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Return of Private Foundation

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

Treated as a Private Foundation

2010

Department of the Treasury
Internal Revenue Service

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

For calendar year 2010, or tax year beginning , and ending

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

Name of foundation H.I. FOUNDATION, INC.		A Employer identification number 65-0848161
Number and street (or P.O. box number if mail is not delivered to street address) 2848 EAST OAKLAND PARK BOULEVARD	Room/suite	B Telephone number (954) 566-7559
City or town, state, and ZIP code FORT LAUDERDALE, FL 33306		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,818,853.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		159,500.		N/A	
2 Check <input type="checkbox"/> If the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		4,913.	4,913.		STATEMENT 1
4 Dividends and interest from securities		48,125.	48,125.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		86,314.			
b Gross sales price for all assets on line 6a 1,757,791.					
7 Capital gain net income (from Part IV, line 2)			86,314.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		298,852.	139,352.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		3,175.	1,588.		1,587.
c Other professional fees STMT 4		14,706.	14,706.		0.
17 Interest					
18 Taxes STMT 5		3,376.	2,168.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		159.	80.		79.
24 Total operating and administrative expenses. Add lines 13 through 23		21,416.	18,542.		1,666.
25 Contributions, gifts, grants paid		243,200.			243,200.
26 Total expenses and disbursements. Add lines 24 and 25		264,616.	18,542.		244,866.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		34,236.			
b Net investment income (if negative, enter -0-)			120,810.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments			622,214.	413,478.	413,478.
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges			662.		
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock STMT 7			4,168,222.	4,537,504.	4,148,055.
	c Investments - corporate bonds STMT 8			345,000.	220,000.	257,320.
11 Investments - land, buildings, and equipment basis ▶						
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other						
14 Land, buildings, and equipment: basis ▶						
Less: accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers)			5,136,098.	5,170,982.	4,818,853.	
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶ EXCISE TAX PAYABLE)			0.	648.	
23 Total liabilities (add lines 17 through 22)			0.	648.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	27 Capital stock, trust principal, or current funds			0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds			5,136,098.	5,170,334.	
	30 Total net assets or fund balances			5,136,098.	5,170,334.	
	31 Total liabilities and net assets/fund balances			5,136,098.	5,170,982.	

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	5,136,098.
2 Enter amount from Part I, line 27a	2	34,236.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	5,170,334.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,170,334.

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 PUBLICLY TRADED SECURITIES	P		
b PUBLICLY TRADED SECURITIES	P		
c CAPITAL GAINS DIVIDENDS			
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 219,801.		204,825.	14,976.
b 1,531,101.		1,466,652.	64,449.
c 6,889.			6,889.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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			14,976.
b			64,449.
c			6,889.
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	86,314.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	283,856.	4,292,263.	.066132
2008	300,184.	5,576,667.	.053829
2007	247,983.	6,527,088.	.037993
2006	161,374.	5,448,704.	.029617
2005	108,069.	3,857,311.	.028017

2 Total of line 1, column (d)	2	.215588
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	.043118
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	5,054,629.
5 Multiply line 4 by line 3	5	217,945.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,208.
7 Add lines 5 and 6	7	219,153.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	244,866.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <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	1,208.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" 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	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	1,208.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	1,208.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	560.	
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	560.	
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	648.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>FL</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Form 990-PF (2010)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► H I FOUNDATION, INC. Telephone no. ► 954-566-7559 Located at ► 2848 E. OAKLAND PARK BLVD, FORT LAUDERDALE, FL ZIP+4 ► 33306			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► 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?	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	2b	
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"/> Yes <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

Form 990-PF (2010)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

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

☐ Yes ☒ No

7b

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		0.	0.	0.

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

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

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

0

Form 990-PF (2010)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,360,979.
b	Average of monthly cash balances	1b	770,624.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	5,131,603.
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	5,131,603.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	76,974.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,054,629.
6	Minimum investment return. Enter 5% of line 5	6	252,731.

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

1	Minimum investment return from Part X, line 6	1	252,731.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,208.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,208.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	251,523.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	251,523.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	251,523.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	244,866.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	244,866.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,208.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	243,658.

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.

Form 990-PF (2010)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				251,523.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			194,562.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 244,866.				
a Applied to 2009, but not more than line 2a			194,562.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				50,304.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				201,219.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]

43330471

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2010

Name of the organization

H.I. FOUNDATION, INC.

