAMILY FOUNDATION
36-7106905
FYE: 12/31/2010

Federal Statements

2/9/2011 3:05 PM

Statement 6 - Form 990-PF, Part VII-A, Line 10 - Substantial Contributors

Name	Address	City, State, Zip
ESTATE OF MARGARET A. PALUCH 520 N. HICKS ROAD		PALATINE IL 60067

Federal Statements**Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000**

Name of Manager	Amount
NONE	\$ _____
Total	\$ _____ 0

Form 990-PF, Part XV, Line 1b - Managers Who Own 10% or More Stock

Name of Manager	Amount
NONE	\$ _____
Total	\$ _____ 0

William Blair & Company, L.L.C.
PALUCH FAMILY FOUNDATION
REALIZED GAINS AND LOSSES
From 01-01-10 Through 12-31-10

156-71517-15 RR#: 294

Open Date	Close Date	Quantity	Security	Unit Cost	Cost Basis	Amort. or Accretion	Unit Price	Proceeds	Gain Or Loss	
									Short Term	Long Term
09-24-99	01-28-10	16	TIME WARNER INC NCV	98.14	1,570		22.90	366		-1,203.83
11-16-09	09-28-10	350	DUKE ENERGY CORPORATION (HOLDING COMPANY)	16.33	5,716		17.47	6,114		398.55
11-16-09	10-13-10	150	DUKE ENERGY CORPORATION (HOLDING COMPANY)	16.33	2,449		16.96	2,545		95.31
12-04-00	10-13-10	300	POWERSHARES QQQ TRUST SERIES 1	64.17	19,253		49.75	14,926		-4,327.05
11-20-08	10-13-10	100	PROSHARES ULTRA S&P500 ETF	21.11	2,111		41.21	4,121		2,009.61
12-15-08	10-13-10	75	PROSHARES ULTRA S&P500 ETF	25.28	1,896		41.21	3,091		1,194.77
07-24-07	12-27-10	1,000	***SYNCORA HOLDINGS LTD	26.41	26,414		0.13	130		-26,284.66
08-06-07	12-27-10	1,000	***SYNCORA HOLDINGS LTD	18.43	18,434		0.13	130		-18,304.60
TOTAL GAINS								493.87		3,204.38
TOTAL LOSSES								0.00		-50,120.15
TOTAL REALIZED GAIN/LOSS				77,848	0		31,426	493.87		-46,915.76

In accordance with applicable security regulations, we ask that you please notify your financial advisor if your investment objective or financial condition has changed. We urge you to compare this account statement with your William Blair & Company (or other custodian) monthly statement to ensure that the funds or securities in each account at the end of the period reflected in each such statement are consistent. This report supplements but in no way supersedes your monthly statements, which are the official record of your account. The information presented here has been taken from sources we believe to be reliable; however, no representation is made as to the accuracy or completeness. This information should not be used for tax reporting purposes without verification from original transaction confirmations and other appropriate documents.



WILLIAM BLAIR & COMPANY, L.L.C.
222 WEST ADAMS STREET CHICAGO, IL 60606
WWW.WILLIAMBLAIR.COM

**MARY RAFFERTY & MICHELLE
PRECIN & ROSE BIERNAT TTEES**
PALUCH FAMILY FOUNDATION
UIA FEB 08 95 C/O J MARSHALL
520 N HICKS RD STE 120
PALATINE IL 60067-3607
20885-176-77617

For questions or
up-to-date account
information:
Local: 1.312.238.1600
Toll-
Free: 1.800.621.0687
or contact your advisor
directly
Visit us online at
WWW.WILLIAMBLAIR.COM

Statement Period:
12/01/10 TO 12/31/10
Account Number:
156-71517-1-5-294
Financial Advisor:
BRIAN MARSHALL
1.312.364.8109

Institutional Account Statement - \$1,097,877

Portfolio Value Summary		
	Current Month	% of Assets
Cash & Equivalents	3,117	0.3
Equities & Options	1,094,760	99.7
Mutual Funds	0	0.0
Taxable Bonds	0	0.0
Tax Exempt Bonds	0	0.0
Other Securities	0	0.0
Short Market Value	0	0.0
Total Account Value	1,097,877	100.0

Cash Flow Summary		
	Beginning Cash & Equivalents	Current Month
Deposits (DEP)	21,110.04	7,395.05
Security Sales	275.00	132,345.00
Other Additions (ADD)	0.00	31,426.29
Total Deposits	535.59	0.00
Checkwriting (CHK)	(0.00)	163,771.29
Cash Withdrawals (WDL)	(0.00)	(0.00)
Fees/Interest Charged (FEE)	(0.00)	(50,000.00)
Security Purchases	(20,546.75)	(0.00)
Other Reductions (RED)	(0.00)	(0.00)
Total Withdrawals	(20,546.75)	(178,544.14)
Investment Income (INC)	2,018.05	10,494.73
Eating Cash & Equivalents	3,116.93	3,116.93

Market Indices	
Month	YTD
NASDAQ	6.19%
S&P 500 Total	6.68%
Barclays Cap Gov/Credit Intermed Bnd	(1.25)%
30 Day Treasury Bill	0.01%

Messages	
New fee which may affect your account: Please refer to the last page of your statement for very important information concerning the implementation of an Account Maintenance Fee.	