Employer identification number

65-0848161

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

Employer identification number

H.I. FOUNDATION, INC.

65-0848161

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	RICHARD S. INGHAM 2848 EAST OAKLAND PARK BOULEVARD FORT LAUDERDALE, FL 33306	\$ 159,500.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

H.I. FOUNDATION, INC.**65-0848161****Part III**

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once See instructions) ▶ \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
JP MORGAN CASH FUND	120.
OPERATING ACCOUNT INTEREST	4,793.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	4,913.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
JPMORGAN PRIVATE BANK-DIVIDENDS	55,014.	6,889.	48,125.
TOTAL TO FM 990-PF, PART I, LN 4	55,014.	6,889.	48,125.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,175.	1,588.		1,587.
TO FORM 990-PF, PG 1, LN 16B	3,175.	1,588.		1,587.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	14,706.	14,706.		0.
TO FORM 990-PF, PG 1, LN 16C	14,706.	14,706.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX CY	1,208.	0.		0.
FOREIGN TAX WITHHELD	2,168.	2,168.		0.
TO FORM 990-PF, PG 1, LN 18	3,376.	2,168.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE FILING FEE	61.	31.		30.
FICTITIOUS NAME CHANGE FEE	98.	49.		49.
TO FORM 990-PF, PG 1, LN 23	159.	80.		79.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES (STATEMENT A, PAGES 1-6)	1,882,017.	1,976,965.
EQUITIES (STATEMENT A, PAGES 6-7)	1,006,443.	1,088,405.
EQUITIES (STATEMENT A, PAGES 7-8)	1,649,044.	1,082,685.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,537,504.	4,148,055.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES (STATEMENT A, PAGES 9-10)	220,000.	257,320.
TOTAL TO FORM 990-PF, PART II, LINE 10C	220,000.	257,320.

FORM 990-PF

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

STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RICHARD S. INGHAM 2848 E. OAKLAND PARK BLVD FORT LAUDERDALE, FL 33306	DIRECTOR 1.00	0.	0.	0.
RICHARD S. INGHAM, JR 2848 E. OAKLAND PARK BLVD FORT LAUDERDALE, FL 33306	DIRECTOR 1.00	0.	0.	0.
FREDERICK H. INGHAM 2848 E. OAKLAND PARK BLVD FORT LAUDERDALE, FL 33306	DIRECTOR 1.00	0.	0.	0.
TIMOTHY C. INGHAM 2848 E. OAKLAND PARK BLVD FORT LAUDERDALE, FL 33306	DIRECTOR 1.00	0.	0.	0.
ANNELLE I. CARNEY 2848 E. OAKLAND PARK BLVD FORT LAUDERDALE, FL 33306	DIRECTOR 1.00	0.	0.	0.
HILARY I. HICKMAN 2848 E. OAKLAND PARK BLVD FORT LAUDERDALE, FL 33306	DIRECTOR 1.00	0.	0.	0.
SHARON I. HORAL 2848 E. OAKLAND PARK BLVD FORT LAUDERDALE, FL 33306	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 10

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AMERICAN CANCER SOCIETY 3363 W COMMERCIAL BLVD STE 100 FORT LAUDERDALE, FL 33309	NONE CHARITABLE DONATION	501(C)(3)	10,000.
AMERICAN RED CROSS BROWARD COUNTY 6710 W SUNRISE BOULEVARD PLANTATION, FL 33313	NONE CHARITABLE DONATION	501(C)(3)	10,000.
AMERICAN RED CROSS 825 FERN STREET WEST PALM BCH, FL 33401	NONE CHARITABLE DONATION	501(C)(3)	1,200.
AUTISM RESEARCH INSTITUTE 4182 ADAMS AVENUE SAN DIEGO, CA 92116	NONE CHARITABLE DONATION	501(C)(3)	5,500.
BLANK PARK ZOO FOUNDATION 7401 SW 9TH STREET DES MOINES, IA 50315	NONE CHARITABLE DONATION	501(C)(3)	5,000.
BOCA HELPING HANDS 138 NW 16TH STREET BOCA RATON, FL 33432	NONE CHARITABLE DONATION	501(C)(3)	500.
BONNET HOUSE 900 N. BIRCH ROAD FORT LAUDERDALE, FL 33304	NONE CHARITABLE DONATION	501(C)(3)	10,000.
BOYS AND GIRLS CLUB OF PALM BEACH COUNTY 800 NORTHPOINT PKWY, STE 204 WEST PALM BCH, FL 33407	NONE CHARITABLE DONATION	501(C) (3)	500.

BOYS AND GIRLS CLUBS OF BROWARD COUNTY 1401 N.E. 26TH STREET FORT LAUDERDALE, FL 33305	NONE CHARITABLE DONATION	501(C)(3)	10,000.
BROWARD COUNTY LIBRARY FOUNDATION 100 S. ANDREWS AVENUE, FLOOR 8 FORT LAUDERDALE, FL 33301	NONE CHARITABLE DONATION	501(C)(3)	10,000.
BROWARD PERFORMING ARTS FOUNDATION 201 SW FIFTH AVENUE FORT LAUDERDALE, FL 33312-7112	NONE CHARITABLE DONATION	501(C)(3)	2,500.
CHILDREN'S HOME SOCIETY OF FLORIDA 401 NE 4TH STREET FORT LAUDERDALE, FL 33301	NONE CHARITABLE DONATION	501(C)(3)	5,000.
CONNESTEE FALLS SCHOLARSHIP FUND 33 CONNESTEE TRAIL BREVARD, NC 28712	NONE CHARITABLE DONATION	501(C)(3)	1,000.
COVENANT HOUSE P.O. BOX 39282 FORT LAUDERDALE, FL 33339-0282	NONE CHARITABLE DONATION	501(C)(3)	10,000.
DOCTORS WITHOUT BORDERS 333 SEVENTH AVENUE, 2ND FLOOR NEW YORK, NY 10001	NONE CHARITABLE DONATION	501(C)(3)	5,000.
EAGLE RANCH P O BOX 7200 CHESTNUT MOUNTAIN, GA 30502	NONE CHARITABLE DONATION	501(C)(3)	2,000.
FEEDING SOUTH FLORIDA 2501 SW 32ND TERRACE PEMBROKE PARK, FL 33023	NONE CHARITABLE DONATION	501(C) (3)	5,500.
FOOD FOR THE POOR INC 6401 LYONS ROAD COCONUT CREEK, FL 33073	NONE CHARITABLE DONATION	501(C) (3)	500.

FUNDING ARTS BROWARD 401 EAST LAS OLAS BLVD STE 2200 FORT LAUDERDALE, FL 33301	NONE CHARITABLE DONATION	501(C)(3)	10,000.
GILDA'S CLUB SOUTH FLORIDA 119 ROSE DRIVE FORT LAUDERDALE, FL 33316	NONE CHARITABLE DONATION	501(C)(3)	2,000.
GOLD COAST JAZZ SOCIETY 1350 E. SUNRISE BLVD FORT LAUDERDALE, FL 33304	NONE CHARITABLE DONATION	501(C)(3)	10,000.
HEIFER PROJECT INTERNATIONAL P.O. BOX 8058 LITTLE ROCK, AR 72203	NONE CHARITABLE DONATION	501(C)(3)	1,500.
HENDERSON MENTAL HEALTH CENTER 4740 NORTH STATE ROAD 7 STE 201 FORT LAUDERDALE, FL 33319	NONE CHARITABLE DONATION	501(C)(3)	5,000.
HOLY CROSS HOSPITAL 4725 N. FEDERAL HIGHWAY FORT LAUDERDALE, FL 33308	NONE CHARITABLE DONATION	501(C)(3)	5,000.
JOE DIMAGGIO CHILDREN'S HOSPITAL 3501 JOHNSON STREET HOLLYWOOD, FL 33021	NONE CHARITABLE DONATION	501(C)(3)	5,000.
KIDS IN DISTRESS 819 NE 26TH STREET WILTON MANOR, FL 33305	NONE CHARITABLE DONATION	501(C)(3)	10,000.
MAKE A WISH FOUNDATION 2901 STIRLING RD STE 208 FORT LAUDERDALE, FL 33312	NONE CHARITABLE DONATION	501(C)(3)	500.
MOFFITT CANCER CENTER FOUNDATION 12902 MAGNOLIA DRIVE TAMPA, FL 33612	NONE CHARITABLE DONATION	501(C)(3)	5,000.