William Blain & Company®

Account Number: 156-71517-1-5-294

Account Name: MARY RAFFERTY & MICHELLE
PRECIN & ROSE BIERNAT TRUSTS
PALUCH FAMILY FOUNDATION

CLIENT STATEMENT

	Current Month	Year to Date
Taxable Dividends	2,017.95	10,493.98
Money Market Earnings	0.10	0.75
Total Income	2,018.05	10,494.73

This summary presented for reference only. Please consult Form 1099 issued at year-end for tax reporting purposes.

DETAIL

Security Listing

		Current Month	Year to Date	11/30/10
CASH				
WILLIAM BLAIR FUNDS READY RESERVES FUND	WBRXX	2,965.28		
Total Cash & Equivalents				3,117
<hr/>				
Equities & Options				
BANK OF AMERICA CORP	BAC	1,250	11.99	14,988
CELESTA CORPORATION	CRA	1,000	24.15	24,150
CHARLES SCHWAB CORP NEW	SCHW	1,000	19.87	19,873
CITIGROUP INC	C	4,000	5.49	21,971
COMPUWARE CORP	CPWR	1,000	21.33	21,338
				11,670
				(9,668)

William Blain & Company®

Account Number: 156-71517-1-5-294

Account Name: MARY RAFFERTY & MICHELLE
PRECIN & ROSE BIERNAT TRUSTS
PALUCH FAMILY FOUNDATION

CLIENT STATEMENT

Security Listing - continued

Equities & Options						
DUKE ENERGY CORPORATION (HOLDING COMPANY) NEW	DUK	1,000	14.94	14,950	17.81	17,810
EMC CORP-MASS	EMC	2,000	17.03	34,068	22.90	45,800
FASTENAL CO	FAST	275	18.33	5,041	59.91	16,475
GENERAL ELECTRIC CO	GE	2,500	15.47	38,680	18.29	45,725
GOLDMAN SACHS GROUP INC	GS	525	50.19	26,352	168.16	88,284
HEWLETT PACKARD CO	HPQ	900	38.25	34,426	42.10	37,890
ICF INTL INC	ICFI	1,400	24.56	34,384	25.72	36,008
ILLINOIS TOOL WORKS INC	ITW	400	51.36	20,547	53.40	21,360
INTEL CORP	INTC	1,500	21.79	32,689	21.03	31,545
INTERNATIONAL PAPER CO	IP	1,000	28.12	29,125	27.24	27,240
INTUIT INC	INTU	400	20.85	8,340	49.30	19,720
LIME ENERGY CO NEW	LIME	2,000	5.50	11,000	4.04	8,080
LOWES COMPANIES INC	LOW	800	25.62	20,501	25.08	20,064
MICRON TECHNOLOGY INC	MU	4,000	12.71	50,851	8.02	32,080
MICROSOFT CORP	MSFT	1,000	25.52	25,525	27.91	27,910
ORACLE CORP	ORCL	1,700	22.41	38,110	31.30	53,210
PFIZER INC	PFE	1,000	29.37	29,370	17.51	17,510

William Blain & Company.

Account Number: 156-71517-1-5-294
Account Name: MARY RAFFERTY & MICHELLE
PRECIN & ROSE BIERNAT TEES
PALUCH FAMILY FOUNDATION

Account Number: 156-71517-1-5-294

CLIENT STATEMENT

Security Listing - continued

Equities & Options									
POWERSHARES QQQ TRUST	QQQ	1,400	49.76	69,676	54.46	76,244	6,568	505	505
SERIES 1									
PRICE T ROWE GROUP INC	TROW	500	20.21	10,109	64.54	32,270	22,161	540	540
PROSHARES ULTRA QQQ	QLD	1,000	59.13	59,132	81.43	81,430	22,298		
ETF									
PROSHARES ULTRA S&P500	SSO	1,400	21.11	29,567	48.05	67,270	37,703	524	524
ETF									
PROSHARES ULTRA SEMICONDUCTORS	USD	1,500	51.30	76,957	39.82	59,730	(17,227)	138	138
ETF									
ROBERT HALF INTERNATIONAL INC	RHI	400	13.98	5,593	30.60	12,240	6,647	208	208
SMARTHEAT INC	HEAT	1,000	9.00	9,000	5.28	5,280	(3,720)		
STARBUCKS CORP	SBUX	1,000	23.25	23,259	32.13	32,130	8,871	520	520
TEXAS INSTRUMENTS INC	TXN	400	31.38	12,552	32.50	13,000	448	208	208
TIME WARNER CABLE INC	TWC	167	67.30	11,239	66.03	11,027	(212)	267	267
TIME WARNER INC	TWX	650	46.59	30,285	32.17	20,911	(9,374)	553	553
NEW									
UNION PACIFIC CORP	UNP	300	31.41	9,424	92.66	27,798	18,374	456	456
VERISK ANALYTICS INC	VRSK	500	27.25	13,625	34.08	17,040	3,415		
CLA									
WALT DISNEY CO	DIS	400	21.84	8,737	37.51	15,004	6,267		