MUSEUM OF DISCOVERY AND SCIENCE 401 SW 2ND STREET FORT LAUDERDALE, FL 33312	NONE CHARITABLE DONATION	501(C)(3)	10,000.
PICKENS COUNTY MUSEUM OF ART & HISTORY 307 JOHNSON STREET PICKENS, SC 29671	NONE CHARITABLE DONATION	501(C)(3)	500.
SALVATION ARMY OF BREVARD P.O. BOX 748 BREVARD, NC 28712	NONE CHARITABLE DONATION	501(C) (3)	500.
SALVATION ARMY 1445 W BROWARD BOULEVARD FORT LAUDERDALE, FL 33312	NONE CHARITABLE DONATION	501(C)(3)	10,000.
SHERIDAN HOUSE FAMILY MINISTRIES 4200 S.W. 54TH COURT FORT LAUDERDALE, FL 33314	NONE CHARITABLE DONATION	501(C)(3)	5,000.
SOS CHILDREN'S VILLAGE OF FLORIDA 3681 NW 59TH PLACE COCONUT CREEK, FL 33073-9903	NONE CHARITABLE DONATION	501(C)(3)	10,000.
SOUTH FLORIDA MUSEUM 401 SW 2ND STREET FORT LAUDERDALE, FL 33312	NONE CHARITABLE DONATION	501(C)(3)	500.
SPANISH RIVER COMMUNITY HIGH SCHOOL 5100 JOG ROAD BOCA RATON, FL 33496	NONE CHARITABLE DONATION	501(C)(3)	2,000.
ST JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105	NONE CHARITABLE DONATION	501(C)(3)	5,500.
STETSON UNIVERSITY 421 NORTH WOODLAND BLVD UNIT 8279 DELAND, FL 32723	NONE CHARITABLE DONATION	501(C)(3)	2,500.

THE FREE CLINIC & PHARMACY OF TRANSYLVANIA COUNTY P.O. BOX 1135 BREVARD, NC 28712	NONE CHARITABLE DONATION	501(C)(3)	1,000.
THE SHEPHERD'S WAY 1232 NE 26TH STREET WILTON MANORS, FL 33305	NONE CHARITABLE DONATION	501(C)(3)	5,000.
THE SUSAN G. KOMEN BREAST CANCER FOUNDATION 13555 SW 101ST LANE MIAMI, FL 33186	NONE CHARITABLE DONATION	501(C)(3)	5,000.
TRANSYLVANIA COMMUNITY HOSPITAL FOUNDATION P.O. BOX 2440 BREVARD, NC 28712	NONE CHARITABLE DONATION	501(C)(3)	1,000.
UNITED WAY OF BROWARD 1300 SOUTH ANDREWS AVENUE FORT LAUDERDALE, FL 33316	NONE CHARITABLE DONATION	501(C)(3)	10,000.
UNITED WAY OF TRANSYLVANIA COUNTY P.O. BOX 53 BREVARD, NC 28712	NONE CHARITABLE DONATION	501(C)(3)	1,000.
USO WORLD HEADQUARTERS P.O. BOX 96860 WASHINGTON, DC 20077-7677	NONE CHARITABLE DONATION	501(C)(3)	5,500.
WEDGEWOOD CHRISTIAN YOUTH & FAMILY SVCS 3300 36TH ST, S.E. GRAND RAPIDS, MI 49518-0007	NONE CHARITABLE DONATION	501(C)(3)	5,000.
WOMEN IN DISTRESS P.O. BOX 676 FORT LAUDERDALE, FL 33302	NONE CHARITABLE DONATION	501(C)(3)	10,000.
WORLD VISION P.O. BOX 9716 FEDERAL WAY, WA 98063-6462	NONE CHARITABLE DONATION	501(C)(3)	5,000.

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

243,200.

HI FOUNDATION INC ACCT. A24735002
For the Period 12/1/10 to 12/31/10

Note. P indicates position adjusted for Pending Trade Activity

Equity Detail

	Quantity	Price	Market Value	Tax Cost Adjusted Original	Unrealized Gain/Loss	Estimated Annual Income Accrued Dividends	Yield
US Large Cap							
JPMORGAN TRI GROWTH ADVANTAGE FUND SELECT SHARE CLASS FUND 1567 4812A3-71-8 JGAS X	30,303 030 ✓	8 82	267,272.72	270,000 00	(2,727 28)		
ABBOTT LABORATORIES 002824-10-0 ABT ✓	125 000 ✓	47 91	5,988 75	6,154.99	(166.24)	220 00	3 67%
ADVANCED AUTO PARTS INC 00751Y-10-6 AAP ✓	75 000 ✓	66 15	4,961 25	2,851 04	2,110 21	18 00 4 50	0 36%
P AETNA INC 00817Y-10-8 AET ✓		30 51			N/A		0 13%
ALEXION PHARMACEUTICALS INC 015351-10-9 ALXN ✓	50 000 ✓	80 55	4,027 50	2,995.95	1,031.55		
AMAZON COM INC 023135-10-6 AMZN ✓	50,000 ✓	180 00	9,000 00	7,347.50	1,652.50		
AMERICAN EXPRESS CO 025816-10-9 AXP ✓	25 000 ✓	42.92	1,073 00	1,073 75	(0 75)	18.00	1 68%
P APOLLO GROUP INC CL A 037604-10-5 APOL ✓		39 49			N/A		
APPLE INC. 037833-10-0 AAPL ✓	50,000 ✓	322 56	16,128.00	13,756.50	2,371.50		

HI FOUNDATION INC - EIN 65-0848161 - 2010 FORM 990-PF

Balance Sheet, Part II, Lines 10a, 8, 10b

HI FOUNDATION INC ACCT A24735002
For the Period 12/1/10 to 12/31/10

	Quantity	Price	Market Value	Tax Cost Adjusted Original	Unrealized Gain/Loss	Estimated Annual Income		Yield
						Accrued Dividends		
US Large Cap								
AT&T INC 00206R-10-2 T ✓	125 000 ✓	29 38	3,672 50	4,527 50	(855 00)	215 00		5 85 %
BANK OF AMERICA CORP 060505-10-4 BAC ✓	375 000 ✓	13 34	5,002 50	12,801 25	(7,798.75)	15 00		0 30 %
P BERKSHIRE HATHAWAY INC DEL CL B 084670-70-2 BRK B ✓	✓	80 11			N/A			
CAMPBELL SOUP COMPANY 134429-10-9 CPB ✓	150 000 ✓	34 75	5,212 50	5,461 50	(249.00)	174 00 43 50		3 34 %
CARDINAL HEALTH INC 14149Y-10-8 CAH ✓	150 000 ✓	38 31	5,746 50	4,855 50	891.00	117 00 29 25		2 04 %
CISCO SYSTEMS INC 17275R-10-2 CSCO ✓	525 000 ✓	20 23	10,620 75	12,275 00	(1,654 25)			
CITIGROUP INC 172967-10-1 C ✓	400 000 ✓	4 73	1,892 00	1,780.00	112 00			
COACH INC 189754-10-4 COH ✓	125 000 ✓	55 31	6,913 75	5,161 25	1,752 50	75 00 18 75		1 08 %
CONOCOPHILLIPS 20825C-10-4 COP ✓	75 000 ✓	68 10	5,107 50	3,960 00	1,147 50	165 00		3 23 %
P CVS/CAREMARK CORPORATION 126650-10-0 CVS ✓	100 000 ✓	34 77	3,477 00	3,484 89	(7 89)	35 00		1 01 %
DEVON ENERGY CORP 25179M-10-3 DVN ✓	75 000 ✓	78 51	5,888 25	4,673 25	1,215 00	48 00		0 82 %
DOW CHEMICAL CO 260543-10-3 DOW ✓	100 000 ✓	34 14	3,414 00	2,664 00	750 00	60 00 15 00		1 76 %

HI FOUNDATION INC - EIN(65-0848161 - 2010 FORM 990-PF
Balance Sheet, Part II, Lines 10a & 10b

HI FOUNDATION INC ACCT. A24735002
For the Period 12/1/10 to 12/31/10

	Quantity	Price	Market Value	Tax Cost Adjusted Original	Unrealized Gain/Loss	Estimated Annual Income		Yield
						Accrued Dividends		
US Large Cap								
E I DU PONT DE NEMOURS & CO ✓ 263534-10-9 DD	150 000 ✓	49.88	7,482.00	7,064.99	417.01	246.00		3.29%
EXXON MOBIL CORP ✓ 30231G-10-2 XOM	200 000 ✓	73.12	14,624.00	13,441.75	1,182.25	352.00		2.41%
FREEPORT-MCMORAN COPPER & GOLD INC CL B ✓ 35671D-85-7 FCX	50 000 ✓	120.09	6,004.50	3,253.50	2,751.00	100.00		1.67%
GENERAL MILLS INC ✓ 370334-10-4 GIS	150 000 ✓	35.59	5,338.50	5,469.00	(130.50)	168.00		3.15%
GENERAL MOTORS CO ✓ 37045V-10-0 GM	100 000 ✓	36.86	3,686.00	3,348.99	337.01			
GOLDMAN SACHS GROUP INC ✓ 38141G-10-4 GS	25 000 ✓	168.16	4,204.00	4,579.50	(375.50)	35.00		0.83%
GOOGLE INC ✓ CL A ✓ 38259P-50-8 GOOG	10 000 ✓	593.97	5,939.70	6,232.80	(293.10)			
HIGHBRIDGE STATISTICALLY ENHANCED EQUITY PORTFOLIO LTD - CLASS A N/O Client ✓ 429995-96-2	243 409 ✓	1,428.04	347,597.79	250,000.00	97,597.79			
HONEYWELL INTERNATIONAL INC ✓ 438516-10-6 HON	150,000 ✓	53.16	7,974.00	7,525.50	448.50	181.50		2.28%
JOHNSON CONTROLS INC ✓ 478366-10-7 JCI	300 000 ✓	38.20	11,460.00	8,682.00	2,778.00	192.00	48.00	1.68%