William Blain & Company®

Account Number: 156-71517-1-5-294
Account Name: MARY RAFFERTY & MICHELLE
PRECIN & ROSE BIERNAT TTEES
PALUCH FAMILY FOUNDATION

CLIENT STATEMENT

Security Listing - continued

<i>Foreign Equities</i>		1,200	7.00	8,400	5.00	6,000	(2,400)
IFM INVESTMENTS LIMITED		CTC					
ADS							
<i>Total Equities & Options</i>		933,834		1,094,760		160,927	12,124
<i>Totals for the Account</i>		933,834		1,097,877		160,927	12,124

The security listing may contain unpriced positions (denoted by N/A) due to unavailable price information. Please contact your financial advisor if you need further information. The cost information contained herein has not been verified for accuracy. Total values may not be the exact sum of the individual parts due to rounding. Please refer to your original trade confirmations to verify your cost for tax purposes. Results that cannot be calculated because of insufficient data are not included in summary or total value calculations.

Investment Activity

12/13/10	ILLINOIS TOOL WORKS INC	ITW	12/08/10	YOU BOUGHT	400	50.8169	(20,546.75)
	Avg Price Shown-Details on Req						
	We Make a Mkt in This Security						
	As of 12/08/10						
12/30/10	SYNORA HOLDINGS LTD	SYCRF	12/27/10	YOU SOLD	(2,000)	0.1603	260.59

Portfolio Activity

William Blain & Company®

Account Number: 156-71517-1-5-294
Account Name: MARY RAFFERTY & MICHELLE
PRECIN & ROSE BIERNAT TRUSTS
PALUCH FAMILY FOUNDATION

CLIENT STATEMENT

Portfolio Activity - continued

12/01/10	INTEL CORP CASH DIV ON 1500 SHS REC 11/07/10 PAY 12/01/10	INC	DIVIDEND 0.1575	236.25
12/01/10	PFIZER INC CASH DIV ON 1000 SHS REC 11/08/10 PAY 12/01/10	INC	DIVIDEND 0.1800	180.00
12/03/10	STARBUCKS CORP CASH DIV ON 1000 SHS REC 11/18/10 PAY 12/03/10	INC	DIVIDEND 0.1300	130.00
12/06/10	FASTENAL CO CASH DIV ON 275 SHS REC 11/24/10 PAY 12/06/10	INC	DIVIDEND 0.4200	115.50
12/09/10	MICROSOFT CORP CASH DIV ON 1000 SHS REC 11/18/10 PAY 12/09/10	INC	DIVIDEND 0.1600	160.00
12/15/10	TIME WARNER INC NEW CASH DIV ON 650 SHS REC 11/30/10 PAY 12/15/10	INC	DIVIDEND 0.2125	138.13
12/15/10	INTERNATIONAL PAPER CO CASH DIV ON 1000 SHS REC 11/16/10 PAY 12/15/10	INC	DIVIDEND 0.1250	125.00
12/15/10	ROBERT HALF INTERNATIONAL INC CASH DIV ON 400 SHS REC 11/25/10 PAY 12/15/10	INC	DIVIDEND 0.1300	52.00
12/15/10	TIME WARNER CABLE INC CASH DIV ON 167 SHS REC 11/30/10 PAY 12/15/10	INC	DIVIDEND 0.4000	66.80
12/16/10	DUKE ENERGY CORPORATION (HOLDING COMPANY) NEW CASH DIV ON 1000 SHS REC 11/12/10 PAY 12/16/10	INC	DIVIDEND 0.2450	245.00

William Blair & Company®

Account Number: 156-71517-1-5-294

Account Name: MARY RAFFERTY & MICHELLE
PRECIN & ROSE BIERNAT TRUSTS
PALUCH FAMILY FOUNDATION

CLIENT STATEMENT

Portfolio Activity - continued

12/27/10	BANK OF AMERICA CORP CASH DIV ON 1250 SHS REC 12/03/10 PAY 12/24/10	INC	DIVIDEND 0.0100	12.50
12/28/10	PRICE T ROWE GROUP INC CASH DIV ON 500 SHS REC 12/14/10 PAY 12/28/10	INC	DIVIDEND 0.2700	135.00
12/30/10	PROSHARES ULTRA S&P500 ETF CASH DIV ON 1400 SHS REC 12/28/10 PAY 12/30/10	INC	DIVIDEND 0.0102	14.37
12/30/10	GOLDMAN SACHS GROUP INC CASH DIV ON 525 SHS REC 12/02/10 PAY 12/30/10	INC	DIVIDEND 0.3500	183.75
12/30/10	HEWLETT PACKARD CO CASH DIV ON 900 SHS REC 12/15/10 PAY 12/30/10	INC	DIVIDEND 0.0300	72.00
12/30/10	WILLIAM BLAIR FUNDS READY RESERVES FUND MONTHLY DIVIDEND	INC	DIVIDEND	0.10
12/31/10	POWERSHARES QQQ TRUST SERIES 1 CASH DIV ON 1400 SHS REC 12/21/10 PAY 12/31/10	INC	DIVIDEND 0.1083	151.65
12/27/10	CATHERINE & GERI JARZOMBEK	DEP	CHECK	50.00
12/27/10	MICHAEL & MICHELLE PRECIN	DEP	CHECK	125.00
12/27/10	DOLORES J ORZEL	DEP	CHECK	100.00

William Blair & Company®

Account Number: 156-71517-1-5-294
Account Name: MARY RAFFERTY & MICHELLE
PRECIN & ROSE BIERNAT TRUSTEE
PALUCH FAMILY FOUNDATION

CLIENT STATEMENT

Portfolio Activity - continued

Totals by Activity Code
DEP: 275.00
FEE: 0.00

ADD: 0.00
RED: 0.00

CHK: 0.00
INC: 2,018.05

			WDL: 0.00
12/02/10	WILLIAM BLAIR FUNDS READY RESERVES FUND	PURCHASED	416.25
12/06/10	WILLIAM BLAIR FUNDS READY RESERVES FUND	PURCHASED	130
12/07/10	WILLIAM BLAIR FUNDS READY RESERVES FUND	PURCHASED	115.5
12/10/10	WILLIAM BLAIR FUNDS READY RESERVES FUND	PURCHASED	160
12/13/10	WILLIAM BLAIR FUNDS READY RESERVES FUND	REDEEMED	(20,546.75)
12/16/10	WILLIAM BLAIR FUNDS READY RESERVES FUND	PURCHASED	381.93
12/17/10	WILLIAM BLAIR FUNDS READY RESERVES FUND	PURCHASED	245
12/28/10	WILLIAM BLAIR FUNDS READY RESERVES FUND	PURCHASED	287.5
12/29/10	WILLIAM BLAIR FUNDS READY RESERVES FUND	PURCHASED	135
12/30/10	WILLIAM BLAIR FUNDS READY RESERVES FUND MONTHLY DIVIDEND REINVESTED	PURCHASED	260.59
12/31/10	WILLIAM BLAIR FUNDS READY RESERVES FUND	REINVEST	0.1

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Statement Period: 12/01/10 TO 12/31/10

William Blair & Company[®]

Account Number: 156-71517-1-5-294
Account Name: MARY RAFFERTY & MICHELLE
PRECIN & ROSE BIERNAT TRUSTS
PALUCH FAMILY FOUNDATION

CLIENT STATEMENT

Portfolio Activity - continued

Money fund activity transactions are shown to provide additional information regarding the cash balance activity. Cash is moved into and out of the money fund as needed when trades settle, funds are deposited or withdrawn and investment income is received. Details regarding cash activity are shown in the Cash Flow Summary, Investment Activity and Portfolio Activity.

Open Orders

10/13/09	GOLDMAN SACHS GROUP INC ORDER PRICE 210 GOOD TILL CANCELLED	GS	TO SELL	(50)	210.00	168.16
12/27/10	PROSHARES ULTRA S&P500 ETF ORDER PRICE 50 GOOD TILL CANCELLED ALL OR NONE; DO NOT REDUCE	SSO	TO SELL	(200)	50.00	48.05

		Current Month	Year to Date
	SHORT TERM GAIN / (LOSS)	0.00	493.86
	LONG TERM GAIN / (LOSS)	(44,589.26)	(46,915.76)

These values exclude transactions for which we have insufficient data. These are for reference use only; this information does not substitute for your own tax records and may not be accurate for tax reporting purposes. Please refer to your own records for tax preparation. All information is Trade Date Basis. If you have significant transactions in "Trades Pending Settlement", contact your financial advisor for a better estimate of gains and losses. If a security in "Security Listing" contains a "Total Cost" value of N/A, this schedule should not be used in estimating gains and losses.