HI FOUNDATION INC - EIN 65-0848161 - 2010 FORM 990-PF

Balance Sheet - Part II, Lines 10a & 10b

HI FOUNDATION INC ACCT. A24735002
For the Period 12/1/10 to 12/31/10

	Quantity	Price	Market Value	Tax Cost Adjusted Original	Unrealized Gain/Loss	Estimated Annual Income		Yield
						Accrued Dividends		
US Large Cap								
JPMORGAN US LARGE CAP CORE PLUS FUND SELECT FUND 1002 4812A2-38-9 JLP5 X ✓	28,681 098 ✓	20.67	592,838 30	600,000 00	(7,161 70)	2,552 61		0 43%
MERCK AND CO INC ✓ 58933Y-10-5 MRK	200,000 ✓	36 04	7,208 00	11,552 00	(4,344 00)	304 00 76 00		4 22%
METLIFE INC ✓ 59156R-10-8 MET	75 000 ✓	44 44	3,333 00	3,367 50	(34 50)	55 50		1 67%
MICROSOFT CORP ✓ 594918-10-4 MSFT	475 000 ✓	27 91	13,257 25	11,505 22	1,752 03	304 00		2 29%
MORGAN STANLEY ✓ 617446-44-8 MS	175,000 ✓	27 21	4,761 75	6,317 25	(1,555 50)	35 00		0 74%
OCCIDENTAL PETROLEUM CORP ✓ 674599-10-5 OXY	75 000 ✓	98 10	7,357 50	7,392 00	(34 50)	114 00		1 55%
ORACLE CORP ✓ 68389X-10-5 ORCL	400 000 ✓	31 30	12,520 00	10,760 00	1,760 00	80 00		0 64%
PACCAR INC ✓ 693718-10-8 PCAR	75 000 ✓	57 34	4,300 50	4,302 75	(2 25)	36 00		0 84%
PFIZER INC ✓ 717081-10-3 PFE	350 000 ✓	17 51	6,128 50	4,804 50	1,324 00	280 00		4 57%
PROCTER & GAMBLE CO ✓ 742718-10-9 PG	150 000 ✓	64 33	9,649 50	8,321 00	1,328 50	289 05		3 00%
PRUDENTIAL FINANCIAL INC ✓ 744320-10-2 PRU	50 000 ✓	58 71	2,935 50	2,791 50	144 00	57 50		1 96%

HI FOUNDATION INC - EIN 65-0848161 - 2010 FORM 990-PF
Balance Sheet, Part II, Lines 10a & 10b

HI FOUNDATION INC ACCT. A24735002
For the Period 12/1/10 to 12/31/10

	Quantity	Price	Market Value	Tax Cost Adjusted Original	Unrealized Gain/Loss	Estimated Annual Income Accrued Dividends	Yield
US Large Cap							
PUBLIC SERVICE ENTERPRISE GROUP 744573-10-6 PEG	200 000 ✓	31.81	6,362.00	6,340.00	22.00	274.00	4.31 %
QUALCOMM INC 747525-10-3 QCOM	125 000 ✓	49.49	6,186.25	4,371.25	1,815.00	95.00	1.54 %
SANDISK CORP 80004C-10-1 SNDK	150 000 ✓	49.86	7,479.00	6,773.98	705.02		
P SCHLUMBERGER LTD 806857-10-8 SLB		83.50			N/A	21.00	1.01 %
SOUTHERN CO 842587-10-7 SO	50,000 ✓	38.23	1,911.50	1,417.50	494.00	91.00	4.76 %
SPDR S&P 500 ETF TRUST 78462F-10-3 SPY	1,950 000 ✓	125.75	245,212.50	249,522.00	(4,309.50)	4,420.65	1.80 %
STAPLES INC 855030-10-2 SPLS	275 000 ✓	22.77	6,261.75	6,843.50	(581.75)	99.00 24.75	1.58 %
STARWOOD HOTELS & RESORTS 85590A-40-1 HOT	75 000 ✓	60.78	4,558.50	2,409.75	2,148.75	22.50	0.49 %
SYSCO CORP 871829-10-7 SY	75 000 ✓	29.40	2,205.00	2,290.20	(85.20)	78.00	3.54 %
TD AMERITRADE HOLDING CORPORATION 87236Y-10-8 AMTD	100,000 ✓	18.99	1,899.00	1,904.50	(5.50)	20.00	1.05 %
THIRD AVENUE VALUE FUND 884116-10-4 TAVF X	1,022,038 ✓	51.76	52,900.69	60,157.15	(7,256.46)	988.31	1.87 %
THORNBURG VALUE FUND FD CLI 885215-63-2 TVIF X	4,715.591 ✓	34.45	162,452.11	160,000.00	2,452.11	1,391.09	0.86 %

HI FOUNDATION INC - EIN 65-0848161 - 2010 FORM 990-PF

Balance Sheet, Part III, Lines 10a, 8, 10b

HI FOUNDATION INC ACCT. A24735002
For the Period 12/1/10 to 12/31/10

	Quantity	Price	Market Value	Tax Cost Adjusted Original	Unrealized Gain/Loss	Estimated Annual Income		Yield
						Accrued Dividends		
US Large Cap								
TIME WARNER INC NEW 887317-30-3 TWX	250 000	32.17	8,042.50	7,567.48	475.02	212.50		2.64%
UNITED TECHNOLOGIES CORP 913017-10-9 UTX	100 000	78.72	7,872.00	5,529.00	2,343.00	170.00		2.16%
US BANCORP DEL 902973-30-4 USB	175 000	26.97	4,719.75	5,785.50	(1,065.75)	35.00	8.75	0.74%
VERIZON COMMUNICATIONS INC 92343V-10-4 VZ	200 000	35.78	7,156.00	6,962.53	193.47	390.00		5.45%
WELLS FARGO & CO 949746-10-1 WFC	250 000	30.99	7,747.50	7,607.50	140.00	50.00		0.65%
Total US Large Cap	74,675.166		\$1,976,964.81	\$1,882,017.46	\$94,947.35	\$14,879.21	\$289.50	0.75%
US Mid Cap/Small Cap								
EAGLE SER MID CAP STKI 269858-84-1 HMCJX	8,714.218	28.04	244,346.67	216,672.00	27,674.67			
ISHARES RUSSELL MIDCAP GROWTH INDEX FUND 464287-48-1 IWP	1,600 000	56.61	90,576.00	91,137.96	(561.96)	764.80		0.84%
JPMORGAN MID CAP VALUE FUND SELECT SHARE CLASS (FUND 1100) 339183-10-5 JMV5X	3,785.930	23.30	88,212.17	78,444.47	9,767.70	904.83		1.03%

HI FOUNDATION INC ACCT. A24735002
For the Period 12/1/10 to 12/31/10

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income		Yield
				Adjusted Original		Accrued Dividends		
US Mid Cap/Small Cap								
JPMORGAN SMALL CAP EQUITY FUND SELECT CLASS FUND 367 4812A1-37-3 VSEI X	6,832,538	36.74	251,027.45	230,188.19	20,839.26	963.38		0.38%
NEUBERGER BERMAN MULTI CAP OPPORTUNITIES FUND 64122Q-30-9 NMUL X	22,174,094	9.59	212,649.56	200,000.00	12,649.56			
PROFESSIONALLY MANAGED PORTFOLIOS THE OSTERWEIS FUND 742935-40-6 OSTF X	7,438,856	27.10	201,593.00	190,000.00	11,593.00	1,948.98		0.97%
Total US Mid Cap/Small Cap	50,545,636		\$1,088,404.85	\$1,006,442.62	\$81,962.23	\$4,561.99		0.42%

Non US Equity

ARTIO INTERNATIONAL EQUITY II - I 04315J-83-7 JETI X	25,940,938	12.46	323,224.09	407,272.73	(84,048.64)	6,692.76		2.07%
COVIDIEN PLC G2554F-10-5 COV	75,000	45.66	3,424.50	3,330.00	94.50	60.00		1.75%
DODGE & COX INTERNATIONAL STOCK 256206-10-3 DODF X	7,569,725	35.71	270,314.88	304,565.05	(34,250.17)	3,747.01		1.39%
ING GROUP N V SPONS ADR 456837-10-3 ING	39,780,000	9.79	389,446.20	23,948.99	365,497.21			
NUVEEN NWQ VALUE OPPORTUNITIES FUND 67064Y-63-6 NVOR X	6,043,084	35.17	212,535.26	195,000.00	17,535.26	3,565.41	3,564.82	1.68%

HI FOUNDATION INC - EIN 65-0848161 - 2010 FORM 990-PF
Balance Sheet, Part II, Lines 10a & 10b

HI FOUNDATION INC ACCT. A24735002
For the Period 12/1/10 to 12/31/10

	Quantity	Price	Market Value	Tax Cost Adjusted Original	Unrealized Gain/Loss	Estimated		Yield
						Annual Income	Accrued Dividends	
Non US Equity								
T ROWE PRICE INTERNATIONAL FUNDS INC NEW ASIA FUND 77956H-50-0 PRAS X	13,304.422	19.18	255,178.81	235,000.00	20,178.81		1,197.39	0.47%
THREADNEEDLE ASIA PACIFIC FUND - R5 768915-73-8 TAPR X	21,702.436	14.15	307,089.47	275,000.00	32,089.47		1,757.89	0.57%
VANGUARD EMERGING MARKET ETF 922042-85-8 VWO	4,600.000	48.15	221,471.60	204,927.04	16,544.56		3,749.00	1.69%
Total Non US Equity	119,015.605		\$1,982,684.81	\$1,649,043.81	\$333,641.00		\$20,769.46 \$3,564.82	1.05%

HI FOUNDATION INC ACCT. A24735002
For the Period 12/1/10 to 12/31/10

Other Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Structured Investments	244,136 06	257,320 02	13,183 96	5%

Asset Categories



Market Value/Cost

	Current Period Value
Estimated Value	257,320 02
Tax Cost	220,000 00
Estimated Gain/Loss	37,320 02
Estimated Annual Income	3,000 00

Other Assets Detail

	Quantity	Price	Estimated Value	Cost Adjusted Original	Estimated Gain/Loss	Accruals
Structured Investments						
BARC ASIA BSKT MKT PLS NOTE 03/03/11 (71 5%KO BARRIER-0%PMT-UNCAPPED) INITIAL LEVEL-ASIA BSKT.08/28/09.100 06799J-TJ-2	50,000 000	119 53	59,765 00	50,000.00	9,765.00	
CS SPX NOTE 05/02/11 (80%KO BAR -0%CPN-7%CAP) INITIAL LEVEL- SPX.4/01/10. 1178.10 22546E-UD-4	24,000 000	106.12	25,468.80	24,000 00	1,468.80	

HI FOUNDATION INC - EIN 65-0848161 - 2010 FORM 990-PF

Balance Sheet Part II Lines 10a & 10b

HI FOUNDATION INC ACCT. A24735002
For the Period 12/1/10 to 12/31/10

	Quantity	Price	Estimated Value	Cost Adjusted Original	Estimated Gain/Loss	Accruals
Structured Investments						
GS EAFE NOTE 04/25/11 ✓	24,000,000	97.78	23,466.72	24,000.00	(533.28)	
(80% KO BAR -0% CPN-7% CAP) INITIAL LEVEL- 4/01/10- SX5E 2978 50 UKX.5744 89 TPX.985.26 38143U-HL-8						
HSBC SPX MKT PLS NOTE 02/25/11	100,000,000	123.60	123,600.00	100,000.00	23,600.00	
(70% CONTIN BARRIER-2%PMT-UNCAPPED) INITIAL LEVEL-SPX 08/20/09. 1007 37 ✓ 4042KO-YT-6						
MS SPX CONT BUFF EQ NOTE 09/01/11	22,000,000	113.73	25,019.50	22,000.00	3,019.50	
(80% CONTIN BARRIER 10 75% COUP-30% MXPYMT) ✓ INITIAL LEVEL- SPX-2/23/10 1094.60 617482-KT-0						
Total Structured Investments	220,000,000		\$257,320.02	\$220,000.00	\$37,320.02	